UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 10-Q

☒ QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the quarterly period ended September 30, 2026

or

☐ TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the transition period from _____ to _____

Commission File Number 001-36636



(Exact name of registrant as specified in its charter)

Delaware	**05-0412693**
(State or other jurisdiction of incorporation or organization)	**(I.R.S. Employer Identification Number)**

One Citizens Plaza, Providence, RI 02903

(Address of principal executive offices, including zip code)

(203) 900-6715

(Registrant's telephone number, including area code)

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common stock, $0.01 par value per share	CFG	New York Stock Exchange
Depositary Shares, each representing a 1/40th interest in a share of 5.000% Fixed-Rate Non-Cumulative Perpetual Preferred Stock, Series E	CFG PrE	New York Stock Exchange
Depositary Shares, each representing a 1/40th interest in a share of 7.375% Fixed-Rate Non-Cumulative Perpetual Preferred Stock, Series H	CFG PrH	New York Stock Exchange
Depositary Shares, each representing a 1/40th interest in a share of 6.500% Fixed-Rate Reset Non-Cumulative Perpetual Preferred Stock, Series I	CFG PrI	New York Stock Exchange

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. ☑ Yes ☐ No

Indicate by check mark whether the registrant has submitted electronically every Interactive Data File required to be submitted pursuant to Rule 405 of Regulation S-T (§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit such files). ☑ Yes ☐ No

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, a smaller reporting company, or an emerging growth company. See the definitions of "large accelerated filer," "accelerated filer," "smaller reporting company," and "emerging growth company" in Rule 12b-2 of the Exchange Act.

Large accelerated filer	☑	Accelerated filer	☐
Non-accelerated filer	☐	Smaller reporting company	☐
		Emerging growth company	☐

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. ☐

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). ☐ Yes ☑ No

There were 419,195,029 shares of the registrant's common stock ($0.01 par value) outstanding on October 23, 2026.

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GLOSSARY OF ACRONYMS AND TERMS

The following is a list of common acronyms and terms used regularly in our financial reporting:

ACL	Allowance for Credit Losses: Allowance for Loan and Lease Losses plus Allowance for Unfunded Lending Commitments
AFS	Available for Sale
ALLL	Allowance for Loan and Lease Losses
AOCI	Accumulated Other Comprehensive Income (Loss)
ASU	Accounting Standards Update
ATM	Automated Teller Machine
Board or Board of Directors	The Board of Directors of Citizens Financial Group, Inc.
bps	Basis Points
CBNA	Citizens Bank, National Association
CCB	Capital Conservation Buffer
CET1	Common Equity Tier 1
CET1 capital ratio	Common Equity Tier 1 capital divided by total risk-weighted assets as defined under the U.S. Basel III standardized approach
Citizens, CFG, the Company, we, us, or our	Citizens Financial Group, Inc. and its Consolidated Subsidiaries
CLTV	Combined Loan to Value
CODM	Chief Operating Decision Maker
CRE	Commercial Real Estate
Efficiency Ratio	Noninterest expense divided by total revenue, inclusive of net interest income and noninterest income
EPS	Earnings Per Share
EVE	Economic Value of Equity
Exchange Act	The Securities Exchange Act of 1934, as amended
Fannie Mae (FNMA)	Federal National Mortgage Association
FDIC	Federal Deposit Insurance Corporation
FDM	Financially Distressed Modification
FHA	Federal Housing Administration
FHLB	Federal Home Loan Bank
FICO	Fair Isaac Corporation (credit rating)
FRB or Federal Reserve	Board of Governors of the Federal Reserve System and, as applicable, Federal Reserve Bank(s)
Freddie Mac (FHLMC)	Federal Home Loan Mortgage Corporation
FTE	Fully Taxable Equivalent
GAAP	Accounting Principles Generally Accepted in the United States of America
GDP	Gross Domestic Product
Ginnie Mae (GNMA)	Government National Mortgage Association
GSE	Government Sponsored Enterprise
HTM	Held To Maturity
LHFS	Loans Held for Sale
LIHTC	Low Income Housing Tax Credit
LTV	Loan to Value
M&A	Merger and Acquisition
MD&A	Management's Discussion and Analysis of Financial Condition and Results of Operations
MSR	Mortgage Servicing Right
NM	Not meaningful

OCC	Office of the Comptroller of the Currency
OCI	Other Comprehensive Income (Loss)
Parent Company	Citizens Financial Group, Inc. (the Parent Company of Citizens Bank, National Association and other subsidiaries)
PCD	Purchased Credit Deteriorated
ROTCE	Return on Average Tangible Common Equity
RPA	Risk Participation Agreement
RWA	Risk-Weighted Assets
SBA	United States Small Business Administration
SCB	Stress Capital Buffer
SEC	United States Securities and Exchange Commission
SOFR	Secured Overnight Financing Rate
SPE	Special Purpose Entity
TBA	To-Be-Announced Mortgage Security
Tier 1 capital ratio	Tier 1 capital, which includes Common Equity Tier 1 capital plus non-cumulative perpetual preferred equity that qualifies as additional Tier 1 capital, divided by total risk-weighted assets as defined under the U.S. Basel III standardized approach
Tier 1 leverage ratio	Tier 1 capital, which includes Common Equity Tier 1 capital plus non-cumulative perpetual preferred equity that qualifies as additional Tier 1 capital, divided by quarterly adjusted average assets as defined under the U.S. Basel III standardized approach
Total capital ratio	Total capital, which includes Common Equity Tier 1 capital, Tier 1 capital, and allowance for credit losses and qualifying subordinated debt that qualify as Tier 2 capital, divided by total risk-weighted assets as defined under the U.S. Basel III standardized approach
USDA	United States Department of Agriculture
VA	United States Department of Veterans Affairs
VaR	Value at Risk
VIE	Variable Interest Entity

PART I. FINANCIAL INFORMATION
ITEM 2. MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

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FORWARD-LOOKING STATEMENTS

This document contains forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. Any statement that does not describe historical or current facts is a forward-looking statement. These statements often include the words “believes,” “expects,” “anticipates,” “estimates,” “intends,” “plans,” “goals,” “targets,” “initiatives,” “potentially,” “probably,” “projects,” “outlook,” and “guidance”, or similar expressions or future conditional verbs such as “may,” “will,” “likely,” “should,” “would,” and “could.”

Forward-looking statements are based upon the current beliefs and expectations of management and on information currently available to management. Our statements speak as of the date hereof, and we do not assume any obligation to update these statements or to update the reasons why actual results could differ from those contained in such statements in light of new information or future events. We caution you, therefore, against relying on any of these forward-looking statements. They are neither statements of historical fact nor guarantees or assurances of future performance. While there is no assurance that any list of risks and uncertainties or risk factors is complete, important factors that could cause actual results to differ materially from those in the forward-looking statements include the following, without limitation:

- Negative economic, business, and political conditions, including as a result of the interest rate environment, supply chain disruptions, tariffs, inflationary pressures, and labor shortages that adversely affect the general economy, housing prices, the job market, consumer confidence, and spending habits;
- The general state of the economy and employment, as well as general business and economic conditions, and changes in the competitive environment;
- Our capital and liquidity requirements under regulatory standards and our ability to generate capital and liquidity on favorable terms;
- The effect of changes in our credit ratings on our cost of funding, access to capital markets, ability to market our securities, and overall liquidity position;
- The effect of changes in the level of commercial and consumer deposits on our funding costs and net interest margin;
- Our ability to achieve our financial performance goals and execute on our strategic business initiatives, including the continued expansion of Private Bank & Wealth, and our aim to position us as a more innovative, modern, and customer-centric bank;
- The effects of geopolitical instability, including the war in Ukraine and the conflict in the Middle East, on economic and market conditions, inflationary pressures and the interest rate environment, commodity price and foreign exchange rate volatility, and heightened cybersecurity risks;
- Our ability to comply with supervisory requirements and expectations as well as new or amended regulations;
- Liabilities and business restrictions resulting from litigation and regulatory investigations;
- The impact of changes in interest rates on our net interest income, net interest margin, mortgage originations, and mortgage servicing rights, as well as on market liquidity, which could affect our funding sources and ability to originate and distribute financial products in the primary and secondary markets;
- Financial services reform and other current, pending, or future legislation or regulation that could have a negative effect on our revenue and businesses;
- Environmental risks, such as physical or transition risks associated with climate change, and social and governance risks that could adversely affect our reputation, operations, business, and customers;
- A failure in, or breach of, our compliance with laws, as well as operational or security systems or infrastructure, or those of our third-party vendors or other service providers, including as a result of cyberattacks; and
- Management’s ability to identify and manage these and other risks.

In addition to the above factors, we also caution that the actual amounts and timing of any future common stock dividends or share repurchases will be subject to various factors, including our capital position, financial performance, balance sheet growth, market conditions, and regulatory considerations, as well as any other factors that our Board of Directors deems relevant in making such a determination. Therefore, there can be no assurance that we will repurchase shares from, or pay any dividends to, holders of our common stock, or as to the amount of any such repurchases or dividends.

More information about factors that could cause actual results to differ materially from those described in the forward-looking statements can be found in the "Risk Factors" section in Part I, Item 1A of our 2025 Form 10-K.

INTRODUCTION

Citizens Financial Group, Inc., headquartered in Providence, Rhode Island, is one of the nation's oldest and largest financial institutions. We offer a broad range of retail, private banking, wealth management, and commercial banking products and services to individuals, small businesses, middle-market companies, large corporations, and institutions. We help our customers reach their potential by listening to them and by understanding their needs in order to offer tailored advice, ideas, and solutions. In Consumer Banking, we provide an integrated experience that includes mobile and online banking, a full-service customer contact center, and the convenience of approximately 3,000 ATMs and approximately 1,000 branches in 14 states and the District of Columbia. Consumer Banking products and services include a full range of banking, lending, savings, wealth management, and small business offerings. Consumer Banking includes Citizens Private Bank & Wealth, which integrates banking services and wealth management solutions to serve high- and ultra-high-net-worth individuals and families, as well as investors, entrepreneurs, and businesses. In Commercial Banking, we offer a broad complement of financial products and solutions, including lending and leasing, deposit and treasury management services, foreign exchange, interest rate and commodity risk management solutions, as well as loan syndication, corporate finance, merger and acquisition, and debt and equity capital markets capabilities.

At September 30, 2026, we had total assets of $234.5 billion, total deposits of $185.2 billion, and total stockholders' equity of $25.2 billion. In addition, we had total client assets of $67.3 billion, including assets under management of $39.3 billion, representing assets for which continuous and regular supervisory or management services are provided, and transactional assets of $28.0 billion, representing assets for which execution, custody, recordkeeping, reporting, and other services are provided.

The following MD&A is intended to assist readers in their analysis of the accompanying unaudited interim Consolidated Financial Statements and supplemental financial information. It should be read in conjunction with the unaudited interim Consolidated Financial Statements and Notes to Consolidated Financial Statements in Part I, Item 1, as well as other information contained in this document and our 2025 Form 10-K.

EXECUTIVE SUMMARY

This summary highlights select financial information of the Company as well as information regarding certain significant events and transactions occurring during the period. This summary should be read in conjunction with this entire document for a more complete understanding of trends, events, commitments, uncertainties, liquidity, capital resources, and critical accounting policies and estimates. Each of these items, taken individually or collectively, could have an impact on the Company's financial condition, results of operations, and cash flows. For additional information regarding our financial performance and condition, see "Consolidated Statement of Operations Analysis" and "Consolidated Balance Sheet Analysis."

Key Financial Highlights

- Net income of $636 million and $1.7 billion for the three and nine months ended September 30, 2026, respectively, increased $142 million and $437 million, with earnings per diluted common share up $0.36 to $1.41 and up $1.09 to $3.83, compared to the same periods in 2025.
- Net interest income of $1.7 billion and $4.9 billion for the three and nine months ended September 30, 2026, respectively, increased $187 million and $552 million, and net interest margin of 3.18% and 3.16%, respectively, increased 19 basis points and 22 basis points, compared to the same periods in 2025. The increase in net interest income reflects higher interest-earning assets and net interest margin, driven by the benefit of lower terminated swap impacts, fixed-rate asset repricing, and improved funding costs.

- Noninterest income of $647 million and $1.9 billion for the three and nine months ended September 30, 2026, respectively, increased $17 million and $131 million compared to the same periods in 2025. These increases were driven by higher wealth fees and growth across several other fee categories, as well as higher capital markets fees during the nine-month period. These increases were partially offset by lower mortgage banking fees, reflecting lower net MSR valuation results and production fees.
- Noninterest expense of $1.4 billion and $4.2 billion for the three and nine months ended September 30, 2026, respectively, increased $58 million and $197 million compared to the same periods in 2025, driven by salaries and employee benefits reflecting the continued Private Bank & Wealth build-out, with compensation associated with growth in capital markets fees also a driver during the nine-month period.
- Provision expense of $125 million and $399 million for the three and nine months ended September 30, 2026, respectively, decreased $29 million and $72 million compared to the same periods in 2025, reflecting improved loan mix, including reductions in CRE general office, and lower loss-content originations in commercial and residential real estate secured.
- The efficiency ratio of 60.0% and 61.5% for the three and nine months ended September 30, 2026, respectively, compared to 63.0% and 65.2% for the same periods in 2025.
- ROTCE of 15.1% and 13.7% for the three and nine months ended September 30, 2026, respectively, compared to 11.7% and 10.8% for the same periods in 2025.
- Tangible book value per common share was $35.78 at September 30, 2026 compared to $38.07 at December 31, 2025.

See “Non-GAAP Financial Measures” for more information regarding the ROTCE and tangible book value per common share non-GAAP financial measures presented herein.

Share Repurchases

In October 2026, we announced that our Board of Directors increased the capacity of our common share repurchase program to $1.95 billion, an increase of $1.3 billion above the $650 million of capacity remaining under the prior June 2025 authorization. During the three months ended September 30, 2026, the Parent Company repurchased $125 million of its outstanding common stock. See Note 10 and Item 2 for additional information on share repurchase activity.

Preferred Stock

In July 2026, we issued $400 million, or 400,000 shares, of 6.750% Fixed-Rate Reset Non-Cumulative Perpetual Series J Preferred Stock, par value $25 per share with a liquidation preference of $1,000 per share (the “Series J Preferred Stock”). Holders of the Series J Preferred Stock will be entitled to receive dividend payments only when, as, and if declared by our Board of Directors. Dividends are payable quarterly in arrears beginning on January 6, 2027.

The net proceeds from the issuance of the Series J Preferred Stock were used to redeem all outstanding shares of our 4.000% Fixed-Rate Reset Non-Cumulative Perpetual Series G Preferred Stock on October 6, 2026, with remaining proceeds used for general corporate purposes.

For more information regarding our Series J Preferred Stock issuance and Series G Preferred Stock redemption, see Note 10.

Debt Offering

In August 2026, CBNA issued $750 million of fixed-to-floating rate senior notes due 2029. These notes bear interest at a rate of 4.870% per annum to August 9, 2028, and at a rate of compounded SOFR plus 0.778% from August 10, 2028 to, but excluding, the maturity date of August 10, 2029.

Common Stock Dividend

In October 2026, we announced that our Board of Directors declared a quarterly common stock dividend of $0.52 per share, a $0.06, or 13%, increase compared with the prior quarter. The dividend is payable on November 13, 2026 to shareholders of record at the close of business on October 30, 2026.

Regulatory Developments

Capital

In March 2026, the FRB, FDIC, and OCC issued joint proposals to modernize the regulatory capital framework for banking organizations. The first proposal would subject Category I and II banking organizations to a single set of risk-based capital requirements under an expanded risk-based approach ("ERBA") and a revised market risk framework (the "ERBA proposal"). Category III and Category IV banking organizations would be subject to the revised market risk framework if specified thresholds for aggregate trading assets and liabilities are met and would also have the option to adopt the ERBA in its entirety. The second proposal would revise certain elements of the capital rule under the standardized approach (the "revised standardized approach proposal") and would apply to banking organizations that are not classified as Category I or II and have not elected to adopt the ERBA.

The ERBA proposal would introduce differentiated capital requirements based on specified credit risk factors, establish a standardized operational risk requirement aligned with a banking organization's business volume, and implement a revised market risk framework. The proposal would also increase the aggregate trading assets and liabilities threshold for application of the market risk framework from $1 billion to $5 billion for non-Category I and II banking organizations. The revised standardized approach proposal would modify risk-based capital requirements by introducing a broader range of risk weights for residential mortgages based on more granular risk factors and reducing risk weights for certain other exposures. The proposal would also require most elements of AOCI to be recognized in regulatory capital, subject to a five-year transition period. We continue to monitor these proposals and evaluate their potential impact on our regulatory capital ratios.

Deposit Insurance

In June 2026, the FDIC issued a notice of proposed rulemaking to amend its regulations for determining risk-based deposit insurance assessments for insured depository institutions. The proposal would decrease initial base deposit insurance assessment rate schedules by 1 basis point and provide a downward resolution readiness adjustment to assessment rates for large institutions, such as CBNA. The resolution readiness adjustment includes a 0.5 basis point adjustment for passing virtual data room testing and a 0.5 basis point adjustment for providing prescribed data access. We are currently evaluating the proposal to determine the benefit to the Company.

Stress Testing Requirements

In September 2026, the FRB finalized changes to its SCB rule to reduce year-over-year volatility in the regulatory capital requirements that come out of its annual stress test. Under the final rule, a firm's SCB requirement will be based on the average results of the two most recent annual supervisory stress tests for firms subject to the stress test each year. Category IV firms will be subject to results averaging only if they elect or are required to participate in consecutive supervisory stress tests. Averaging will begin with SCB requirements calculated in 2028, which take effect on January 1, 2029. The final rule also moves the annual effective date of the SCB requirement from October 1 to January 1 of the following year, which gives firms more time to comply with updated requirements. The final rule takes effect on December 1, 2026.

In September 2026, the FRB also finalized changes to make its supervisory stress testing framework more transparent and publicly accountable. The final rule requires the FRB to seek public comment each year on its stress test scenarios and any material model changes. It also updates the framework the FRB uses to design scenarios, adopts the models for the 2027 stress test, and adjusts the stress test calendar. The final rule takes effect on November 2, 2026.

CONSOLIDATED STATEMENT OF OPERATIONS ANALYSIS

Net Interest Income

Net interest income is our largest source of revenue and is the difference between the interest earned on interest-earning assets (generally loans and investment securities) and the interest expense incurred in connection with interest-bearing liabilities (generally deposits and borrowed funds). The level of net interest income is primarily a function of the difference between the effective yield on our average interest-earning assets and the effective cost of our average interest-bearing liabilities. Factors that influence our net interest income include, but are not limited to, the pricing and mix of interest-earning assets and interest-bearing liabilities which, in turn, are impacted by external factors such as economic conditions, competition for loans and deposits, the monetary policy of the FRB, and market interest rates. For further discussion, refer to the “Market Risk” section of our 2025 Form 10-K.

The following tables present the major components of our net interest income. Average balance represents amortized cost, excluding the unamortized basis adjustments related to the transfer of certain HTM securities from AFS. The yield/rate is based on annualized interest income or expense for the periods presented and includes the impact of hedging activities associated with the respective asset and liability categories.

Table 1: Major Components of Net Interest Income

	Three Months Ended September 30,						Change	
	2026			2025				
(dollars in millions)	Average Balance	Income/ Expense	Yield/ Rate	Average Balance	Income/ Expense	Yield/ Rate	Average Balance	Yield/ Rate (bps)
Assets								
Interest-bearing cash and due from banks and deposits in banks	$10,941	$103	3.66 %	$9,015	$97	4.24 %	$1,926	(58) bps
Taxable investment securities	49,210	462	3.75	46,452	433	3.71	2,758	4
Non-taxable investment securities	1	—	2.60	1	—	2.60	—	—
Total investment securities	49,211	462	3.75	46,453	433	3.71	2,758	4
Commercial and industrial	53,179	750	5.53	46,351	581	4.91	6,828	62
Commercial real estate	23,741	332	5.47	25,799	380	5.76	(2,058)	(29)
Total commercial	76,920	1,082	5.51	72,150	961	5.21	4,770	30
Residential mortgages	36,604	381	4.16	34,134	339	3.98	2,470	18
Home equity	20,571	334	6.45	18,027	322	7.07	2,544	(62)
Automobile	1,317	16	4.91	3,096	35	4.44	(1,779)	47
Education	7,973	124	6.16	8,513	129	5.98	(540)	18
Other retail	3,969	97	9.70	4,091	111	10.92	(122)	(122)
Total retail	70,434	952	5.38	67,861	936	5.49	2,573	(11)
Total loans and leases	147,354	2,034	5.45	140,011	1,897	5.35	7,343	10
Loans held for sale	1,436	22	5.92	2,119	31	5.73	(683)	19
Total interest-earning assets	208,942	2,621	4.96	197,598	2,458	4.92	11,344	4
Noninterest-earning assets	22,308			21,519			789	
Total assets	$231,250			$219,117			$12,133	
Liabilities and Stockholders' Equity								
Checking with interest	$38,684	$142	1.46 %	$34,748	$134	1.54 %	$3,936	(8)
Savings	22,923	56	0.98	25,001	86	1.36	(2,078)	(38)
Money market	61,115	395	2.57	57,783	411	2.82	3,332	(25)
Time	20,447	174	3.37	20,355	185	3.61	92	(24)
Total interest-bearing deposits	143,169	767	2.13	137,887	816	2.35	5,282	(22)
Short-term borrowed funds	1,627	12	2.86	589	5	2.91	1,038	(5)
Long-term borrowed funds	14,041	167	4.73	11,643	149	5.11	2,398	(38)
Total borrowed funds	15,668	179	4.54	12,232	154	5.01	3,436	(47)
Total interest-bearing liabilities	158,837	946	2.37	150,119	970	2.56	8,718	(19)
Noninterest-bearing demand deposits	40,567			38,070			2,497	
Other noninterest-bearing liabilities	5,917			5,387			530	
Total liabilities	205,321			193,576			11,745	
Stockholders' equity	25,929			25,541			388	
Total liabilities and stockholders' equity	$231,250			$219,117			$12,133	
Interest rate spread			2.59 %			2.36 %		23
Net interest income and net interest margin		$1,675	3.18 %		$1,488	2.99 %		19
Net interest income and net interest margin, FTE[(1)]		$1,678	3.19 %		$1,492	3.00 %		19
Memo: Total deposits (interest-bearing and noninterest-bearing demand)	$183,736	$767	1.66 %	$175,957	$816	1.84 %	$7,779	(18) bps

(dollars in millions)	Nine Months Ended September 30, 2026 Average Balance	2026 Income/ Expense	2026 Yield/ Rate	2025 Average Balance	2025 Income/ Expense	2025 Yield/ Rate	Change Average Balance	Change Yield/ Rate (bps)
Assets:								
Interest-bearing cash and due from banks and deposits in banks	$10,623	$297	3.68 %	$8,445	$278	4.35 %	$2,178	(67) bps
Taxable investment securities	48,084	1,332	3.69	46,354	1,279	3.68	1,730	1
Non-taxable investment securities	1	—	2.60	1	—	2.60	—	—
Total investment securities	48,085	1,332	3.69	46,355	1,279	3.68	1,730	1
Commercial and industrial	51,856	2,101	5.34	44,972	1,645	4.83	6,884	51
Commercial real estate	24,156	993	5.42	26,429	1,151	5.74	(2,273)	(32)
Total commercial	76,012	3,094	5.37	71,401	2,796	5.16	4,611	21
Residential mortgages	35,833	1,101	4.10	33,480	984	3.92	2,353	18
Home equity	19,898	960	6.45	17,338	923	7.11	2,560	(66)
Automobile	1,689	60	4.78	3,727	123	4.41	(2,038)	37
Education	8,198	375	6.12	9,280	405	5.83	(1,082)	29
Other retail	4,015	296	9.86	4,285	346	10.83	(270)	(97)
Total retail	69,633	2,792	5.36	68,110	2,781	5.45	1,523	(9)
Total loans and leases	145,645	5,886	5.36	139,511	5,577	5.31	6,134	5
Loans held for sale	1,553	69	5.87	2,023	83	5.45	(470)	42
Total interest-earning assets	205,906	7,584	4.89	196,334	7,217	4.88	9,572	1
Noninterest-earning assets	22,365			21,372			993	
Total assets	$228,271			$217,706			$10,565	
Liabilities and Stockholders' Equity:								
Checking with interest	$38,120	$396	1.39 %	$33,770	$367	1.45 %	$4,350	(6)
Savings	23,596	185	1.05	25,430	260	1.36	(1,834)	(31)
Money market	60,520	1,119	2.47	55,656	1,144	2.75	4,864	(28)
Time	20,747	529	3.40	22,093	642	3.89	(1,346)	(49)
Total interest-bearing deposits	142,983	2,229	2.08	136,949	2,413	2.36	6,034	(28)
Short-term borrowed funds	1,028	25	3.17	729	22	3.85	299	(68)
Long-term borrowed funds	12,753	462	4.82	12,263	466	5.07	490	(25)
Total borrowed funds	13,781	487	4.70	12,992	488	5.00	789	(30)
Total interest-bearing liabilities	156,764	2,716	2.31	149,941	2,901	2.58	6,823	(27)
Noninterest-bearing demand deposits	39,916			37,326			2,590	
Other noninterest-bearing liabilities	5,596			5,618			(22)	
Total liabilities	202,276			192,885			9,391	
Stockholders' equity	25,995			24,821			1,174	
Total liabilities and stockholders' equity	$228,271			$217,706			$10,565	
Interest rate spread			2.58 %			2.30 %		28
Net interest income and net interest margin		$4,868	3.16 %		$4,316	2.94 %		22
Net interest income and net interest margin, FTE[1]		$4,877	3.17 %		$4,328	2.95 %		22
Memo: Total deposits (interest-bearing and noninterest-bearing demand)	$182,899	$2,229	1.63 %	$174,275	$2,413	1.85 %	$8,624	(22) bps

[1] Net interest income and net interest margin on an FTE basis are non-GAAP financial measures. See "Non-GAAP Financial Measures" for more information.

Net interest income increased $187 million and $552 million for the three and nine months ended September 30, 2026, respectively, and net interest margin increased 19 basis points and 22 basis points, compared to the same periods in 2025. The increase in net interest income reflects higher interest-earning assets and net interest margin, driven by the benefit of lower terminated swap impacts, fixed-rate asset repricing, and improved funding costs.

Average interest-earning assets increased $11.3 billion and $9.6 billion for the three and nine months ended September 30, 2026, respectively, compared to the same periods in 2025, driven by an increase in total loans and leases, cash held in interest-bearing deposits, and investment securities.

Average deposits increased $7.8 billion and $8.6 billion for the three and nine months ended September 30, 2026, respectively, compared to the same periods in 2025, driven primarily by growth in the Private Bank and in commercial.

Average total borrowed funds increased $3.4 billion and $789 million for the three and nine months ended September 30, 2026, respectively, compared to the same periods in 2025, driven primarily by an increase in FHLB advances, partially offset by a decline in auto collateralized borrowings, given paydowns.

Noninterest Income

The following table presents the components of noninterest income:

Table 2: Noninterest Income

	Three Months Ended September 30,				Nine Months Ended September 30,			
(dollars in millions)	2026	2025	Change	Percent	2026	2025	Change	Percent
Service charges and fees	$120	$112	$8	7 %	$349	$332	$17	5 %
Capital markets fees	149	166	(17)	(10)	436	371	65	18
Wealth fees	109	93	16	17	311	262	49	19
Card fees	90	87	3	3	262	260	2	1
Mortgage banking fees	35	49	(14)	(29)	119	181	(62)	(34)
Foreign exchange and derivative products	49	42	7	17	140	122	18	15
Letter of credit and loan fees	54	48	6	13	156	137	19	14
Securities gains, net	11	2	9	NM	24	14	10	71
Other income[(1)]	30	31	(1)	(3)	108	95	13	14
Noninterest income	$647	$630	$17	3 %	$1,905	$1,774	$131	7 %

[(1)] Includes bank-owned life insurance income and other income for all periods presented.

The primary drivers for the change in noninterest income for the three and nine months ended September 30, 2026, compared to the same periods in 2025, are described below:

- Capital markets fees increased during the nine-month period on higher M&A, loan syndication, and bond and equity underwriting fees, but declined during the three-month period, reflecting lower fees from these same activities;
- Wealth fees increased driven primarily by growth in assets under management, reflecting net inflows and market appreciation; and
- Mortgage banking fees decreased reflecting lower net MSR valuation results and production fees, partially offset by higher servicing revenue.

Noninterest Expense

The following table presents the components of noninterest expense:

Table 3: Noninterest Expense

	Three Months Ended September 30,				Nine Months Ended September 30,			
(dollars in millions)	2026	2025	Change	Percent	2026	2025	Change	Percent
Salaries and employee benefits	$750	$705	$45	6 %	$2,253	$2,082	$171	8 %
Equipment and software	202	197	5	3	594	584	10	2
Outside services	174	161	13	8	510	485	25	5
Occupancy	107	106	1	1	329	326	3	1
Other operating expense	160	166	(6)	(4)	479	491	(12)	(2)
Noninterest expense	$1,393	$1,335	$58	4 %	$4,165	$3,968	$197	5 %

The primary drivers for the change in noninterest expense for the three and nine months ended September 30, 2026, compared to the same periods in 2025, are described below:

- Salaries and employee benefits increased during the three- and nine-month periods, reflecting the continued Private Bank & Wealth build-out, with compensation associated with growth in capital markets fees also a driver during the nine-month period;
- Outside services increased primarily driven by costs to implement our *Reimagine the Bank* program, which leverages technology innovation to reshape how we serve customers and operate our business; and
- Other operating expense declined during the nine-month period reflecting lower FDIC deposit insurance costs.

Provision for Credit Losses

The provision for credit losses is the result of a detailed analysis performed to estimate our ACL. The total provision for credit losses includes the provision for loan and lease losses and the provision for unfunded commitments. Refer to “Risk Management – Credit Risk” for more information.

Provision expense of $125 million and $399 million for the three and nine months ended September 30, 2026, respectively, compared with a provision of $154 million and $471 million for the same periods in 2025, reflecting improved loan mix, including reductions in CRE general office, and lower loss-content originations in commercial and residential real estate secured.

Income Tax Expense

Income tax expense of $168 million and $469 million increased $33 million and $121 million for the three and nine months ended September 30, 2026, respectively, compared to the same periods in 2025, with higher pretax income the primary driver. The effective income tax rate of 20.9% and 21.2% for the three and nine months ended September 30, 2026, respectively, compared with 21.4% and 21.1% for the same periods in 2025. The three-month decrease is driven by the recognition of discrete tax benefits. Provision for income taxes is calculated by applying the estimated annual effective tax rate to year-to-date pretax income, adjusting for discrete items that occurred during the period.

CONSOLIDATED BALANCE SHEET ANALYSIS

Securities

The following table presents the major components of securities at amortized cost and fair value:

Table 4: Amortized Cost and Fair Value of Securities

	September 30, 2026		December 31, 2025	
(dollars in millions)	Amortized Cost[1]	Fair Value	Amortized Cost[1]	Fair Value
U.S. Treasury and other	$4,736	$4,573	$3,163	$3,123
State and political subdivisions	1	1	1	1
Mortgage-backed securities:				
Federal agencies and U.S. government sponsored entities	33,999	31,254	33,379	32,220
Other/non-agency	163	162	268	264
Total mortgage-backed securities	34,162	31,416	33,647	32,484
Collateralized loan obligations	40	40	89	89
Total debt securities available for sale	$38,939	$36,030	$36,900	$35,697
Mortgage-backed securities:				
Federal agencies and U.S. government sponsored entities	$8,024	$6,780	$7,595	$6,812
Total mortgage-backed securities	8,024	6,780	7,595	6,812
Asset-backed securities	274	272	338	338
Total debt securities held to maturity	$8,298	$7,052	$7,933	$7,150
Total debt securities available for sale and held to maturity	$47,237	$43,082	$44,833	$42,847
Equity securities, at cost[2]	$1,067	$1,067	$807	$807
Equity securities, at fair value[2]	412	412	317	317

[1] Excludes portfolio level basis adjustments of $(141) million and $17 million, respectively, for securities designated in active fair value hedge relationships under the portfolio layer method at September 30, 2026 and December 31, 2025.
[2] Included in Other assets in the Consolidated Balance Sheets.

The primary objective of our securities portfolio is to provide a readily available source of liquidity. The portfolio primarily includes high-quality and highly liquid investments that reflect our ongoing commitment to maintain strong contingent liquidity levels and pledging capacity.

As of September 30, 2026, U.S. Treasuries and mortgage-backed securities issued by GNMA and GSEs represented 99% of the fair value of our debt securities portfolio, with approximately $40.0 billion of unencumbered high-quality liquid securities serving as potential collateral for borrowings from the FHLB, FRB discount window, and the Fixed Income Clearing Corporation bilateral repurchase agreement market.

For further discussion of the use of our securities as liquidity collateral, see the “Liquidity Risk” section in this report. For further discussion of liquidity requirements, see “Regulation and Supervision – Liquidity Requirements” in our 2025 Form 10-K.

We manage our securities portfolio duration and convexity risk through asset selection and securities structure, and maintain duration levels within our risk appetite in the context of our broader interest rate risk framework and limits. As of September 30, 2026, the portfolio’s average effective duration, including hedging actions to reduce duration, was 4.6 years compared with 3.8 years as of December 31, 2025.

Loans and Leases

The following table presents loans and leases, excluding LHFS:

Table 5: Composition of Loans and Leases, Excluding LHFS

(dollars in millions)	September 30, 2026	December 31, 2025	Change	Percent
Commercial and industrial	$53,889	$49,232	$4,657	9 %
Commercial real estate	23,334	24,580	(1,246)	(5)
Total commercial	77,223	73,812	3,411	5
Residential mortgages	37,036	35,024	2,012	6
Home equity	20,926	19,069	1,857	10
Automobile	1,170	2,310	(1,140)	(49)
Education	7,969	8,416	(447)	(5)
Other retail	3,903	4,061	(158)	(4)
Total retail	71,004	68,880	2,124	3
Total loans and leases	$148,227	$142,692	$5,535	4 %

The increase in total loans and leases as of September 30, 2026 compared to December 31, 2025 reflects a $3.4 billion increase in commercial driven by net new money originations in corporate banking and higher line of credit utilization, partially offset by CRE paydowns. Retail reflects a $2.1 billion increase driven by growth in home equity and mortgage, including the Private Bank, partially offset by runoff of the auto loan portfolio.

Deposits

The following table presents the composition of deposits:

Table 6: Composition of Deposits

(dollars in millions)	September 30, 2026	% of Total Deposits	December 31, 2025	% of Total Deposits
Noninterest-bearing demand	$40,916	22 %	$40,417	22 %
Checking with interest	38,526	21	37,428	20
Savings	22,424	12	24,353	13
Money market	63,379	34	60,062	33
Time	19,983	11	21,053	12
Total deposits	$185,228	100 %	$183,313	100 %

Total deposits as of September 30, 2026 increased compared to December 31, 2025, reflecting growth in the Private Bank.

The following table presents an analysis of estimated insured/secured deposits as a percentage of total deposits:

Table 7: Uninsured and Insured/Secured Deposits

(dollars in millions)	September 30, 2026	December 31, 2025
Estimated uninsured deposits[1]	$90,005	$86,877
Less: Uninsured affiliate deposits eliminated in consolidation	12,560	11,555
Less: Preferred deposits[1][2]	6,497	6,923
CFG adjusted estimated uninsured deposits, excluding preferred deposits	70,948	68,399
Total estimated insured/secured deposits	$114,280	$114,914
Insured/secured deposits to total deposits	62 %	63 %

[1] As reported on CBNA's Call Report.
[2] Represents uninsured deposits of states and political subdivisions that are secured or collateralized as required under state law.

Insured/secured deposit balances continue to be relatively stable as of September 30, 2026 compared to December 31, 2025. The decrease in the insured/secured deposits percentage during 2026 reflects growth in the Private Bank and a decrease in insured Treasury brokered deposits as we continued to optimize our deposit mix.

Borrowed Funds

Total borrowed funds of $17.8 billion as of September 30, 2026 increased $6.6 billion compared to December 31, 2025, driven by an increase in FHLB advances and senior debt, partially offset by a decline in secured borrowings collateralized by auto loans as the associated portfolio runs off. For more information regarding our borrowed funds, see “Liquidity Risk” and Note 7.

BUSINESS SEGMENTS

We have two reportable business segments: Consumer Banking and Commercial Banking. The business segments are determined based on the products and services provided, or the type of customer served. Each business segment is managed by a segment head who reports, directly or indirectly, to the Chief Executive Officer, who has final authority for resource allocation and performance assessment. The business segments reflect this management structure and the manner in which financial information is currently evaluated by the Chief Executive Officer. See Note 16 for more information regarding our business segments.

The following tables present certain financial data of our reportable business segments. Total reportable business segment financial results differ from total consolidated financial results. These differences are reflected in Other non-segment operations, consisting primarily of treasury and community development, and include assets, liabilities, capital, revenues, provision (benefit) for credit losses, expenses, and income tax expense (benefit) not attributed to the Company’s reportable business segments.

Table 8: Selected Financial Data for Business Segments

	Three Months Ended September 30,			
	Consumer Banking		Commercial Banking	
(dollars in millions)	2026	2025	2026	2025
Net interest income	$1,393	$1,262	$481	$448
Noninterest income	317	311	285	286
Total revenue	1,710	1,573	766	734
Noninterest expense	1,015	979	333	333
Profit (loss) before credit losses	695	594	433	401
Net charge-offs	74	81	62	78
Income (loss) before income tax expense (benefit)	621	513	371	323
Income tax expense (benefit)	160	130	84	75
Net income (loss)	$461	$383	$287	$248
Average Balances:				
Total assets	$87,563	$80,729	$69,091	$66,134
Total loans and leases[1]	80,783	74,274	65,485	62,905
Deposits	135,629	128,547	45,396	44,482
Interest-earning assets	81,400	74,870	66,725	63,719

(dollars in millions)	Nine Months Ended September 30,			
	Consumer Banking		Commercial Banking	
	2026	2025	2026	2025
Net interest income	$4,050	$3,673	$1,404	$1,328
Noninterest income	930	937	840	733
Total revenue	4,980	4,610	2,244	2,061
Noninterest expense	3,059	2,896	993	977
Profit (loss) before credit losses	1,921	1,714	1,251	1,084
Net charge-offs	217	248	189	239
Income (loss) before income tax expense (benefit)	1,704	1,466	1,062	845
Income tax expense (benefit)	439	371	252	195
Net income (loss)	$1,265	$1,095	$810	$650
Average Balances:				
Total assets	$85,592	$79,040	$68,819	$65,931
Total loans and leases[(1)]	78,821	72,588	65,496	62,801
Deposits	135,168	127,193	44,938	43,056
Interest-earning assets	79,433	73,176	66,410	63,485

[(1)] Includes LHFS.

Consumer Banking

Net interest income increased $131 million and $377 million for the three and nine months ended September 30, 2026, respectively, compared to the same periods in 2025, driven by higher net interest margin and growth in average interest-earning assets.

Noninterest income increased $6 million for the three months ended September 30, 2026 and decreased $7 million for the nine months ended September 30, 2026, compared to the same periods in 2025. Both periods reflect higher wealth fees, primarily from growth in assets under management driven by net inflows and market appreciation. They also reflect lower mortgage banking fees, as lower net MSR valuation results and production fees were partially offset by higher servicing revenue.

Noninterest expense increased $36 million and $163 million for the three and nine months ended September 30, 2026, respectively, compared to the same periods in 2025, primarily driven by salaries and employee benefits reflecting the continued Private Bank & Wealth build-out.

Net charge-offs decreased $7 million and $31 million for the three and nine months ended September 30, 2026, respectively, compared to the same periods in 2025, driven by other retail during the three-month period, and other retail and education during the nine-month period.

Commercial Banking

Net interest income increased $33 million and $76 million for the three and nine months ended September 30, 2026, respectively, compared to the same periods in 2025, driven by higher net interest margin and growth in average interest-earning assets.

Noninterest income was stable for the three months ended September 30, 2026 and increased $107 million for the nine months ended September 30, 2026, compared to the same periods in 2025. The increase during the nine-month period was driven by capital markets fees reflecting higher M&A, loan syndication, and bond and equity underwriting fees.

Noninterest expense was stable for the three months ended September 30, 2026 and increased $16 million for the nine months ended September 30, 2026, compared to the same periods in 2025, primarily driven by salaries and benefits reflecting compensation associated with growth in capital markets fees.

Net charge-offs decreased $16 million and $50 million for the three and nine months ended September 30, 2026, respectively, compared to the same periods in 2025, driven by CRE, partially offset by an increase in commercial and industrial.

RISK MANAGEMENT

We are committed to maintaining a strong, integrated, and proactive approach to the management of all risks to which we are exposed in pursuit of our business objectives. A key aspect of our Board's responsibility as the main decision-making body is setting our risk appetite to ensure that the level of risk that we are willing to accept in the attainment of our strategic business and financial objectives is clearly understood.

To enable our Board to carry out its objectives, it has delegated authority for risk management activities, as well as governance and oversight of those activities, to a number of Board and executive management level risk committees. The Executive Risk Committee, chaired by the Chief Risk Officer, is responsible for oversight of risk across the enterprise and actively considers our inherent material risks, analyzes our overall risk profile, and seeks confirmation that the risks are being appropriately identified, assessed, and mitigated. Reporting to the Executive Risk Committee are the following committees covering specific areas of risk: Compliance and Operational Risk, Model Risk, Credit Policy, Asset Liability, Business Initiatives Review, and Conduct and Ethics.

There have been no significant changes in our risk management practices, risk framework, risk appetite, or credit risk management as described in "Risk Management" in our 2025 Form 10-K.

Credit Risk

Credit risk represents the potential for loss arising from the failure of a customer, counterparty, or issuer to perform in accordance with the contractual terms of an obligation. While the majority of our credit risk is associated with lending activities, we do engage with other financial counterparties for a variety of purposes including investing, asset and liability management, and trading activities. Given the financial impact of credit risk on our earnings and balance sheet, the assessment, approval, and management of credit risk represents a significant part of our overall risk management responsibility.

Our independent Credit Risk Function is responsible for reviewing and approving the credit risk appetite across all lines of business and credit products, approving larger and higher-risk credit transactions, monitoring portfolio performance, identifying problem credit exposures, and ensuring remedial management. Credit Risk actively monitors and manages concentrations of loan limits, loan types, industries, and geographies to ensure that our risk appetite is well balanced to achieve our goals.

We employ a comprehensive and integrated risk control program to proactively identify, measure, monitor, and mitigate existing and emerging credit risks across the credit life cycle including origination, account/portfolio management, and loss mitigation and recovery. For more information regarding our credit risk management practices, see "Credit Risk" in our 2025 Form 10-K.

Consumer

Our retail banking portfolio is comprised of five categories of loans: residential mortgages, home equity, education, automobile, and other retail.

As discussed in our 2025 Form 10-K, we utilize LTV, along with other credit attributes, as part of our overall risk management analysis and monitoring of our real estate secured portfolio, as it is an important measure of collateral quality and potential loss severity. While LTV is primarily utilized at origination for underwriting purposes, we continue to monitor LTV distribution and trends to evaluate collateral risk and sensitivity to changes in property values.

LTV information on our outstanding residential mortgage and home equity portfolios is updated quarterly based on relevant home price indices. LTV is the ratio of the loan's outstanding principal balance to the current property value estimate. For home equity and second mortgages, CLTV is the ratio of the first mortgage original principal balance and the second lien outstanding principal balance combined to the current property value estimate. The weighted-average CLTV for our real estate secured portfolio was 50% as of September 30, 2026 and December 31, 2025.

Commercial

Our commercial banking portfolio consists of traditional commercial and industrial loans, commercial leases, and commercial real estate loans.

As discussed in our 2025 Form 10-K, we utilize internal risk ratings to monitor credit quality for commercial loans and leases. Criticized balances include loans with an internal risk rating of Special Mention, Substandard Accrual, or Nonaccrual. Total commercial criticized balances of $5.4 billion at September 30, 2026 decreased from $6.3 billion at December 31, 2025. For more information on internal risk ratings and the distribution of commercial loans and leases by vintage date and internal risk rating, see Note 4. In addition, see discussion of criticized balances below for our commercial and industrial and CRE portfolios.

Commercial and Industrial

The commercial and industrial portfolio includes both loans and leases made to commercial customers for use in normal business operations to finance working capital needs, equipment purchases, capital call facilities, or other projects/acquisitions. Commercial and industrial criticized balances of $2.4 billion at September 30, 2026 decreased from $2.6 billion at December 31, 2025 as repayments, upgrades, and charge-offs outpaced downgrades.

The following table presents our commercial and industrial loan portfolio by industry sector:

Table 9: Commercial and Industrial Loans by Industry Sector

	September 30, 2026		December 31, 2025	
(dollars in millions)	Balance	% of Total Loans and Leases	Balance	% of Total Loans and Leases
Industry sector				
Finance and insurance				
Capital call facilities	$10,480	7 %	$8,579	6 %
Secured private credit finance	4,462	3	3,963	3
Other finance and insurance	6,013	4	4,633	3
Other manufacturing	3,432	2	3,604	3
Technology	3,428	2	3,203	2
Accommodation and food services	2,094	1	2,044	1
Health, pharma, and social assistance	2,550	2	2,368	2
Professional, scientific, and technical services	2,515	2	2,407	2
Energy and related	1,978	1	1,816	1
Other services	2,305	2	2,419	2
Wholesale trade	2,851	2	2,604	2
Retail trade	1,822	1	1,744	1
Arts, entertainment, and recreation	1,550	1	1,683	1
Administrative and waste management	1,632	1	1,486	1
Automotive	1,005	1	1,245	1
Rental and leasing	1,897	1	1,257	1
Consumer products manufacturing	606	1	717	1
Other	3,269	2	3,460	2
Total commercial and industrial	$53,889	36 %	$49,232	35 %

Commercial Real Estate

The CRE portfolio consists of both commercial property and construction loans that support a wide range of property development and investment activities including, but not limited to, multifamily, office spaces, industrial facilities, and retail shopping centers. Commercial real estate criticized balances of $3.0 billion at September 30, 2026 decreased from $3.7 billion at December 31, 2025 as repayments, upgrades, and charge-offs outpaced downgrades. Approximately 97% of CRE loans remain current on payments as of September 30, 2026.

The following table presents our CRE loan portfolio by property type and state:

Table 10: Commercial Real Estate by Property Type and State

(dollars in millions)	September 30, 2026 Balance	September 30, 2026 % of Total Loans and Leases	December 31, 2025 Balance	December 31, 2025 % of Total Loans and Leases
Property type				
Multifamily	$8,466	6 %	$9,196	6 %
Office				
Credit tenant lease and life sciences[1]	1,701	1	2,043	1
Other general office	1,947	1	2,416	2
Industrial	1,988	2	2,369	2
Retail	2,611	2	2,714	2
Co-op	1,671	1	1,771	1
Data center	1,544	1	736	1
Hospitality	306	—	331	—
Other	3,100	2	3,004	2
Total commercial real estate	$23,334	16 %	$24,580	17 %
State				
New York	$6,033	4 %	$6,238	4 %
New Jersey	2,758	2	2,899	2
Pennsylvania	1,904	1	2,166	2
California	3,120	2	2,775	2
Massachusetts	1,503	1	1,638	1
Texas	1,048	1	1,244	1
Florida	673	1	960	1
Other Southeast[2]	1,795	1	2,265	1
Other	4,500	3	4,395	3
Total commercial real estate	$23,334	16 %	$24,580	17 %

[1] Credit tenant lease includes loans to nationally recognized tenants with high credit ratings and life sciences includes loans to provide lab and office space for tenants involved in the study and development of scientific discoveries.
[2] Includes Georgia, Maryland, North Carolina, South Carolina, and Virginia.

Loan Asset Quality

Delinquency

We utilize credit scores provided by FICO and payment and delinquency status, among other data points, to monitor credit quality for retail loans. FICO credit scores represent current and historical national industry-wide consumer level credit performance data, which management believes are the strongest indicator of potential credit losses over the contractual life of the loan and a good predictor of a borrower's future payment performance. A loan's past due status is determined based on its contractual repayment terms or, if modified, based on its restructured terms.

The following table presents an aging analysis of accruing and nonaccrual loans for our retail loan portfolio:

Table 11: Retail Loan Portfolio Analysis

	September 30, 2026					December 31, 2025				
		Days Past Due and Accruing					Days Past Due and Accruing			
	Current	30-59	60-89	90+	Nonaccrual	Current	30-59	60-89	90+	Nonaccrual
Residential mortgages	98.63 %	0.20 %	0.12 %	0.42 %	0.63 %	98.64 %	0.27 %	0.13 %	0.40 %	0.56 %
Home equity	97.89	0.43	0.15	—	1.53	97.67	0.50	0.15	0.01	1.67
Automobile	94.36	2.91	1.11	—	1.62	95.37	2.55	0.87	—	1.21
Education	99.04	0.40	0.28	0.03	0.25	99.12	0.43	0.19	0.02	0.24
Other retail	97.98	0.69	0.46	—	0.87	97.44	0.86	0.57	—	1.13
Total retail	98.36 %	0.36 %	0.18 %	0.22 %	0.88 %	98.26 %	0.46 %	0.19 %	0.21 %	0.88 %

Loans that are 90 days or more past due and accruing are not placed on nonaccrual status and continue to accrue interest if they are (i) adequately secured by collateral, in the process of collection, and reasonably expected to be restored to current status, (ii) managed in homogeneous portfolios with specified charge-off timeframes adhering to regulatory guidelines, or (iii) insured or guaranteed by a U.S. government agency.

For more information on the aging of accruing and nonaccrual retail loans and the distribution of retail loans by vintage date and FICO score, see Note 4.

Nonperforming Assets

Nonaccrual loans and leases are those on which the accrual of interest is suspended and exclude LHFS, loans insured or guaranteed by a U.S. government agency, and loans accounted for at fair value. For more information on nonaccrual loans and leases, see Note 4.

The following table presents nonaccrual loans and leases:

Table 12: Nonaccrual Loans and Leases

(dollars in millions)	September 30, 2026	December 31, 2025	Change	Percent
Commercial and industrial	$255	$277	($22)	(8) %
Commercial real estate	578	618	(40)	(6)
Total commercial	833	895	(62)	(7)
Residential mortgages	234	196	38	19
Home equity	321	319	2	1
Automobile	19	28	(9)	(32)
Education	20	20	—	—
Other retail	34	46	(12)	(26)
Total retail	628	609	19	3
Nonaccrual loans and leases	$1,461	$1,504	($43)	(3 %)
Nonaccrual loans and leases to total loans and leases	0.99 %	1.05 %	(6 bps)	
Allowance for loan and lease losses to nonaccrual loans and leases	130	129	1 %	
Allowance for credit losses to nonaccrual loans and leases	149	145	4 %	

Nonaccrual loans and leases as of September 30, 2026 declined compared to December 31, 2025, driven by improvement in commercial, partially offset by an increase in retail primarily driven by mortgage.

Other real estate owned consists of property acquired through foreclosure or other proceedings and totaled $17 million and $19 million, respectively, as of September 30, 2026 and December 31, 2025.

Allowance for Credit Losses

The ACL, comprised of the ALLL and the allowance for unfunded lending commitments, is maintained at a level the Company believes to be appropriate to absorb expected lifetime credit losses over the contractual life of a loan or lease and on unfunded lending commitments, inclusive of recoveries. For additional information regarding the ACL, see “Critical Accounting Estimates – Allowance for Credit Losses” and Note 4 in this report, and Note 4 in our 2025 Form 10-K.

The following table presents the ACL and associated coverage ratio for our loan and lease portfolios:

Table 13: Allocation of the ACL and Related Coverage Ratios by Portfolio

	September 30, 2026				December 31, 2025			
(dollars in millions)	Loans and Leases	Allowance	Coverage Ratio	% of Total Loans and Leases[1]	Loans and Leases	Allowance	Coverage Ratio	% of Total Loans and Leases[1]
Allowance for Loan and Lease Losses								
Commercial and industrial	$53,889	$500	0.93 %	36 %	$49,232	$508	1.03 %	35 %
Commercial real estate	23,334	546	2.34	16	24,580	550	2.24	17
Total commercial	77,223	1,046	1.35	52	73,812	1,058	1.43	52
Residential mortgages	37,036	228	0.62	25	35,024	225	0.64	25
Home equity	20,926	130	0.62	14	19,069	126	0.66	13
Automobile	1,170	5	0.46	1	2,310	10	0.42	2
Education	7,969	259	3.25	5	8,416	261	3.10	6
Other retail	3,903	237	6.08	3	4,061	263	6.48	3
Total retail	71,004	859	1.21	48	68,880	885	1.28	48
Total loans and leases	$148,227	$1,905	1.29 %	100 %	$142,692	$1,943	1.36 %	100 %
Allowance for Unfunded Lending Commitments								
Commercial[2]		$218	1.64 %			$194	1.70 %	
Retail[3]		49	1.28			46	1.35	
Total allowance for unfunded lending commitments		267				240		
Allowance for credit losses	$148,227	$2,172	1.47 %		$142,692	$2,183	1.53 %	

[1] Represents the percentage of each loan category to total loans and leases.
[2] Coverage ratio includes total commercial allowance for unfunded lending commitments and total commercial allowance for loan and lease losses in the numerator and total commercial loans and leases in the denominator.
[3] Coverage ratio includes total retail allowance for unfunded lending commitments and total retail allowance for loan losses in the numerator and total retail loans in the denominator.

The ACL as of September 30, 2026 decreased $11 million compared to December 31, 2025, reflecting improved loan mix given reductions in CRE general office and runoff of certain retail portfolios. These factors were partially offset by economic uncertainty and targeted risk concerns.

The following tables present the net charge-off ratio for our loan and lease portfolios:

Table 14: Ratio of Net Charge-Offs to Average Loans and Leases

	Three Months Ended September 30,					
	2026			2025		
(dollars in millions)	Net Charge-Offs	Average Balance	Ratio	Net Charge-Offs	Average Balance	Ratio
Commercial and industrial	$41	$53,179	0.31 %	$30	$46,351	0.26 %
Commercial real estate	32	23,741	0.54	55	25,799	0.85
Total commercial	73	76,920	0.38	85	72,150	0.47
Residential mortgages	—	36,604	—	—	34,134	—
Home equity	—	20,571	—	(3)	18,027	(0.06)
Automobile	1	1,317	0.18	4	3,096	0.43
Education	20	7,973	1.01	20	8,513	0.92
Other retail	43	3,969	4.23	56	4,091	5.45
Total retail	64	70,434	0.36	77	67,861	0.45
Total loans and leases	$137	$147,354	0.37 %	$162	$140,011	0.46 %

	Nine Months Ended September 30,					
	2026			2025		
(dollars in millions)	Net Charge-Offs	Average Balance	Ratio	Net Charge-Offs	Average Balance	Ratio
Commercial and industrial	$125	$51,856	0.32 %	$99	$44,972	0.30 %
Commercial real estate	92	24,156	0.51	159	26,429	0.81
Total commercial	217	76,012	0.38	258	71,401	0.48
Residential mortgages	(2)	35,833	—	—	33,480	—
Home equity	2	19,898	0.02	(5)	17,338	(0.04)
Automobile	4	1,689	0.26	15	3,727	0.52
Education	56	8,198	0.92	89	9,280	1.28
Other retail	133	4,015	4.39	172	4,285	5.38
Total retail	193	69,633	0.37	271	68,110	0.53
Total loans and leases	$410	$145,645	0.38 %	$529	$139,511	0.51 %

For the three and nine months ended September 30, 2026, net charge-offs decreased $25 million and $119 million, respectively, and the net charge-off ratio decreased 9 basis points and 13 basis points, respectively, compared to the same periods in 2025. These declines during the three and nine months ended September 30, 2026 are primarily driven by CRE and other retail, with education also a driver during the nine-month period reflecting a $25 million charge-off resulting from the sale of education loans in the first quarter of 2025.

Market Risk

Market risk refers to potential losses arising from changes in interest rates, foreign exchange rates, equity prices, commodity prices, and/or other relevant market rates or prices. Modest market risk arises from trading activities that serve customer needs, including the hedging of interest rate and foreign exchange risks. As described below, the market risk arising from our non-trading banking activities, such as the origination of loans and deposit gathering, is more significant. We have established enterprise-wide policies and methodologies to identify, measure, monitor, and report market risk. We actively manage market risk for both non-trading and trading activities.

Non-Trading Risk

Our non-trading banking activities expose us to market risk. This market risk is composed of interest rate risk, as we have no commodity risk and de minimis direct currency and equity risk. We also have market risk related to capital markets loan originations, as well as the valuation of our MSRs. There have been no significant changes in our sources of interest rate risk, interest rate risk practices, risk framework, metrics, or assumptions as described in “Market Risk – Non-Trading Risk” in our 2025 Form 10-K.

The following table presents the sensitivity of net interest income to parallel shifts in the yield curve from the market-implied forward curve. Our policies measure exposure as the percentage change in net interest income over the next twelve months resulting from either instantaneous or gradual parallel changes in rates relative to that curve. As the table illustrates, our balance sheet is slightly asset sensitive; net interest income would benefit from an increase in interest rates, and exposure to a decline in rates remains within our approved policy limits. Although this analysis includes an instantaneous and severe shift in rates, we believe any actual shift would be more gradual and would therefore have a more modest impact.

Table 15: Sensitivity of Net Interest Income

	Estimated % Change in Net Interest Income over 12 Months	
Basis points	**September 30, 2026**	**December 31, 2025**
Gradual Change in Interest Rates		
+200	0.9 %	2.0 %
+100	0.5	1.0
-100	(0.7)	(1.1)
-200	(1.3)	(2.4)
Instantaneous Change in Interest Rates		
+200	0.4 %	1.8 %
+100	0.5	1.1
-100	(0.7)	(1.9)
-200	(1.8)	(4.8)

We manage asset sensitivity within the scope of our policy limits and in response to changing market conditions and changes in our balance sheet. Our base case assumes that the forward-rate path implied by the period-end yield curve is realized, with rate risk exposure measured based on changes from that base case.

Our risk position is slightly asset sensitive to a gradual change in rates as of September 30, 2026, consistent with our position as of December 31, 2025. Our interest rate sensitivity reflects changes in balance sheet mix, including securities, loans, deposits, borrowed funds, and hedging activity. Receive-fixed swaps that offset our naturally asset-sensitive balance sheet are our primary tool for managing overall asset sensitivity, and we use pay-fixed swaps against our securities portfolio to protect capital by reducing AOCI volatility.

As a supplement to net interest income simulation, we measure exposure to structural interest rate risk using EVE, which estimates risk over a long-term horizon. EVE measures the extent to which the economic value of assets, liabilities, and off-balance sheet instruments may change in response to fluctuations in interest rates, and the change in value is expressed as a percentage of regulatory capital. This analysis depends heavily on assumptions applied to assets and liabilities with non-contractual maturities. We use models for prepayments and for deposit pricing and attrition that provide a granular view of cash flows based on the characteristics of the underlying products and customer segments.

As part of our Asset and Liability Management strategy, we use interest rate derivative contracts to manage exposure to variability in the interest cash flows on our floating-rate assets and wholesale funding, to manage exposure to variability in the fair value of AFS securities, and to hedge market risk on fixed-rate capital markets debt issuances.

The following table presents interest rate derivative contracts that we have entered into as of September 30, 2026 and December 31, 2025:

Table 16: Interest Rate Hedges Used to Manage Non-Trading Interest Rate Exposure

	September 30, 2026				December 31, 2025			
		Weighted Average				Weighted Average		
(dollars in millions)	Notional Amount	Maturity (Years)	Fixed Rate	Reset Rate	Notional Amount	Maturity (Years)	Fixed Rate	Reset Rate
Fair value hedges:								
Asset conversion swaps:								
AFS securities:								
Pay fixed/receive SOFR	$4,961	3.4	3.8 %	3.9 %	$6,608	3.8	3.8 %	3.9 %
Pay fixed/receive SOFR - forward-starting	—	—	—	—	—	—	—	—
Liability conversion swaps:								
Long-term borrowed funds:								
Receive fixed/pay SOFR	750	1.9	4.1	3.9	—	—	—	—
Total fair value hedges	$5,711				$6,608			
Cash flow hedges:								
Asset conversion swaps:								
Loans:								
Swaps								
Receive fixed/pay SOFR	$32,750	1.2	3.4	3.9	$30,750	1.0	3.4	3.9
Receive fixed/pay SOFR - forward-starting	13,250	3.1	3.7	4.5	17,000	3.3	3.6	3.3
Basis swaps								
Receive SOFR/pay 1-month term SOFR	7,500	0.5	—	3.9/3.9	12,000	0.8	—	3.9/3.7
Receive SOFR/pay 1-month term SOFR - forward-starting	—	—	—	—	1,000	1.0	—	3.9/3.7
Total cash flow hedges	$53,500				$60,750			
Total hedges	$59,211				$67,358			

Included in AOCI are pretax net losses from terminated swaps of $71 million that will reduce net interest income by $27 million in the fourth quarter of 2026 and $44 million thereafter.

Capital Markets

A key component of our capital markets activities is the underwriting and distribution of corporate credit facilities that finance M&A transactions and other corporate purposes for our clients. These activities are subject to a rigorous risk management process, including a limit structure that caps underwriting risk and potential loss and establishes sub-limits for specific asset classes. Authority to approve underwriting exposure is delegated only to senior individuals in our credit risk management and capital markets organizations, with each transaction requiring the approval of at least one business approver and one credit approver. Such approvals are generally handled in the context of a committee meeting forum known as the Loan Underwriting Approval Committee.

Mortgage Servicing Rights

We are exposed to market risk associated with the value of residential MSRs, which are subject to duration, basis, convexity, volatility, and yield curve risks.

As part of our overall risk management strategy, we enter into freestanding derivatives, including interest rate swaps, swaptions, and futures and forward contracts to purchase mortgage-backed securities to economically hedge changes in the fair value of our MSRs. For more information regarding the fair value of our MSRs and the associated derivatives, see Note 5 and Note 8.

Consistent with our traded market risk-based activities, earnings at risk excludes the impact of MSRs. MSRs are instead captured under our single price risk management framework, which is used to calculate a management VaR consistent with the definition used by banking regulators.

Trading Risk

We are exposed to market risk primarily through client facilitation activities involving certain derivative and foreign exchange products, as well as through underwriting and market making activities. This exposure arises from fluctuations in interest rates, basis spreads, commodity prices, foreign exchange rates, equity prices, and credit spreads across various financial instruments. There have been no significant changes in our market risk governance, market risk measurement, or market risk practices including VaR, stressed VaR, sensitivity analysis, stress testing, VaR model review and validation, and VaR backtesting as described in "Market Risk – Trading Risk" in our 2025 Form 10-K.

Market Risk Regulatory Capital

The U.S. banking regulators' "Market Risk Rule" governs the calculation of market risk capital. Under this rule, our client facing trades and the associated hedges qualify as covered positions and maintain a low net risk. Our internal management VaR measure is calculated using the same population of trades as regulatory VaR.

Table 17: Results of Modeled and Non-Modeled Measures for Regulatory Capital Calculations

(dollars in millions)	For the Three Months Ended September 30, 2026				For the Three Months Ended September 30, 2025			
Market Risk Category	**Period End**	**Average**	**High**	**Low**	**Period End**	**Average**	**High**	**Low**
Interest Rate	$2	$1	$2	$1	$1	$1	$2	$1
Foreign Exchange Currency Rate	—	—	—	—	—	—	21	—
Credit Spread	1	1	2	—	1	1	2	—
Commodity	—	—	—	—	—	—	—	—
General VaR	3	3	3	1	2	2	2	2
Specific Risk VaR	—	—	—	—	—	—	—	—
Total VaR	$3	$3	$3	$1	$2	$2	$2	$2
Stressed General VaR	$8	$8	$12	$4	$9	$7	$12	$5
Stressed Specific Risk VaR	—	—	—	—	—	—	—	—
Total Stressed VaR	$8	$8	$12	$4	$9	$7	$12	$5
Market Risk Regulatory Capital	$31				$28			
Specific Risk Not Modeled Add-on	33				31			
de Minimis Exposure Add-on	2				2			
Total Market Risk Regulatory Capital	$66				$61			
Market Risk-Weighted Assets	$821				$760			

Liquidity Risk

We consider the effective and prudent management of liquidity, defined as our ability to meet our obligations when they come due, fundamental to our safety and soundness. As a financial institution, we must maintain operating liquidity to meet expected daily and forecasted cash flow requirements, as well as contingent liquidity to meet unexpected and stress-scenario funding requirements. Reflecting the importance of meeting all unexpected and stress-scenario funding requirements, we identify and manage contingent liquidity, consisting of cash balances at the FRB, unencumbered high-quality liquid securities, and unused FHLB borrowing capacity. Separately, we also identify and manage asset liquidity as a subset of contingent liquidity, consisting of cash balances at the FRB and unencumbered high-quality liquid securities. We maintain additional secured borrowing capacity at the FRB discount window, but do not view this as a primary means of funding, but rather a potential source in a stressed environment or during a market disruption. We manage liquidity at the consolidated enterprise level and at each material legal entity.

Liquidity risk is the risk arising from the inability to meet our obligations when they come due. We must maintain adequate funding to meet current and future obligations, including customer loan requests, deposit maturities and withdrawals, debt service, leases, and other cash commitments, under both normal operating conditions and periods of company-specific and/or market stress.

Liquidity risk is measured and managed by the Funding and Liquidity unit within our Treasury group in accordance with policy guidelines promulgated by our Board and the Asset Liability Committee. The Funding and Liquidity unit is responsible for maintaining a liquidity management framework that effectively manages liquidity risk. Processes within this framework include, but are not limited to, regular and comprehensive reporting, including current levels versus threshold limits for a broad set of liquidity metrics and early warning indicators, explanatory commentary related to emerging risk trends and, as appropriate, recommended remedial strategies, liquidity stress testing, contingency funding plans, and collateral management.

Our Funding and Liquidity unit's primary goals are to deliver and maintain prudent levels of operating liquidity to support expected and projected funding requirements; contingent liquidity to support unexpected funding requirements resulting from idiosyncratic, systemic, and combination stress events; and regulatory liquidity requirements in a timely manner from stable and cost-efficient funding sources. We seek to accomplish these goals by funding loans with stable deposits, by prudently controlling dependence on wholesale funding, particularly short-term unsecured funding, and by maintaining ample available liquidity, including a contingent liquidity buffer of unencumbered high-quality loans and securities.

The Funding and Liquidity unit monitors a variety of liquidity and funding metrics and early warning indicators, including specific risk thresholds and limits. These monitoring tools are broadly classified as follows:

- Current liquidity sources and capacities, including cash balances at the FRB, free and liquid securities, and secured borrowing capacity at the FHLB and FRB discount window;
- Liquidity stress sources, including idiosyncratic, systemic, and combined stresses, in addition to evolving regulatory requirements; and
- Current and prospective exposures, including secured and unsecured wholesale funding, and spot and cumulative cash-flow gaps across a variety of horizons.

Further, certain of these metrics are monitored individually for CBNA and for our consolidated enterprise on a daily basis, including cash position, unencumbered securities, asset liquidity, and available FHLB borrowing capacity. In order to identify emerging trends and risks and inform funding decisions, specific metrics are also forecasted over a one-year horizon.

We rely on customer deposits to be our primary stable and low-cost source of funding. Our other funding sources are dependent on our ability to securitize loans in secondary markets, raise funds in the debt and equity capital markets, pledge loans and/or securities for borrowing from the FHLB, pledge securities as collateral for borrowing under repurchase agreements, and sell AFS securities. In addition, we maintain a contingency funding plan designed to ensure that liquidity sources are sufficient to meet ongoing obligations and commitments, particularly in a stressed environment or during a market disruption. The plan identifies members of the liquidity contingency team and provides a framework for management to follow, including notification and escalation of potential liquidity stress events.

As of September 30, 2026:

- Organically generated deposits continue to be our primary source of funding, resulting in a consolidated period-end loan-to-deposit ratio, excluding LHFS, of 80.0%;
- Our total available liquidity, comprised of contingent liquidity and available discount window capacity, was approximately $89.2 billion:
    - Contingent liquidity was $70.1 billion, consisting of unencumbered high-quality liquid securities of $40.0 billion, unused FHLB capacity of $18.6 billion, and cash balances at the FRB of $11.5 billion; and
    - Available discount window capacity was $19.1 billion, defined as available total borrowing capacity from the FRB based on identified collateral, which is primarily secured by non-mortgage commercial and retail loans.

For a summary of our sources and uses of cash by type of activity for the nine months ended September 30, 2026 and 2025, see the Consolidated Statements of Cash Flows in Item 1.

Parent Company Liquidity

Our Parent Company's primary sources of cash are dividends and interest received from CBNA resulting from investing in bank equity and subordinated debt as well as externally issued preferred stock, senior debt, and subordinated debt. Uses of cash include the routine cash flow requirements as a bank holding company, including periodic share repurchases and payments of dividends, interest, and expenses; the needs of subsidiaries, including CBNA for additional equity and, as required, its need for debt financing; and the support for extraordinary funding requirements when necessary. To the extent the Parent Company relies on wholesale borrowings, uses also include payments of related principal and interest.

During the nine months ended September 30, 2026, the Parent Company completed the following transactions:

- Issued $400 million of 5.299% fixed-reset subordinated notes due 2036;
- Issued 400,000 shares of 6.750% Fixed-Rate Reset Non-Cumulative Perpetual Series J Preferred Stock at an aggregate offering price of $400 million; and
- Issued a notice to redeem all of the outstanding shares of the 4.000% Fixed-Rate Reset Non-Cumulative Perpetual Series G Preferred Stock, which were redeemed on October 6, 2026.

Our Parent Company's cash and cash equivalents represent a source of liquidity that can be used to meet various needs and totaled $2.4 billion and $2.3 billion as of September 30, 2026 and December 31, 2025, respectively.

During the three months ended September 30, 2026 and 2025, the Parent Company declared dividends on common stock of $197 million and $184 million, respectively, and declared dividends on preferred stock of $33 million and $32 million, respectively.

During the nine months ended September 30, 2026 and 2025, the Parent Company declared dividends on common stock of $593 million and $555 million, respectively, and declared dividends on preferred stock of $99 million.

During the three months ended September 30, 2026 and 2025, the Parent Company repurchased $125 million and $75 million, respectively, of its outstanding common stock, and repurchased $650 million and $475 million, respectively, during the nine months ended September 30, 2026 and 2025.

CBNA Liquidity

As CBNA's primary business involves taking deposits and making loans, a key role of liquidity management is to ensure that customers have timely access to funds. Liquidity management also involves maintaining sufficient liquidity to repay wholesale borrowings, pay operating expenses, and support extraordinary funding requirements when necessary. In the ordinary course of business, the liquidity of CBNA is managed by matching sources and uses of cash. The primary sources of bank liquidity include deposits from our consumer and commercial customers; payments of principal and interest on loans and debt securities; and wholesale borrowings, as needed. The primary uses of bank liquidity include withdrawals and maturities of deposits; payment of interest on deposits; funding of loans and related commitments; and funding of securities purchases. To the extent that CBNA relies on wholesale borrowings, uses also include payments of related principal and interest.

During the nine months ended September 30, 2026, CBNA completed the following transactions:

- Issued $750 million of 4.192% fixed-to-floating rate senior notes due 2029; and
- Issued $750 million of 4.870% fixed-to-floating rate senior notes due 2029.

Credit Ratings

Credit ratings assigned by agencies such as Moody's, S&P, and Fitch impact our access to unsecured wholesale market funds and to large uninsured customer deposits and are presented in the table below. We currently have a "stable" outlook at S&P, Moody's, and Fitch. Changes in our public credit ratings could affect both the cost and availability of our wholesale funding.

Table 18: Credit Ratings

	September 30, 2026		
	Moody's	**S&P**	**Fitch**
Citizens Financial Group, Inc.:			
Long-term issuer	Baa1	BBB+	A-
Short-term issuer	NR	A-2	F1
Senior unsecured	Baa1	BBB+	BBB+
Subordinated debt	Baa1	BBB	BBB
Preferred Stock	Baa3	BB+	BB+
Citizens Bank, National Association:			
Long-term issuer	A3	A-	A-
Short-term issuer	(P) P-2	A-2	F1
Long-term deposits	A1	NR	A
Short-term deposits	P-1	NR	F1

NR = Not rated

Regulatory liquidity requirements represent another key driver of systemic liquidity conditions and management practices, with the FRB and OCC regularly evaluating our liquidity as part of the overall supervisory process. For further discussion, see the "Liquidity Requirements" section under "Regulation and Supervision" in our 2025 Form 10-K.

Off-Balance Sheet Arrangements

We engage in a variety of activities that are not reflected in our Consolidated Balance Sheets that are generally referred to as "off-balance sheet arrangements." For more information on these types of activities, see Note 11.

Operational Risk

Operational risk is the risk of loss due to human error, third-party performance failures, or inadequate or failed internal systems and controls and includes certain risks such as fraud, legal, and natural disasters. To mitigate these risks, we maintain a comprehensive system of internal controls designed to identify, assess, and monitor potential threats to our operations. Our risk management framework includes regular audits, employee training, cybersecurity measures, and business continuity planning. We continuously evaluate and enhance these controls to adapt to evolving risks and regulatory requirements, ensuring the integrity, reliability, and efficiency of our operations.

Cybersecurity

The Company's Cybersecurity Program ("CSP") drives an end-to-end, continuous process that protects our customers, colleagues, assets, premises, systems, and information (electronic and non-electronic), and is designed to ensure compliance with current and emerging federal and state laws and regulations. The CSP is designed to ensure the effective implementation of the Corporate Security and Resilience Operating Model across all business lines of the Company and is under the supervision of the Chief Security Officer.

The CSP is designed to assess and mitigate threats and risks to the Company. New and emerging threats are assessed through an intelligence lifecycle, which includes threat modeling. In addition, risk assessment processes drive risk identification and measurement related to security. Once risks are identified and measured, the Company's Enterprise Risk Management Governance Framework is leveraged to track and mitigate them. Control testing is utilized to demonstrate that risks are managed effectively, identify gaps in expected control operation, and develop appropriate remediation plans, in order to manage risk to the Company within tolerable limits.

The Company regularly reviews the nature of its business activities and modifies the CSP as appropriate. Many of the elements of the CSP are related to cyber defense and are in place to reduce our risk to a wide range of potential cyber threats that may target our assets and information daily. The effectiveness of the CSP is assessed and measured periodically by various lines of defense within the Company and is conducted primarily through risk assessments, assurance testing, and an independent audit. External organizations are also routinely engaged to assess our CSP and test our perimeter defenses. The effectiveness of the CSP is reported periodically to the appropriate governance committees. For more information regarding our cybersecurity risk management practices and governance, see Item 1C in our 2025 Form 10-K.

Compliance Risk

Financial institutions are subject to many laws, rules, and regulations at both the federal and state levels. These broad-based laws, rules, and regulations include, but are not limited to, expectations relating to anti-money laundering, lending limits, client privacy, fair lending, prohibitions against unfair, deceptive, or abusive acts or practices, protections for military members as they enter active duty, and community reinvestment. Adherence to the increasing volume and complexity of regulatory changes can increase our overall compliance risk. As such, we utilize various resources to help ensure expectations are met, including a team of compliance experts dedicated to ensuring our conformance with all applicable laws, rules, and regulations. Our colleagues receive training for several broad-based laws and regulations including, but not limited to, anti-money laundering and customer privacy. Colleagues engaged in lending activities also receive training for laws and regulations related to flood disaster protection, equal credit opportunity, fair lending, and/or other courses related to the extension of credit. We hold ourselves to a high standard for adherence to compliance management and seek to continuously enhance our performance.

CAPITAL

As a bank and financial holding company, we are subject to regulation and supervision by the FRB. Our banking subsidiary, CBNA, is a national banking association primarily regulated by the OCC. See “Executive Summary - Regulatory Developments” in this report and “Regulation and Supervision” in our 2025 Form 10-K for more information.

Capital Adequacy Process

Our assessment of capital adequacy begins with our Board-approved risk appetite and risk management framework. This framework provides for the identification, measurement, and management of material risks. There have been no significant changes to our capital adequacy risk appetite and risk management framework as described in “Capital” in our 2025 Form 10-K.

The FRB regularly supervises and evaluates our capital adequacy and capital planning processes, including the submission of an annual capital plan approved by our Board of Directors or one of its committees. Under the FRB’s capital requirements, we must maintain capital ratios above the sum of the regulatory minimum and SCB requirement to avoid restrictions on capital distributions and discretionary bonus payments. The FRB utilizes the supervisory stress test to determine our SCB, which is re-calibrated with each biennial supervisory stress test and updated annually to reflect our planned common stock dividends. As of September 30, 2026, our SCB requirement was 4.5%.

Regulations relating to capital planning, regulatory reporting, stress testing, and capital buffer requirements applicable to firms like us are presently subject to rulemaking and potential further guidance and interpretation by the applicable federal regulators. We will continue to evaluate the impact of these and any other regulatory changes, including their potential resultant changes in our regulatory and compliance costs.

For more information on our capital adequacy process, see “Capital” in our 2025 Form 10-K.

Regulatory Capital Ratios and Capital Composition

Under the U.S. Basel III capital framework, we and our banking subsidiary, CBNA, are subject to the following minimum regulatory capital requirements: CET1 capital ratio of 4.5%, Tier 1 capital ratio of 6.0%, Total capital ratio of 8.0%, and Tier 1 leverage ratio of 4.0%. In addition to these minimum requirements, we were subject to a SCB requirement of 4.5% and CBNA was subject to a CCB requirement of 2.5% as of September 30, 2026.

For additional discussion of the U.S. Basel III capital framework and its related application, see “Regulation and Supervision” in our 2025 Form 10-K. The table below presents the regulatory capital amounts and ratios for CFG and CBNA under the U.S. Basel III Standardized Rules:

Table 19: Regulatory Capital Ratios Under the U.S. Basel III Standardized Rules

	September 30, 2026		December 31, 2025		
(dollars in millions)	Amount	Ratio	Amount	Ratio	Required Minimum Capital Ratio[1]
CET1 capital					
CFG	$18,673	10.5 %	$18,240	10.6 %	9.0 %
CBNA	21,150	12.0	20,946	12.3	7.0
Tier 1 capital					
CFG	20,883	11.8	20,351	11.9	10.5
CBNA	21,150	12.0	20,946	12.3	8.5
Total capital					
CFG	24,341	13.7	23,654	13.8	12.5
CBNA	24,355	13.8	24,135	14.1	10.5
Tier 1 leverage					
CFG	20,883	9.2	20,351	9.5	4.0
CBNA	21,150	9.4	20,946	9.8	4.0
Risk-weighted assets					
CFG	177,258		171,493		
CBNA	175,955		170,656		
Quarterly adjusted average assets[2]					
CFG	226,047		215,321		
CBNA	224,365		214,310		

[1] Represents the minimum regulatory capital requirement under the U.S. Basel III capital framework plus a SCB of 4.5% and CCB of 2.5% for CFG and CBNA, respectively. The SCB and CCB are not applicable to the Tier 1 leverage ratio.

[2] Represents total average assets less certain amounts deducted from Tier 1 capital.

At September 30, 2026, CFG’s CET1, Tier 1, and Total capital ratios decreased compared to December 31, 2025. Common share repurchases, dividends, and a $5.8 billion increase in RWA were partially offset by net income. Higher commercial and industrial loan balances were the key driver for the increase in RWA.

At September 30, 2026, CBNA’s CET1, Tier 1, and Total capital ratios decreased compared to December 31, 2025. Dividend payments to the Parent Company and a $5.3 billion increase in RWA were partially offset by net income. Higher commercial and industrial loan balances were the key driver for the increase in RWA.

At September 30, 2026, CFG’s and CBNA’s Tier 1 leverage ratio decreased compared to December 31, 2025, reflecting an increase in quarterly adjusted average assets and the respective changes in Tier 1 capital described above.

The following table presents the components of our regulatory capital under the U.S. Basel III capital framework:

Table 20: Capital Composition Under the U.S. Basel III Capital Framework

(dollars in millions)	September 30, 2026	December 31, 2025
Total common stockholders' equity	$22,952	$24,206
Adjustments:		
Net unrealized (gains)/losses recorded in AOCI, net of tax:		
Debt securities	2,826	1,603
Derivatives	614	118
Unamortized net periodic benefit costs	242	249
Deductions:		
Goodwill, net of deferred tax liability	(7,792)	(7,763)
Other intangible assets, net of deferred tax liability	(92)	(104)
Deferred tax assets that arise from tax loss and credit carryforwards	(77)	(69)
Total CET1 capital	18,673	18,240
Qualifying preferred stock	2,210	2,111
Total Tier 1 capital	20,883	20,351
Qualifying subordinated debt[(1)]	1,378	1,239
Allowance for credit losses	2,172	2,183
Exclusions from Tier 2 capital:		
Allowance on PCD assets	(92)	(119)
Adjusted allowance for credit losses	2,080	2,064
Total capital	$24,341	$23,654

[(1)] As of September 30, 2026 and December 31, 2025, there is no non-qualifying subordinated debt excluded from regulatory capital. See Note 7 for more details on our outstanding subordinated debt.

Capital Transactions

We completed the following capital transactions during the nine months ended September 30, 2026:

- Repurchased $650 million of our outstanding common stock;
- Issued 400,000 shares of 6.750% Fixed-Rate Reset Non-Cumulative Perpetual Series J Preferred Stock at an aggregate offering price of $400 million;
- Issued a notice to redeem all of the outstanding shares of the 4.000% Fixed-Rate Reset Non-Cumulative Perpetual Series G Preferred Stock, which were redeemed on October 6, 2026;
- Declared quarterly common stock dividends of $0.46 per share, aggregating to $593 million; and
- Declared preferred stock dividends aggregating to $99 million.

For additional detail regarding our common and preferred stock dividends, see Note 10.

In October 2026, we announced that our Board of Directors increased the capacity of our common share repurchase program to $1.95 billion, an increase of $1.3 billion above the $650 million of capacity remaining under the prior June 2025 authorization. All future capital distributions are subject to consideration and approval by our Board of Directors prior to execution. The timing and amount of future dividends and share repurchases will depend on various factors, including our capital position, financial performance, balance sheet growth, market conditions, and regulatory considerations.

AOCI Impact on Regulatory Capital

Under the current applicable regulatory capital rules we have made the AOCI opt-out election, which enables us to exclude components of AOCI from regulatory capital. As noted in the “Executive Summary - Regulatory Developments” section of this report, the regulatory agencies have issued a proposal that would require most elements of AOCI to be recognized in regulatory capital for non-Category I and II banking organizations like us, subject to a five-year transition period.

In light of this potential change, the Company considers capital ratios including the AOCI impact from securities and pension when evaluating capital utilization and adequacy, in addition to capital ratios defined by the regulatory agencies. These capital ratios are intended to complement our regulatory capital ratios and are viewed by management as useful measures reflective of the level of capital available to withstand unexpected market conditions. See “Non-GAAP Financial Measures” for more information.

The following table presents our regulatory capital ratios including the AOCI impact from securities and pension:

Table 21: AOCI Impact on Regulatory Capital

	September 30, 2026					
	CFG			CBNA		
(dollars in millions)	CET1	Tier 1	Total	CET1	Tier 1	Total
Regulatory capital, including AOCI impact:						
Regulatory capital	$18,673	$20,883	$24,341	$21,150	$21,150	$24,355
Unrealized gains (losses) on securities and pension	(3,068)	(3,068)	(3,068)	(3,049)	(3,049)	(3,049)
Deferred tax assets - securities and pension AOCI	(50)	(50)	(50)	(53)	(53)	(53)
Regulatory capital, including AOCI impact (non-GAAP)	$15,555	$17,765	$21,223	$18,048	$18,048	$21,253
Risk-weighted assets, including AOCI impact:						
Risk-weighted assets	$177,258	$177,258	$177,258	$175,955	$175,955	$175,955
Unrealized gains (losses) on securities and pension	(695)	(695)	(695)	(676)	(676)	(676)
Deferred tax assets - securities and pension AOCI	2,490	2,490	2,490	2,466	2,466	2,466
Risk-weighted assets, including AOCI impact (non-GAAP)	$179,053	$179,053	$179,053	$177,745	$177,745	$177,745
Ratio:						
Regulatory capital ratio	10.5 %	11.8 %	13.7 %	12.0 %	12.0 %	13.8 %
Regulatory capital ratio, including AOCI impact (non-GAAP)	8.7 %	9.9 %	11.9 %	10.2 %	10.2 %	12.0 %

CRITICAL ACCOUNTING ESTIMATES

Our Consolidated Financial Statements included in this Report are prepared in accordance with GAAP, requiring us to establish accounting policies and make estimates and assumptions that affect reported amounts.

An accounting estimate requires assumptions and judgments about uncertain matters that could have a material effect on our Consolidated Financial Statements. Estimates are made using facts and circumstances known at a point in time. Changes in those facts and circumstances could produce results substantially different from those estimates. Our most significant accounting policies and estimates and their related application are discussed below. For additional information regarding fair value measurements and goodwill, see “Critical Accounting Estimates” in our 2025 Form 10-K.

Allowance for Credit Losses

The ACL of $2.2 billion at September 30, 2026 decreased $11 million compared to December 31, 2025, reflecting improved loan mix given reductions in CRE general office and runoff of certain retail portfolios. These factors were partially offset by economic uncertainty and targeted risk concerns.

As of September 30, 2026, our ACL economic forecast over a two-year reasonable and supportable period contemplates a slowdown in economic activity, driven by uncertainty surrounding elevated interest rates, persistent inflationary pressures, higher energy costs, the implementation of tariffs and protectionist trade policies, and geopolitical tensions. This forecast is generally applied to the retail and commercial and industrial portfolios and projects peak unemployment of approximately 5.3% and a start-to-trough real GDP decline of approximately 0.5%, broadly consistent with forecast assumptions utilized at December 31, 2025. More severe economic scenarios are applied to certain portfolios, such as CRE general office, with peak unemployment of approximately 9.4% and a start-to-trough real GDP decline of approximately 4.4%, consistent with the more severe scenario assumptions utilized at December 31, 2025.

Our determination of the ACL is sensitive to changes in forecasted macroeconomic conditions during the reasonable and supportable forecast period. To illustrate this sensitivity, we applied a more pessimistic scenario than that described above which reflects deeper real GDP contraction across our two-year reasonable and supportable forecast period with peak unemployment of approximately 7.6% and a start-to-trough real GDP decline of approximately 2.2%. Excluding consideration of qualitative adjustments, this scenario would result in a quantitative lifetime loss estimate of approximately 1.4x our modeled period-end ACL, or an increase of approximately $600 million. This analysis relates only to the modeled credit loss estimate and not to the overall period-end ACL, which includes qualitative adjustments.

Because several quantitative and qualitative factors are considered in determining the ACL, this sensitivity analysis does not necessarily reflect the nature and extent of future changes in the ACL or even what the ACL would be under these economic circumstances. The sensitivity analysis is intended to provide insights into the impact of adverse changes in the macroeconomic environment and the corresponding impact to modeled loss estimates. The hypothetical determination does not incorporate the impact of management judgment or other qualitative factors that could be applied in the actual estimation of the ACL and does not imply any expectation of future deterioration in our loss rates.

It remains difficult to estimate how changes in economic forecasts might affect our ACL because such forecasts consider a wide variety of variables and inputs, and changes in the variables and inputs may not occur at the same time or in the same direction, and such changes may have differing impacts by product type. The variables and inputs may be idiosyncratically affected by risks to the economy, including changing monetary and fiscal policies and inflationary trends. Changes in one or multiple of the key macroeconomic variables may have a material impact on our estimation of expected credit losses.

For additional information regarding the ACL, see Note 4 in this report and “Critical Accounting Estimates - Allowance for Credit Losses” and Note 4 in our 2025 Form 10-K.

ACCOUNTING AND REPORTING DEVELOPMENTS

Accounting standards issued but not adopted as of September 30, 2026:

Pronouncement	Summary of Guidance	Effects on Financial Statements
Disaggregation of Income Statement Expenses *Issued November 2024*	• Requires tabular disclosure of certain expense types, including employee compensation, depreciation, intangible asset amortization, and selling expenses. • Requires a qualitative description of the amounts remaining in relevant expense captions that are not separately disaggregated. • Allows for adoption on either a prospective or retrospective basis.	• Required effective date: Annual financial statements for the year ending December 31, 2027, and interim reporting periods thereafter. Early adoption is permitted. • We are currently evaluating the impact of this ASU on our required expense disclosures in the Consolidated Financial Statements.
Targeted Improvements to the Accounting for Internal-Use Software *Issued September 2025*	• Eliminates all references to software project development stages and, as a result, requires entities to start capitalizing software costs when both of the following occur: 1) Management has authorized and committed to funding the software project, and 2) It is probable the project will be completed and the software will be used to perform the function intended. • Requires software costs to be expensed as incurred prior to meeting the capitalization requirements noted above. • Allows for adoption on a prospective, modified transition, or retrospective basis.	• Required effective date: January 1, 2028. Early adoption is permitted. • We are currently evaluating the impact of this ASU on our Consolidated Financial Statements.
Purchased Loans *Issued November 2025*	• Expands the scope of acquired financial assets subject to the gross-up approach under ASC 326 to include purchased seasoned loans, which must meet certain criteria outlined in the ASU. • Purchased seasoned loans do not include credit cards, debt securities, and certain trade receivables. • Provides for an irrevocable accounting policy election to measure the ACL on purchased seasoned loans using the amortized cost basis, rather than unpaid principal balance, if a method other than a discounted cash flow method is utilized to estimate expected credit losses. • Requires adoption on a prospective basis.	• Required effective date: January 1, 2027. Early adoption is permitted. • Adoption of this ASU will impact our Consolidated Financial Statements on a prospective basis only when loans are acquired.
Hedge Accounting Improvements *Issued November 2025*	• Expands the hedged risks permitted to be aggregated in a group of individual forecasted transactions in a cash flow hedge by changing the requirement to designate a group of individual forecasted transactions from having a shared risk exposure to having a similar risk exposure. • Requires assessment of hedged risk similarity both at hedge inception and on an ongoing basis. • Requires dedesignation of the hedge relationship if one or more hedged risks related to the group of individual forecasted transactions are no longer similar. • The amendments in this ASU should be applied on a prospective basis for all hedging relationships. An entity may elect to apply the amendments to relationships that exist as of the date of adoption.	• Required effective date: January 1, 2027. Early adoption is permitted. • Adoption of this ASU is not expected to have a material impact on our Consolidated Financial Statements.

Pronouncement	Summary of Guidance	Effects on Financial Statements
Environmental Credits and Environmental Credit Obligations *Issued May 2026*	• Defines environmental credits and environmental credit obligations. • Requires asset recognition when it is probable that an environmental credit will be used to settle an environmental credit obligation, transferred in an exchange transaction, or used in a nonreciprocal transfer. • Costs to obtain all other environmental credits are required to be expensed as incurred. • Requires disclosure of the total expense recognized for environmental credits not initially recognized as an asset or subsequently derecognized, as well as total impairment expense. • Requires disclosure of the nature of the change and the related effect on earnings if an entity changes its use or intended use of its environmental credits.	• Required effective date: January 1, 2028. Early adoption is permitted. • Adoption of this ASU is not expected to have a material impact on our Consolidated Financial Statements.

NON-GAAP FINANCIAL MEASURES

This document contains non-GAAP financial measures that we believe provide useful information to investors to understand our results of operations or financial condition. We caution investors not to place undue reliance on such non-GAAP financial measures, but to consider them with the most directly comparable GAAP financial measures. Non-GAAP financial measures have limitations as analytical tools and should not be considered in isolation or as a substitute for our results reported under GAAP.

The following tables present the computation of non-GAAP financial measures used in MD&A, as well as the reconciliation to the comparable GAAP financial measure, as applicable:

Table 22: Reconciliation of Tangible Book Value per Common Share (non-GAAP)

(dollars in millions, except per share data)	September 30, 2026	December 31, 2025
Book value per common share[1]	$54.49	$56.39
Tangible book value per common share:		
Common stockholders' equity	$22,952	$24,206
Less: Goodwill	8,220	8,187
Less: Other intangible assets	100	115
Add: Deferred tax liabilities related to goodwill and other intangible assets	438	437
Tangible common equity (non-GAAP)[2]	$15,070	$16,341
Common shares outstanding at period end	421,219,810	429,242,174
Tangible book value per common share (non-GAAP)[3]	$35.78	$38.07

[1] Represents the most directly comparable GAAP financial measure to tangible book value per common share and is calculated based on common stockholders' equity divided by common shares outstanding at period end.
[2] Tangible common equity is a non-GAAP financial measure that excludes the impact of intangible assets, net of deferred taxes.
[3] Tangible book value per common share is a non-GAAP financial measure and is calculated based on tangible common equity divided by common shares outstanding at period end. We believe this non-GAAP financial measure serves as a useful tool to help evaluate the strength and discipline of a company's capital management strategies and as a conservative measure of total company value.

Table 23: Reconciliation of Return on Average Tangible Common Equity (non-GAAP)

	Three Months Ended September 30,		Nine Months Ended September 30,	
(dollars in millions)	2026	2025	2026	2025
Return on average common equity[1]	10.05 %	7.77 %	9.18 %	7.07 %
Net income available to common stockholders	$599	$457	$1,637	$1,199
Net income available to common stockholders (annualized)	2,377	1,811	2,188	1,602
Return on average tangible common equity:				
Average common equity	$23,644	$23,288	$23,825	$22,661
Less: Average goodwill	8,220	8,187	8,213	8,187
Less: Average other intangibles	103	126	108	134
Add: Average deferred tax liabilities related to goodwill and other intangible assets	438	440	437	439
Average tangible common equity (non-GAAP)[2]	$15,759	$15,415	$15,941	$14,779
Return on average tangible common equity (non-GAAP)[3]	15.08 %	11.75 %	13.73 %	10.84 %

[1] Represents the most directly comparable GAAP financial measure to return on average tangible common equity and is calculated based on annualized net income available to common stockholders divided by average common equity.
[2] Average tangible common equity is a non-GAAP financial measure that excludes the impact of intangible assets, net of deferred taxes.
[3] Return on average tangible common equity is a non-GAAP financial measure and is calculated based on annualized net income available to common stockholders divided by average tangible common equity. We believe this non-GAAP financial measure serves as a useful tool to compare the profitability of financial institutions and assess the efficiency of their capital utilization without the impact of intangible assets, net of deferred taxes.

Table 24: Reconciliation of Net Interest Income and Net Interest Margin on an FTE Basis (non-GAAP)

	Three Months Ended September 30,		Nine Months Ended September 30,	
(dollars in millions)	**2026**	**2025**	**2026**	**2025**
Net interest income (annualized)	$6,645	$5,902	$6,509	$5,771
Average interest-earning assets	208,942	197,598	205,906	196,334
Net interest margin[(1)]	3.18 %	2.99 %	3.16 %	2.94 %
Net interest income	$1,675	$1,488	$4,868	$4,316
FTE adjustment	3	4	9	12
Net interest income on an FTE basis (non-GAAP)[(2)]	$1,678	$1,492	$4,877	$4,328
Net interest income on an FTE basis (annualized) (non-GAAP)[(2)]	6,657	5,919	6,522	5,787
Net interest margin on an FTE basis (non-GAAP)[(2)(3)]	3.19 %	3.00 %	3.17 %	2.95 %

(1) Represents the most directly comparable GAAP financial measure to net interest margin on an FTE basis and is calculated based on annualized net interest income divided by average interest-earnings assets.

(2) FTE basis financial measures and ratios are adjusted for the tax-exempt status of income from certain assets held by the Company using the federal statutory tax rate of 21% and are considered non-GAAP financial measures. We believe this allows management to better assess the comparability of revenue from both taxable and tax-exempt sources.

(3) Calculated based on annualized net interest income on an FTE basis divided by average interest-earnings assets.

ITEM 1. FINANCIAL STATEMENTS (UNAUDITED)

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CONSOLIDATED BALANCE SHEETS (UNAUDITED)

(dollars in millions, except par value)	September 30, 2026	December 31, 2025
ASSETS:		
Cash and due from banks	$1,041	$1,464
Interest-bearing cash and due from banks	11,925	11,263
Interest-bearing deposits in banks[1]	592	961
Debt securities available for sale, at fair value (including $151 and $108 pledged to creditors, respectively)[2]	36,030	35,697
Debt securities held to maturity (fair value of $7,052 and $7,150, respectively, and including $58 and $67 pledged to creditors, respectively)[2]	8,298	7,933
Loans held for sale (includes $656 and $1,065, respectively, measured at fair value)	884	1,198
Loans and leases	148,227	142,692
Less: Allowance for loan and lease losses	(1,905)	(1,943)
Net loans and leases[1]	146,322	140,749
Premises and equipment, net	883	915
Bank-owned life insurance	3,493	3,441
Goodwill	8,220	8,187
Other intangible assets[3]	100	115
Other assets[1]	16,676	14,428
TOTAL ASSETS	$234,464	$226,351
LIABILITIES AND STOCKHOLDERS' EQUITY:		
LIABILITIES:		
Deposits:		
Noninterest-bearing	$40,916	$40,417
Interest-bearing	144,312	142,896
Total deposits	185,228	183,313
Short-term borrowed funds	819	58
Long-term borrowed funds[1]	17,013	11,224
Other liabilities[1]	6,242	5,439
TOTAL LIABILITIES	209,302	200,034
Commitments and Contingencies (refer to Note 11)		
STOCKHOLDERS' EQUITY:		
Preferred stock:		
$25.00 par value,100,000,000 shares authorized; 2,250,000 and 2,150,000 shares issued and outstanding at September 30, 2026 and December 31, 2025, respectively	2,210	2,111
Common stock:		
$0.01 par value, 1,000,000,000 shares authorized; 654,306,959 shares issued and 421,219,810 shares outstanding at September 30, 2026 and 652,238,745 shares issued and 429,242,174 shares outstanding at December 31, 2025	7	7
Additional paid-in capital	22,546	22,476
Retained earnings	12,389	11,345
Treasury stock, at cost, 233,087,149 and 222,996,571 shares at September 30, 2026 and December 31, 2025, respectively	(8,308)	(7,652)
Accumulated other comprehensive income (loss)	(3,682)	(1,970)
TOTAL STOCKHOLDERS' EQUITY	25,162	26,317
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY	$234,464	$226,351

[1] Includes amounts in consolidated VIEs. See Note 6 for additional information.
[2] Includes only collateral pledged by the Company where counterparties have the right to sell or pledge the collateral.
[3] Excludes MSRs, which are reported in Other assets.

The accompanying Notes to Consolidated Financial Statements are an integral part of these statements.

CONSOLIDATED STATEMENTS OF OPERATIONS (UNAUDITED)

(dollars in millions, except per share data)	Three Months Ended September 30,		Nine Months Ended September 30,	
	2026	2025	2026	2025
INTEREST INCOME:				
Interest and fees on loans and leases	$2,034	$1,897	$5,886	$5,577
Interest and fees on loans held for sale	22	31	69	83
Investment securities[1]	462	433	1,332	1,279
Interest-bearing deposits in banks	103	97	297	278
Total interest income	2,621	2,458	7,584	7,217
INTEREST EXPENSE:				
Deposits	767	816	2,229	2,413
Short-term borrowed funds	12	5	25	22
Long-term borrowed funds	167	149	462	466
Total interest expense	946	970	2,716	2,901
Net interest income	1,675	1,488	4,868	4,316
Provision (benefit) for credit losses	125	154	399	471
Net interest income after provision (benefit) for credit losses	1,550	1,334	4,469	3,845
NONINTEREST INCOME:				
Service charges and fees	120	112	349	332
Capital markets fees	149	166	436	371
Wealth fees	109	93	311	262
Card fees	90	87	262	260
Mortgage banking fees	35	49	119	181
Foreign exchange and derivative products	49	42	140	122
Letter of credit and loan fees	54	48	156	137
Securities gains, net	11	2	24	14
Other income	30	31	108	95
Total noninterest income	647	630	1,905	1,774
NONINTEREST EXPENSE:				
Salaries and employee benefits	750	705	2,253	2,082
Equipment and software	202	197	594	584
Outside services	174	161	510	485
Occupancy	107	106	329	326
Other operating expense	160	166	479	491
Total noninterest expense	1,393	1,335	4,165	3,968
Income before income tax expense	804	629	2,209	1,651
Income tax expense	168	135	469	348
NET INCOME	$636	$494	$1,740	$1,303
Net income available to common stockholders	$599	$457	$1,637	$1,199
Weighted-average common shares outstanding:				
Basic	421,148,362	431,365,552	423,105,960	434,416,696
Diluted	425,662,538	435,472,350	427,338,300	437,915,596
Per common share information:				
Basic earnings	$1.42	$1.06	$3.87	$2.76
Diluted earnings	1.41	1.05	3.83	2.74

[1] Comprised primarily of taxable interest income for all periods presented.

The accompanying Notes to Consolidated Financial Statements are an integral part of these statements.

CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME (UNAUDITED)

(dollars in millions)	Three Months Ended September 30,		Nine Months Ended September 30,	
	2026	2025	2026	2025
Net income	$636	$494	$1,740	$1,303
Other comprehensive income (loss), net of tax:				
Cash flow hedges:				
Net unrealized gains (losses) arising during the period	(371)	(16)	(675)	275
Reclassification of net (gains) losses to earnings	43	144	179	437
Investment securities:				
Net unrealized gains (losses) on AFS securities arising during the period	(1,116)	223	(1,287)	561
Reclassification of net (gains) losses to earnings	21	18	64	48
Defined benefit plans:				
Amortization of actuarial (gain) loss to earnings	2	3	7	7
Total other comprehensive income (loss), net of tax	(1,421)	372	(1,712)	1,328
Total comprehensive income (loss)	($785)	$866	$28	$2,631

The accompanying Notes to Consolidated Financial Statements are an integral part of these statements.

CONSOLIDATED STATEMENTS OF CHANGES IN STOCKHOLDERS' EQUITY (UNAUDITED)

(dollars and shares in millions)	Preferred Stock		Common Stock		Additional Paid-in Capital	Retained Earnings	Treasury Stock, at Cost	Accumulated Other Comprehensive Income (Loss)	Total
	Shares	Amount	Shares	Amount					
Balance at July 1, 2025	2	$2,113	433	$7	$22,420	$10,783	($7,450)	($2,639)	$25,234
Dividends declared - common stock	—	—	—	—	—	(184)	—	—	(184)
Dividends declared - preferred stock	—	—	—	—	—	(32)	—	—	(32)
Preferred stock issued	—	393	—	—	—	—	—	—	393
Preferred stock redemption	—	(395)	—	—	—	(5)	—	—	(400)
Treasury stock purchased	—	—	(2)	—	—	—	(75)	—	(75)
Share repurchase excise tax	—	—	—	—	—	—	(1)	—	(1)
Share-based compensation plans	—	—	—	—	21	—	—	—	21
Employee stock purchase plan	—	—	—	—	7	—	—	—	7
Total comprehensive income (loss):									
Net income	—	—	—	—	—	494	—	—	494
Other comprehensive income (loss)	—	—	—	—	—	—	—	372	372
Total comprehensive income (loss)	—	—	—	—	—	494	—	372	866
Balance at September 30, 2025	2	$2,111	431	$7	$22,448	$11,056	($7,526)	($2,267)	$25,829
Balance at July 1, 2026	2	$2,111	423	$7	$22,521	$11,987	($8,182)	($2,261)	$26,183
Dividends declared - common stock	—	—	—	—	—	(197)	—	—	(197)
Dividends declared - preferred stock	—	—	—	—	—	(33)	—	—	(33)
Preferred stock issued	—	395	—	—	—	—	—	—	395
Preferred stock redemption	—	(296)	—	—	—	(4)	—	—	(300)
Treasury stock purchased	—	—	(2)	—	—	—	(125)	—	(125)
Share repurchase excise tax	—	—	—	—	—	—	(1)	—	(1)
Share-based compensation plans	—	—	—	—	17	—	—	—	17
Employee stock purchase plan	—	—	—	—	8	—	—	—	8
Total comprehensive income (loss):									
Net income	—	—	—	—	—	636	—	—	636
Other comprehensive income (loss)	—	—	—	—	—	—	—	(1,421)	(1,421)
Total comprehensive income (loss)	—	—	—	—	—	636	—	(1,421)	(785)
Balance at September 30, 2026	2	$2,210	421	$7	$22,546	$12,389	($8,308)	($3,682)	$25,162

The accompanying Notes to Consolidated Financial Statements are an integral part of these statements.

CONSOLIDATED STATEMENTS OF CHANGES IN STOCKHOLDERS' EQUITY (UNAUDITED)

(dollars and shares in millions)	Preferred Stock Shares	Preferred Stock Amount	Common Stock Shares	Common Stock Amount	Additional Paid-in Capital	Retained Earnings	Treasury Stock, at Cost	Accumulated Other Comprehensive Income (Loss)	Total
Balance at January 1, 2025	2	$2,113	441	$7	$22,364	$10,412	($7,047)	($3,595)	$24,254
Dividends declared - common stock	—	—	—	—	—	(555)	—	—	(555)
Dividends declared - preferred stock	—	—	—	—	—	(99)	—	—	(99)
Preferred stock issued	—	393	—	—	—	—	—	—	393
Preferred stock redemption	—	(395)	—	—	—	(5)	—	—	(400)
Treasury stock purchased	—	—	(12)	—	—	—	(475)	—	(475)
Share repurchase excise tax	—	—	—	—	—	—	(4)	—	(4)
Share-based compensation plans	—	—	2	—	62	—	—	—	62
Employee stock purchase plan	—	—	—	—	22	—	—	—	22
Total comprehensive income (loss):									
Net income	—	—	—	—	—	1,303	—	—	1,303
Other comprehensive income (loss)	—	—	—	—	—	—	—	1,328	1,328
Total comprehensive income (loss)	—	—	—	—	—	1,303	—	1,328	2,631
Balance at September 30, 2025	2	$2,111	431	$7	$22,448	$11,056	($7,526)	($2,267)	$25,829
Balance at January 1, 2026	2	$2,111	429	$7	$22,476	$11,345	($7,652)	($1,970)	$26,317
Dividends declared - common stock	—	—	—	—	—	(593)	—	—	(593)
Dividends declared - preferred stock	—	—	—	—	—	(99)	—	—	(99)
Preferred stock issued	—	395	—	—	—	—	—	—	395
Preferred stock redemption	—	(296)	—	—	—	(4)	—	—	(300)
Treasury stock purchased	—	—	(10)	—	—	—	(650)	—	(650)
Share repurchase excise tax	—	—	—	—	—	—	(6)	—	(6)
Share-based compensation plans	—	—	2	—	46	—	—	—	46
Employee stock purchase plan	—	—	—	—	24	—	—	—	24
Total comprehensive income (loss):									
Net income	—	—	—	—	—	1,740	—	—	1,740
Other comprehensive income (loss)	—	—	—	—	—	—	—	(1,712)	(1,712)
Total comprehensive income (loss)	—	—	—	—	—	1,740	—	(1,712)	28
Balance at September 30, 2026	2	$2,210	421	$7	$22,546	$12,389	($8,308)	($3,682)	$25,162

The accompanying Notes to Consolidated Financial Statements are an integral part of these statements.

CONSOLIDATED STATEMENTS OF CASH FLOWS (UNAUDITED)

(dollars in millions)	Nine Months Ended September 30, 2026	2025
OPERATING ACTIVITIES		
Net income	$1,740	$1,303
Adjustments to reconcile net income to net change due to operating activities:		
Provision (benefit) for credit losses	399	471
Net change in Loans held for sale	335	(81)
Depreciation, amortization, and accretion	315	366
Deferred income tax expense (benefit)	(40)	(93)
Share-based compensation	110	97
Net gain on sale of assets	(24)	(16)
Net (increase) decrease in Other assets	(1,193)	357
Net increase (decrease) in Other liabilities	(226)	(35)
Net change due to operating activities	1,416	2,369
INVESTING ACTIVITIES		
Investment securities:		
Purchases of debt securities available for sale	(8,774)	(5,545)
Proceeds from maturities and paydowns of debt securities available for sale	3,499	2,770
Proceeds from sales of debt securities available for sale	2,225	1,218
Proceeds from maturities and paydowns of debt securities held to maturity	551	537
Net (increase) decrease in Interest-bearing deposits in banks	369	(59)
Purchases of loans	(139)	(642)
Sales of loans	566	1,428
Net (increase) decrease in Loans and leases	(6,394)	(3,475)
Capital expenditures	(73)	(82)
Other	(471)	(183)
Net change due to investing activities	(8,641)	(4,033)
FINANCING ACTIVITIES		
Net increase (decrease) in Deposits	1,915	5,235
Net increase (decrease) in Short-term borrowed funds	761	214
Proceeds from issuance of long-term borrowed funds	17,746	6,534
Repayments of long-term borrowed funds	(11,965)	(8,520)
Treasury stock purchased	(650)	(475)
Net proceeds from issuance of preferred stock	395	393
Dividends paid to common stockholders	(593)	(555)
Dividends paid to preferred stockholders	(105)	(100)
Other	(40)	(13)
Net change due to financing activities	7,464	2,713
Net change in cash and cash equivalents[1]	239	1,049
Cash and cash equivalents at beginning of period[1]	12,727	10,601
Cash and cash equivalents at end of period[1]	$12,966	$11,650
Non-cash items:		
Transfer of loans from loans held for investment to LHFS	$407	$1,939
Transfer of securities from AFS to HTM	833	—
Loans securitized and transferred to AFS securities	15	87

[1] Cash and cash equivalents include Cash and due from banks and Interest-bearing cash and due from banks as reflected on the Consolidated Balance Sheets.

The accompanying Notes to Consolidated Financial Statements are an integral part of these statements.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED)

NOTE 1 - SIGNIFICANT ACCOUNTING POLICIES

Basis of Presentation

The accompanying unaudited interim Consolidated Financial Statements and Notes have been prepared in accordance with the instructions for Form 10-Q and, therefore, certain information and footnote disclosures required for annual financial statements prepared in accordance with GAAP are omitted. In the opinion of management, the Consolidated Financial Statements include all adjustments, consisting of normal recurring adjustments, necessary to fairly present the Company's interim period results. These unaudited interim financial statements and Notes should be read in conjunction with the audited Consolidated Financial Statements and Notes included in the Company's 2025 Form 10-K. The results of operations for interim periods are not necessarily indicative of the results that may be expected for the full year.

The unaudited interim Consolidated Financial Statements include the accounts of the Parent Company and its consolidated subsidiaries, including VIEs in which the Company is a primary beneficiary. Investments in VIEs in which the Company does not have the ability to exercise significant influence are not consolidated. All intercompany transactions and balances have been eliminated in consolidation.

Use of Estimates

The preparation of financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the amounts reported in the financial statements and accompanying notes. Actual results could differ from those estimates. Material estimates that are particularly susceptible to significant change include the determination of the ACL, fair value measurements, and the evaluation and measurement of goodwill impairment.

Significant Accounting Policies

For further information regarding the Company's significant accounting policies, see Note 1 in the Company's 2025 Form 10-K.

NOTE 2 - SECURITIES

The following table presents the major components of securities at amortized cost and fair value:

(dollars in millions)	September 30, 2026				December 31, 2025			
	Amortized Cost[1]	Gross Unrealized Gains	Gross Unrealized Losses	Fair Value	Amortized Cost[1]	Gross Unrealized Gains	Gross Unrealized Losses	Fair Value
U.S. Treasury and other	$4,736	$—	($163)	$4,573	$3,163	$10	($50)	$3,123
State and political subdivisions	1	—	—	1	1	—	—	1
Mortgage-backed securities:								
Federal agencies and U.S. government sponsored entities	33,999	11	(2,756)	31,254	33,379	215	(1,374)	32,220
Other/non-agency	163	—	(1)	162	268	—	(4)	264
Total mortgage-backed securities	34,162	11	(2,757)	31,416	33,647	215	(1,378)	32,484
Collateralized loan obligations	40	—	—	40	89	—	—	89
Total debt securities available for sale, at fair value	$38,939	$11	($2,920)	$36,030	$36,900	$225	($1,428)	$35,697
Mortgage-backed securities:								
Federal agencies and U.S. government sponsored entities	$8,024	$—	($1,244)	$6,780	$7,595	$2	($785)	$6,812
Total mortgage-backed securities	8,024	—	(1,244)	6,780	7,595	2	(785)	6,812
Asset-backed securities	274	—	(2)	272	338	—	—	338
Total debt securities held to maturity	$8,298	$—	($1,246)	$7,052	$7,933	$2	($785)	$7,150
Equity securities, at cost[2]	$1,067	$—	$—	$1,067	$807	$—	$—	$807
Equity securities, at fair value[2]	412	—	—	412	317	—	—	317

[1] Excludes portfolio level basis adjustments of $(141) million and $17 million, respectively, for securities designated in active fair value hedge relationships under the portfolio layer method at September 30, 2026 and December 31, 2025.
[2] Included in Other assets in the Consolidated Balance Sheets.

During the third quarter of 2026, the Company transferred AFS securities with an aggregate fair value of $833 million to HTM. The related net pretax unrealized loss of $199 million remains in AOCI and will be amortized over the remaining lives of the securities as a yield adjustment.

Accrued interest receivable on debt securities totaled $148 million and $139 million as of September 30, 2026 and December 31, 2025, respectively, and is included in Other assets in the Consolidated Balance Sheets.

The following table presents the amortized cost and fair value of debt securities by contractual maturity as of September 30, 2026. Expected maturities may differ from contractual maturities because issuers may have the right to call or prepay obligations with or without incurring penalties.

	Distribution of Maturities				
(dollars in millions)	1 Year or Less	After 1 Year through 5 Years	After 5 Years through 10 Years	After 10 Years	Total
Amortized cost:					
U.S. Treasury and other	$799	$2,891	$1,046	$—	$4,736
State and political subdivisions	—	—	—	1	1
Mortgage-backed securities:					
Federal agencies and U.S. government sponsored entities	518	1,888	1,484	30,109	33,999
Other/non-agency	—	—	—	163	163
Collateralized loan obligations	—	—	40	—	40
Total debt securities available for sale	1,317	4,779	2,570	30,273	38,939
Mortgage-backed securities:					
Federal agencies and U.S. government sponsored entities	—	—	—	8,024	8,024
Asset-backed securities	274	—	—	—	274
Total debt securities held to maturity	274	—	—	8,024	8,298
Total amortized cost of debt securities	$1,591	$4,779	$2,570	$38,297	$47,237
Fair value:					
U.S. Treasury and other	$791	$2,787	$995	$—	$4,573
State and political subdivisions	—	—	—	1	1
Mortgage-backed securities:					
Federal agencies and U.S. government sponsored entities	513	1,805	1,356	27,580	31,254
Other/non-agency	—	—	—	162	162
Collateralized loan obligations	—	—	40	—	40
Total debt securities available for sale	1,304	4,592	2,391	27,743	36,030
Mortgage-backed securities:					
Federal agencies and U.S. government sponsored entities	—	—	—	6,780	6,780
Asset-backed securities	272	—	—	—	272
Total debt securities held to maturity	272	—	—	6,780	7,052
Total fair value of debt securities	$1,576	$4,592	$2,391	$34,523	$43,082

The following table presents realized gains and losses on the sale of securities:

	Three Months Ended September 30,		Nine Months Ended September 30,	
(dollars in millions)	2026	2025	2026	2025
Gains	$11	$2	$24	$14
Losses	—	—	—	—
Securities gains, net	$11	$2	$24	$14

At September 30, 2026 and December 31, 2025, debt securities with a carrying value of $3.3 billion and $3.4 billion, respectively, were pledged to secure public deposits, trust funds, FHLB borrowing capacity, repurchase agreements, and derivative contracts, and for other purposes required or permitted by law.

Impairment

The Company evaluated its existing HTM portfolio as of September 30, 2026 and concluded that 97% of HTM securities met the zero expected credit loss criteria and, therefore, no ACL was recognized. Lifetime expected credit losses on the remainder of the HTM portfolio were determined to be insignificant based on the modeling of the Company's credit loss position in the securities. The Company monitors the credit exposure of its HTM portfolio through the use of credit quality indicators, which include external credit ratings or an internally derived credit rating when an external rating is not available. All securities were determined to be investment grade at September 30, 2026.

The following tables present AFS debt securities with fair values below their respective carrying values, disclosed by the length of time the individual securities have been in a continuous unrealized loss position:

	September 30, 2026					
	Less than 12 Months		12 Months or Longer		Total	
(dollars in millions)	Fair Value	Gross Unrealized Losses	Fair Value	Gross Unrealized Losses	Fair Value	Gross Unrealized Losses
U.S. Treasury and other	$2,602	($128)	$1,971	($35)	$4,573	($163)
Mortgage-backed securities:						
Federal agencies and U.S. government sponsored entities	19,198	(1,031)	10,822	(1,725)	30,020	(2,756)
Other/non-agency	—	—	162	(1)	162	(1)
Total mortgage-backed securities	19,198	(1,031)	10,984	(1,726)	30,182	(2,757)
Total	$21,800	($1,159)	$12,955	($1,761)	$34,755	($2,920)

	December 31, 2025					
	Less than 12 Months		12 Months or Longer		Total	
(dollars in millions)	Fair Value	Gross Unrealized Losses	Fair Value	Gross Unrealized Losses	Fair Value	Gross Unrealized Losses
U.S. Treasury and other	$—	$—	$1,990	($50)	$1,990	($50)
Mortgage-backed securities:						
Federal agencies and U.S. government sponsored entities	3,415	(164)	13,098	(1,210)	16,513	(1,374)
Other/non-agency	—	—	263	(4)	263	(4)
Total mortgage-backed securities	3,415	(164)	13,361	(1,214)	16,776	(1,378)
Total	$3,415	($164)	$15,351	($1,264)	$18,766	($1,428)

The Company does not currently have the intent to sell these AFS debt securities, and it is not more likely than not that the Company will be required to sell them prior to recovery of their amortized cost bases. The Company determined that credit losses are not expected to be incurred on the AFS debt securities identified with unrealized losses as of September 30, 2026. The unrealized losses on these AFS debt securities reflect non-credit-related factors driven by changes in interest rates. Therefore, the Company determined that these AFS debt securities are not impaired.

NOTE 3 - LOANS AND LEASES

Loans held for investment are reported at outstanding principal, net of charge-offs, unearned income, deferred loan origination fees and costs, and unamortized premiums or discounts on purchased loans.

The following table presents loans and leases, excluding LHFS:

(dollars in millions)	September 30, 2026	December 31, 2025
Commercial and industrial	$53,889	$49,232
Commercial real estate	23,334	24,580
Total commercial	77,223	73,812
Residential mortgages	37,036	35,024
Home equity	20,926	19,069
Automobile	1,170	2,310
Education	7,969	8,416
Other retail	3,903	4,061
Total retail	71,004	68,880
Total loans and leases	$148,227	$142,692

Accrued interest receivable on loans and leases held for investment totaled $893 million and $825 million as of September 30, 2026 and December 31, 2025, respectively, and is included in Other assets in the Consolidated Balance Sheets.

Loans pledged as collateral to support FHLB borrowing capacity, consisting primarily of residential mortgages and home equity products, totaled $43.1 billion and $40.8 billion at September 30, 2026 and December 31, 2025, respectively. Loans pledged as collateral to support contingent borrowing capacity at the FRB discount window, consisting of various commercial and consumer loan products, totaled $25.9 billion and $19.0 billion at September 30, 2026 and December 31, 2025, respectively.

Interest income on direct financing and sales-type leases for the three months ended September 30, 2026 and 2025 was $13 million and $11 million, respectively, and is reported within Interest and fees on loans and leases in the Consolidated Statements of Operations. For the nine months ended September 30, 2026 and 2025, this interest income was $37 million and $33 million, respectively.

The following table presents the composition of LHFS:

	September 30, 2026			December 31, 2025		
(dollars in millions)	Residential Mortgages[1]	Commercial[2]	Total	Residential Mortgages[1]	Commercial[2]	Total
Loans held for sale at fair value	$515	$141	$656	$895	$170	$1,065
Other loans held for sale	—	228	228	—	133	133
Total loans held for sale	$515	$369	$884	$895	$303	$1,198

[1] Residential mortgage LHFS at fair value are originated for sale.
[2] Commercial LHFS at fair value consist of loans managed by the Company's commercial secondary loan desk. Other commercial LHFS primarily consist of loans associated with the Company's syndication business.

NOTE 4 - CREDIT QUALITY AND THE ALLOWANCE FOR CREDIT LOSSES

Allowance for Credit Losses

The Company's estimate of expected credit losses in its loan and lease portfolios is recorded in the ACL and considers extensive historical loss experience, including the impact of loss mitigation and restructuring programs that the Company offers to borrowers experiencing financial difficulty, as well as projected loss severity as a result of loan default.

For a detailed discussion of the ACL reserve methodology and estimation techniques as of December 31, 2025, see Note 4 in the Company's 2025 Form 10-K. There were no significant changes to the ACL reserve methodology during the nine months ended September 30, 2026.

The following table presents a summary of changes in the ACL for the three and nine months ended September 30, 2026:

	Three Months Ended September 30, 2026			Nine Months Ended September 30, 2026		
(dollars in millions)	Commercial	Retail	Total	Commercial	Retail	Total
Allowance for loan and lease losses, beginning of period	$1,116	$853	$1,969	$1,058	$885	$1,943
Charge-offs	(75)	(89)	(164)	(242)	(271)	(513)
Recoveries	2	25	27	25	78	103
Net charge-offs	(73)	(64)	(137)	(217)	(193)	(410)
Provision expense (benefit) for loans and leases	3	70	73	205	167	372
Allowance for loan and lease losses, end of period	1,046	859	1,905	1,046	859	1,905
Allowance for unfunded lending commitments, beginning of period	177	38	215	194	46	240
Provision expense (benefit) for unfunded lending commitments	41	11	52	24	3	27
Allowance for unfunded lending commitments, end of period	218	49	267	218	49	267
Total allowance for credit losses, end of period	$1,264	$908	$2,172	$1,264	$908	$2,172

During the nine months ended September 30, 2026, net charge-offs of $410 million and a provision for expected credit losses of $399 million resulted in a decrease of $11 million to the ACL.

As of September 30, 2026, the Company's ACL economic forecast over a two-year reasonable and supportable period contemplates a slowdown in economic activity, driven by uncertainty surrounding elevated interest rates, persistent inflationary pressures, higher energy costs, the implementation of tariffs and protectionist trade policies, and geopolitical tensions. This forecast is generally applied to the retail and commercial and industrial portfolios and projects peak unemployment of approximately 5.3% and a start-to-trough real GDP decline of approximately 0.5%, broadly consistent with forecast assumptions utilized at December 31, 2025. More severe economic scenarios are applied to certain portfolios, such as CRE general office, with peak unemployment of approximately 9.4% and a start-to-trough real GDP decline of approximately 4.4%, consistent with the more severe scenario assumptions utilized at December 31, 2025.

The following table presents a summary of changes in the ACL for the three and nine months ended September 30, 2025:

	Three Months Ended September 30, 2025			Nine Months Ended September 30, 2025		
(dollars in millions)	Commercial	Retail	Total	Commercial	Retail	Total
Allowance for loan and lease losses, beginning of period	$1,106	$902	$2,008	$1,140	$921	$2,061
Charge-offs	(91)	(104)	(195)	(269)	(361)	(630)
Recoveries	6	27	33	11	90	101
Net charge-offs	(85)	(77)	(162)	(258)	(271)	(529)
Provision expense (benefit) for loans and leases	62	64	126	201	239	440
Allowance for loan and lease losses, end of period	1,083	889	1,972	1,083	889	1,972
Allowance for unfunded lending commitments, beginning of period	163	38	201	155	43	198
Provision expense (benefit) for unfunded lending commitments	19	9	28	27	4	31
Allowance for unfunded lending commitments, end of period	182	47	229	182	47	229
Total allowance for credit losses, end of period	$1,265	$936	$2,201	$1,265	$936	$2,201

During the first quarter of 2025, the Company entered into an agreement to sell $1.9 billion of education loans and subsequently reclassified these loans to LHFS. Upon reclassification to LHFS, a $25 million charge-off was recognized. This transaction settled ratably each quarter throughout 2025.

Credit Quality Indicators

The Company presents loan and lease portfolio segments and classes by credit quality indicator and vintage year, with the vintage date defined as the date of the most recent credit decision for the purpose of this disclosure. Renewals are categorized as new credit decisions and reflect the renewal date as the vintage date, except for renewals of loans modified for borrowers experiencing financial difficulty, or FDMs, which are presented in the original vintage.

The Company utilizes internal risk ratings to monitor credit quality for commercial loans and leases. For more information on these ratings, see Note 4 in the Company's 2025 Form 10-K.

The following table presents the amortized cost basis of commercial loans and leases by vintage date and internal risk rating as of September 30, 2026:

	Term Loans and Leases by Origination Year						Revolving Loans		
(dollars in millions)	2026	2025	2024	2023	2022	Prior to 2022	Within the Revolving Period	Converted to Term	Total
Commercial and industrial									
Pass	$6,426	$7,422	$2,244	$786	$1,404	$2,140	$30,883	$202	$51,507
Special Mention	3	227	25	15	48	41	342	—	701
Substandard Accrual	3	39	19	98	67	330	848	22	1,426
Nonaccrual	—	5	4	9	48	92	89	8	255
Total commercial and industrial	6,432	7,693	2,292	908	1,567	2,603	32,162	232	53,889
Commercial real estate									
Pass	4,386	3,045	1,425	419	2,222	6,961	1,895	7	20,360
Special Mention	302	55	—	—	157	336	10	—	860
Substandard Accrual	1	31	75	21	500	898	10	—	1,536
Nonaccrual	—	4	—	4	249	319	1	1	578
Total commercial real estate	4,689	3,135	1,500	444	3,128	8,514	1,916	8	23,334
Total commercial									
Pass	10,812	10,467	3,669	1,205	3,626	9,101	32,778	209	71,867
Special Mention	305	282	25	15	205	377	352	—	1,561
Substandard Accrual	4	70	94	119	567	1,228	858	22	2,962
Nonaccrual	—	9	4	13	297	411	90	9	833
Total commercial	$11,121	$10,828	$3,792	$1,352	$4,695	$11,117	$34,078	$240	$77,223

The following table presents the amortized cost basis of commercial loans and leases by vintage date and internal risk rating as of December 31, 2025:

	Term Loans and Leases by Origination Year						Revolving Loans		
(dollars in millions)	2025	2024	2023	2022	2021	Prior to 2021	Within the Revolving Period	Converted to Term	Total
Commercial and industrial									
Pass	$8,889	$3,985	$1,196	$2,415	$1,174	$1,966	$26,951	$77	$46,653
Special Mention	13	5	42	141	174	124	359	4	862
Substandard Accrual	13	16	104	132	145	258	752	20	1,440
Nonaccrual	—	4	15	57	17	72	107	5	277
Total commercial and industrial	8,915	4,010	1,357	2,745	1,510	2,420	28,169	106	49,232
Commercial real estate									
Pass	4,769	1,827	722	3,712	3,680	4,805	1,346	4	20,865
Special Mention	—	2	7	729	294	166	73	—	1,271
Substandard Accrual	—	—	34	577	167	915	27	106	1,826
Nonaccrual	—	—	3	127	41	442	1	4	618
Total commercial real estate	4,769	1,829	766	5,145	4,182	6,328	1,447	114	24,580
Total commercial									
Pass	13,658	5,812	1,918	6,127	4,854	6,771	28,297	81	67,518
Special Mention	13	7	49	870	468	290	432	4	2,133
Substandard Accrual	13	16	138	709	312	1,173	779	126	3,266
Nonaccrual	—	4	18	184	58	514	108	9	895
Total commercial	$13,684	$5,839	$2,123	$7,890	$5,692	$8,748	$29,616	$220	$73,812

For retail loans, the Company utilizes FICO credit scores and the loan's payment and delinquency status to monitor credit quality. Management believes FICO scores are the strongest indicator of credit losses over the contractual life of the loan and assist management in predicting the borrower's future payment performance. Scores are based on current and historical national industry-wide consumer level credit performance data.

The following table presents the amortized cost basis of retail loans by vintage date and current FICO score as of September 30, 2026:

	Term Loans by Origination Year						Revolving Loans		
(dollars in millions)	2026	2025	2024	2023	2022	Prior to 2022	Within the Revolving Period	Converted to Term	Total
Residential mortgages									
800+	$1,881	$2,716	$1,488	$1,179	$3,148	$10,423	$—	$—	$20,835
740-799	2,285	1,623	780	549	1,282	4,340	—	—	10,859
680-739	481	402	241	215	459	1,648	—	—	3,446
620-679	51	69	57	74	126	580	—	—	957
<620	4	26	18	105	104	670	—	—	927
No FICO available[1]	—	—	—	—	2	10	—	—	12
Total residential mortgages	4,702	4,836	2,584	2,122	5,121	17,671	—	—	37,036
Home equity									
800+	—	3	3	5	8	63	7,577	192	7,851
740-799	—	3	3	5	5	44	6,699	215	6,974
680-739	—	2	3	2	2	26	3,756	196	3,987
620-679	—	—	—	1	2	15	964	155	1,137
<620	—	—	—	2	1	13	631	325	972
No FICO available[1]	—	1	1	—	—	2	1	—	5
Total home equity	—	9	10	15	18	163	19,628	1,083	20,926
Automobile									
800+	—	—	—	30	127	154	—	—	311
740-799	—	—	—	37	133	132	—	—	302
680-739	—	—	—	33	101	88	—	—	222
620-679	—	—	—	20	65	57	—	—	142
<620	—	—	—	28	88	77	—	—	193
No FICO available[1]	—	—	—	—	—	—	—	—	—
Total automobile	—	—	—	148	514	508	—	—	1,170
Education									
800+	218	360	235	262	464	2,438	—	—	3,977
740-799	264	397	227	222	316	1,094	—	—	2,520
680-739	119	150	103	100	135	418	—	—	1,025
620-679	16	32	30	30	43	144	—	—	295
<620	2	9	10	13	19	75	—	—	128
No FICO available[1]	—	—	—	—	—	24	—	—	24
Total education	619	948	605	627	977	4,193	—	—	7,969
Other retail									
800+	16	65	23	21	29	15	511	—	680
740-799	23	61	32	26	29	23	798	—	992
680-739	20	41	25	21	27	24	748	—	906
620-679	14	22	11	12	22	16	268	—	365
<620	6	12	9	10	30	18	172	—	257
No FICO available[1]	1	1	—	—	—	1	700	—	703
Total other retail	80	202	100	90	137	97	3,197	—	3,903
Total retail									
800+	2,115	3,144	1,749	1,497	3,776	13,093	8,088	192	33,654
740-799	2,572	2,084	1,042	839	1,765	5,633	7,497	215	21,647
680-739	620	595	372	371	724	2,204	4,504	196	9,586
620-679	81	123	98	137	258	812	1,232	155	2,896
<620	12	47	37	158	242	853	803	325	2,477
No FICO available[1]	1	2	1	—	2	37	701	—	744
Total retail	$5,401	$5,995	$3,299	$3,002	$6,767	$22,632	$22,825	$1,083	$71,004

[1] Represents loans for which an updated FICO score was unavailable (e.g., due to recent profile changes).

The following table presents the amortized cost basis of retail loans by vintage date and current FICO score as of December 31, 2025:

	Term Loans by Origination Year						Revolving Loans		
(dollars in millions)	2025	2024	2023	2022	2021	Prior to 2021	Within the Revolving Period	Converted to Term	Total
Residential mortgages									
800+	$2,075	$1,664	$1,290	$3,276	$4,919	$6,099	$—	$—	$19,323
740-799	2,377	960	656	1,375	2,004	2,759	—	—	10,131
680-739	621	324	239	483	646	1,136	—	—	3,449
620-679	74	74	80	141	169	491	—	—	1,029
<620	6	18	135	130	184	605	—	—	1,078
No FICO available[1]	—	—	—	3	1	10	—	—	14
Total residential mortgages	5,153	3,040	2,400	5,408	7,923	11,100	—	—	35,024
Home equity									
800+	—	2	3	5	6	66	6,686	193	6,961
740-799	—	4	3	4	3	49	6,148	217	6,428
680-739	—	3	3	4	3	36	3,453	193	3,695
620-679	—	—	2	2	2	16	900	162	1,084
<620	—	—	4	2	2	14	554	321	897
No FICO available[1]	—	1	—	—	—	2	1	—	4
Total home equity	—	10	15	17	16	183	17,742	1,086	19,069
Automobile									
800+	—	—	47	224	316	63	—	—	650
740-799	—	—	58	233	266	61	—	—	618
680-739	—	—	53	180	175	41	—	—	449
620-679	—	—	30	107	98	25	—	—	260
<620	—	—	39	133	127	34	—	—	333
No FICO available[1]	—	—	—	—	—	—	—	—	—
Total automobile	—	—	227	877	982	224	—	—	2,310
Education									
800+	287	271	311	517	1,002	1,817	—	—	4,205
740-799	393	268	268	385	459	886	—	—	2,659
680-739	160	125	120	161	160	335	—	—	1,061
620-679	23	40	42	48	46	119	—	—	318
<620	5	13	17	25	23	61	—	—	144
No FICO available[1]	2	—	—	—	—	27	—	—	29
Total education	870	717	758	1,136	1,690	3,245	—	—	8,416
Other retail									
800+	127	60	31	31	9	9	508	—	775
740-799	132	82	43	33	9	19	793	—	1,111
680-739	93	62	36	30	8	20	733	1	983
620-679	54	30	20	22	6	11	271	—	414
<620	16	21	17	29	8	10	190	—	291
No FICO available[1]	4	—	—	—	—	2	481	—	487
Total other retail	426	255	147	145	40	71	2,976	1	4,061
Total retail									
800+	2,489	1,997	1,682	4,053	6,252	8,054	7,194	193	31,914
740-799	2,902	1,314	1,028	2,030	2,741	3,774	6,941	217	20,947
680-739	874	514	451	858	992	1,568	4,186	194	9,637
620-679	151	144	174	320	321	662	1,171	162	3,105
<620	27	52	212	319	344	724	744	321	2,743
No FICO available[1]	6	1	—	3	1	41	482	—	534
Total retail	$6,449	$4,022	$3,547	$7,583	$10,651	$14,823	$20,718	$1,087	$68,880

[1] Represents loans for which an updated FICO score was unavailable (e.g., due to recent profile changes).

The following tables present gross charge-offs by vintage date for the Company's loan and lease portfolios:

	Nine Months Ended September 30, 2026								
	Term Loans and Leases by Origination Year						Revolving Loans		
(dollars in millions)	2026	2025	2024	2023	2022	Prior to 2022	Within the Revolving Period	Converted to Term	Total
Commercial and industrial	$—	$13	$10	$25	$7	$11	$77	$—	$143
Commercial real estate	—	—	—	12	25	62	—	—	99
Total commercial	—	13	10	37	32	73	77	—	242
Residential mortgages	—	—	—	—	—	3	—	—	3
Home equity	—	—	—	—	—	3	13	—	16
Automobile	—	—	—	3	11	10	—	—	24
Education	—	4	6	9	13	42	—	—	74
Other retail	27	13	5	4	3	5	97	—	154
Total retail	27	17	11	16	27	63	110	—	271
Total loans and leases	$27	$30	$21	$53	$59	$136	$187	$—	$513

	Nine Months Ended September 30, 2025								
	Term Loans and Leases by Origination Year						Revolving Loans		
(dollars in millions)	2025	2024	2023	2022	2021	Prior to 2021	Within the Revolving Period	Converted to Term	Total
Commercial and industrial	$—	$—	$2	$51	$22	$5	$26	$—	$106
Commercial real estate	—	1	3	21	12	126	—	—	163
Total commercial	—	1	5	72	34	131	26	—	269
Residential mortgages	—	—	—	—	—	2	—	—	2
Home equity	—	—	—	1	—	2	9	—	12
Automobile	—	—	4	20	16	7	—	—	47
Education	—	3	6	14	22	62	—	—	107
Other retail	29	27	16	9	4	7	101	—	193
Total retail	29	30	26	44	42	80	110	—	361
Total loans and leases	$29	$31	$31	$116	$76	$211	$136	$—	$630

Nonaccrual and Past Due Assets

The following tables present an aging analysis of accruing and nonaccrual loans and leases:

	September 30, 2026						
		Days Past Due and Accruing					
(dollars in millions)	Current	30-59	60-89	90+	Nonaccrual	Total	Nonaccrual with no related ACL
Commercial and industrial	$53,598	$23	$11	$2	$255	$53,889	$51
Commercial real estate	22,551	178	23	4	578	23,334	33
Total commercial	76,149	201	34	6	833	77,223	84
Residential mortgages	36,529	73	43	157	234	37,036	135
Home equity	20,483	90	32	—	321	20,926	207
Automobile	1,104	34	13	—	19	1,170	3
Education	7,893	32	22	2	20	7,969	4
Other retail	3,824	27	18	—	34	3,903	1
Total retail	69,833	256	128	159	628	71,004	350
Total	$145,982	$457	$162	$165	$1,461	$148,227	$434
Guaranteed residential mortgages[1]	$734	$33	$18	$157	$—	$942	$—

	December 31, 2025						
		Days Past Due and Accruing					
(dollars in millions)	Current	30-59	60-89	90+	Nonaccrual	Total	Nonaccrual with no related ACL
Commercial and industrial	$48,873	$63	$14	$5	$277	$49,232	$34
Commercial real estate	23,700	184	58	20	618	24,580	85
Total commercial	72,573	247	72	25	895	73,812	119
Residential mortgages	34,547	93	47	141	196	35,024	155
Home equity	18,626	95	28	1	319	19,069	215
Automobile	2,203	59	20	—	28	2,310	4
Education	8,342	36	16	2	20	8,416	2
Other retail	3,957	35	23	—	46	4,061	1
Total retail	67,675	318	134	144	609	68,880	377
Total	$140,248	$565	$206	$169	$1,504	$142,692	$496
Guaranteed residential mortgages[1]	$743	$53	$27	$141	$—	$964	$—

[1] Guaranteed residential mortgages represent loans fully or partially guaranteed or insured by the FHA, VA, and USDA, and are included in the amounts presented for Residential mortgages.

At September 30, 2026 and December 31, 2025, the Company had collateral-dependent residential mortgage and home equity loans totaling $481 million and $437 million, respectively, and collateral-dependent commercial loans totaling $216 million and $251 million, respectively.

The amortized cost basis of mortgage loans collateralized by residential real estate for which formal foreclosure proceedings were in-process was $306 million and $307 million as of September 30, 2026 and December 31, 2025, respectively.

Loan Modifications to Borrowers Experiencing Financial Difficulty

Loan modifications, characterized as FDMs, offered by the Company to retail and commercial borrowers experiencing financial difficulty as a result of its loss mitigation activities may result in a payment delay, interest rate reduction, term extension, principal forgiveness, or combination thereof. Payment delays consist of modifications that result in a delay of contractual amounts due greater than three months over a rolling 12-month period. Term extensions consist of modifications that result in an extension of the contractual maturity date greater than three months or a significant deferral of principal payments relative to the total outstanding principal balance of the loan.

Commercial loan modifications are offered on a case-by-case basis and generally include a payment delay, term extension, and/or interest rate reduction. The Company does not typically offer principal forgiveness for commercial loans. Retail loan modifications are offered through structured loan modification programs, which are summarized below:

- Forbearance programs provide borrowers experiencing some form of hardship a period of time during which their contractual payment obligations are suspended, resulting in a payment delay and/or term extension;
- Other repayment plans are offered due to hardship and include an interest rate reduction and/or term extension designed to enable the borrower to return the loan to current status in an expeditious manner;
- Settlement agreements may be executed with borrowers experiencing a long-term hardship or who are delinquent, resulting in principal forgiveness. Upon fulfillment of the terms of the settlement agreement, the unpaid principal amount is forgiven resulting in a charge-off of the outstanding principal balance; and
- Certain reorganization bankruptcy judgments may result in any one of the four modification types or some combination thereof.

The following tables present the period-end amortized cost of loans to borrowers experiencing financial difficulty that were modified during the three and nine months ended September 30, 2026 and 2025, disaggregated by class of financing receivable and modification type. The modification type reflects the cumulative effect of all FDMs received during the indicated period.

	Three Months Ended September 30, 2026									
(dollars in millions)	Interest Rate Reduction	Term Extension	Payment Delay	Interest Rate Reduction and Term Extension	Interest Rate Reduction and Payment Delay	Term Extension and Payment Delay	Term Extension and Principal Forgiveness	Interest Rate Reduction, Term Extension, and Payment Delay	Total	Total as a % of Loan Class[1]
Commercial and industrial	$3	$118	$—	$9	$—	$2	$12	$—	$144	0.27 %
Commercial real estate	—	357	—	—	—	23	—	—	380	1.63
Total commercial	3	475	—	9	—	25	12	—	524	0.68
Residential mortgages	—	—	43	—	—	33	—	15	91	0.25
Home equity	—	—	6	—	5	1	—	2	14	0.07
Education	2	—	—	—	—	—	—	—	2	0.03
Other retail	5	—	—	—	—	—	—	—	5	0.13
Total retail	7	—	49	—	5	34	—	17	112	0.16
Total	$10	$475	$49	$9	$5	$59	$12	$17	$636	0.43 %

	Three Months Ended September 30, 2025							
(dollars in millions)	Interest Rate Reduction	Term Extension	Payment Delay	Interest Rate Reduction and Term Extension	Term Extension and Payment Delay	Interest Rate Reduction, Term Extension, and Payment Delay	Total	Total as a % of Loan Class[1]
Commercial and industrial	$1	$151	$—	$2	$—	$1	$155	0.33 %
Commercial real estate	—	388	22	—	102	—	512	2.00
Total commercial	1	539	22	2	102	1	667	0.92
Residential mortgages	1	18	6	5	—	1	31	0.09
Home equity	2	1	6	3	—	—	12	0.07
Education	3	—	—	—	—	—	3	0.04
Other retail	5	—	—	—	—	—	5	0.12
Total retail	11	19	12	8	—	1	51	0.07
Total	$12	$558	$34	$10	$102	$2	$718	0.51 %

(dollars in millions)	Nine Months Ended September 30, 2026									
	Interest Rate Reduction	Term Extension	Payment Delay	Interest Rate Reduction and Term Extension	Interest Rate Reduction and Payment Delay	Term Extension and Payment Delay	Term Extension and Principal Forgiveness	Interest Rate Reduction, Term Extension, and Payment Delay	Total	Total as a % of Loan Class[1]
Commercial and industrial	$5	$273	$—	$11	$1	$20	$12	$—	$322	0.60 %
Commercial real estate	—	640	20	—	—	39	—	48	747	3.20
Total commercial	5	913	20	11	1	59	12	48	1,069	1.38
Residential mortgages	—	16	80	4	1	43	—	25	169	0.46
Home equity	1	—	13	4	7	1	—	2	28	0.13
Education	6	—	—	—	—	—	—	—	6	0.08
Other retail	15	—	—	—	—	—	—	—	15	0.38
Total retail	22	16	93	8	8	44	—	27	218	0.31
Total	$27	$929	$113	$19	$9	$103	$12	$75	$1,287	0.87 %

(dollars in millions)	Nine Months Ended September 30, 2025							
	Interest Rate Reduction	Term Extension	Payment Delay	Interest Rate Reduction and Term Extension	Term Extension and Payment Delay	Interest Rate Reduction, Term Extension, and Payment Delay	Total	Total as a % of Loan Class[1]
Commercial and industrial	$16	$322	$2	$5	$1	$4	$350	0.75 %
Commercial real estate	28	707	66	29	103	—	933	3.65
Total commercial	44	1,029	68	34	104	4	1,283	1.77
Residential mortgages	3	42	13	9	1	2	70	0.20
Home equity	5	1	11	5	—	—	22	0.12
Education	8	—	—	—	—	—	8	0.09
Other retail	13	—	—	—	—	—	13	0.32
Total retail	29	43	24	14	1	2	113	0.17
Total	$73	$1,072	$92	$48	$105	$6	$1,396	0.99 %

[1] Represents the total amortized cost as of period-end divided by the period-end amortized cost of the corresponding loan class. Accrued interest receivable is excluded from amortized cost and is immaterial.

The following tables present the financial effect of loans to borrowers experiencing financial difficulty that were modified during the three and nine months ended September 30, 2026 and 2025, disaggregated by class of financing receivable:

(dollars in millions)	Three Months Ended September 30, 2026			
	Weighted-Average Interest Rate Reduction[1]	Weighted-Average Term Extension (in Months)[1]	Weighted-Average Payment Deferral[1]	Amount of Principal Forgiven[2]
Commercial and industrial	2.13 %	40	$—	$—
Commercial real estate	—	4	1	—
Residential mortgages	0.53	121	—	—
Home equity	2.95	110	—	—
Education	4.70	—	—	—
Other retail	18.89	—	—	3

(dollars in millions)	Three Months Ended September 30, 2025			
	Weighted-Average Interest Rate Reduction[1]	Weighted-Average Term Extension (in Months)[1]	Weighted-Average Payment Deferral[1]	Amount of Principal Forgiven[2]
Commercial and industrial	2.18 %	20	$—	$—
Commercial real estate	—	12	5	—
Residential mortgages	1.40	107	—	—
Home equity	3.01	143	—	—
Education	5.22	—	—	—
Other retail	19.89	—	—	6

(dollars in millions)	Nine Months Ended September 30, 2026			
	Weighted-Average Interest Rate Reduction[1]	Weighted-Average Term Extension (in Months)[1]	Weighted-Average Payment Deferral[1]	Amount of Principal Forgiven[2]
Commercial and industrial	2.20 %	28	$2	$—
Commercial real estate	0.84	9	2	—
Residential mortgages	0.59	114	—	—
Home equity	3.03	168	—	—
Education	4.69	—	—	—
Other retail	18.92	—	—	11

(dollars in millions)	Nine Months Ended September 30, 2025			
	Weighted-Average Interest Rate Reduction[1]	Weighted-Average Term Extension (in Months)[1]	Weighted-Average Payment Deferral[1]	Amount of Principal Forgiven[2]
Commercial and industrial	1.52 %	18	$—	$—
Commercial real estate	0.83	12	5	—
Residential mortgages	1.27	110	—	—
Home equity	3.41	121	—	—
Education	4.71	—	—	—
Other retail	19.86	—	—	12

[1] Weighted based on period-end amortized cost.
[2] Amounts are recorded as charge-offs.

The following tables present an aging analysis of the period-end amortized cost of loans to borrowers experiencing financial difficulty that were modified during the twelve-month periods ended September 30, 2026 and 2025, disaggregated by class of financing receivable. A loan in a forbearance or repayment plan is reported as past due according to its contractual terms until contractually modified. Subsequent to modification, it is reported as past due based on its restructured terms.

	September 30, 2026					
		Days Past Due and Accruing				
(dollars in millions)	Current	30-59	60-89	90+	Nonaccrual	Total
Commercial and industrial	$296	$—	$1	$1	$65	$363
Commercial real estate	668	114	4	—	142	928
Total commercial	964	114	5	1	207	1,291
Residential mortgages	95	10	7	39	48	199
Home equity	10	—	—	—	29	39
Education	7	—	—	—	1	8
Other retail	15	1	1	—	1	18
Total retail	127	11	8	39	79	264
Total	$1,091	$125	$13	$40	$286	$1,555

(dollars in millions)	September 30, 2025					
		Days Past Due and Accruing				
	Current	30-59	60-89	90+	Nonaccrual	Total
Commercial and industrial	$348	$1	$—	$35	$61	$445
Commercial real estate	733	83	2	4	293	1,115
Total commercial	1,081	84	2	39	354	1,560
Residential mortgages	49	7	6	16	19	97
Home equity	8	—	—	—	22	30
Education	8	—	—	—	2	10
Other retail	13	2	1	—	1	17
Total retail	78	9	7	16	44	154
Total	$1,159	$93	$9	$55	$398	$1,714

The following tables present the period-end amortized cost of loans to borrowers experiencing financial difficulty that defaulted during the period presented and were modified within the previous 12 months preceding the default, disaggregated by class of financing receivable and modification type. The modification type reflects the cumulative effect of all FDMs at the time of default. A loan is considered to be in default if, subsequent to modification, it becomes 90 or more days past due or is placed on nonaccrual status.

(dollars in millions)	Three Months Ended September 30, 2026					
	Interest Rate Reduction	Term Extension	Payment Delay	Interest Rate Reduction and Term Extension	Term Extension and Payment Delay	Total
Commercial and industrial	$—	$21	$—	$—	$1	$22
Commercial real estate	—	12	—	—	—	12
Total commercial	—	33	—	—	1	34
Residential mortgages	—	2	3	2	2	9
Home equity	—	—	—	—	—	—
Education	1	—	—	—	—	1
Other retail	—	—	—	—	—	—
Total retail	1	2	3	2	2	10
Total	$1	$35	$3	$2	$3	$44

(dollars in millions)	Three Months Ended September 30, 2025				
	Interest Rate Reduction	Term Extension	Payment Delay	Interest Rate Reduction and Term Extension	Total
Commercial and industrial	$—	$36	$—	$—	$36
Commercial real estate	—	4	—	—	4
Total commercial	—	40	—	—	40
Residential mortgages	1	8	4	3	16
Home equity	—	—	—	—	—
Education	1	—	—	—	1
Other retail	1	—	—	—	1
Total retail	3	8	4	3	18
Total	$3	$48	$4	$3	$58

(dollars in millions)	Nine Months Ended September 30, 2026						
	Interest Rate Reduction	Term Extension	Payment Delay	Interest Rate Reduction and Term Extension	Term Extension and Payment Delay	Interest Rate Reduction, Term Extension, and Payment Delay	Total
Commercial and industrial	$—	$25	$—	$—	$1	$—	$26
Commercial real estate	—	95	—	—	—	—	95
Total commercial	—	120	—	—	1	—	121
Residential mortgages	—	11	4	4	3	1	23
Home equity	—	—	—	—	—	—	—
Education	2	—	—	—	—	—	2
Other retail	1	—	—	—	—	—	1
Total retail	3	11	4	4	3	1	26
Total	$3	$131	$4	$4	$4	$1	$147

(dollars in millions)	Nine Months Ended September 30, 2025					
	Interest Rate Reduction	Term Extension	Payment Delay	Interest Rate Reduction and Term Extension	Term Extension and Payment Delay	Total
Commercial and industrial	$—	$48	$—	$—	$—	$48
Commercial real estate	—	72	2	—	—	74
Total commercial	—	120	2	—	—	122
Residential mortgages	1	20	5	6	1	33
Home equity	1	—	1	1	—	3
Education	1	—	—	—	—	1
Other retail	1	—	—	—	—	1
Total retail	4	20	6	7	1	38
Total	$4	$140	$8	$7	$1	$160

Unfunded commitments related to loans modified during the nine months ended September 30, 2026 were $183 million at September 30, 2026. Unfunded commitments related to loans modified during the year ended December 31, 2025 were $465 million at December 31, 2025.

NOTE 5 - MORTGAGE BANKING AND OTHER SERVICED LOANS

Mortgage Banking

The Company sells residential mortgages in the secondary market and does not retain a beneficial interest in these sales but may retain the servicing rights for the loans sold. The Company may exercise its option to repurchase eligible government guaranteed residential mortgages or may be obligated to subsequently repurchase a loan if the purchaser discovers a representation or warranty violation, such as noncompliance with eligibility or servicing requirements or customer fraud that should have been identified in a loan file review.

The following table summarizes activity related to residential mortgage loans sold with servicing rights retained:

(dollars in millions)	Three Months Ended September 30,		Nine Months Ended September 30,	
	2026	2025	2026	2025
Cash proceeds from residential mortgage loans sold with servicing retained	$2,325	$2,528	$7,390	$6,920
Gain on sales[1]	12	19	51	56
Contractually specified servicing, late, and other ancillary fees[1]	70	70	209	209

[1] Reported in Mortgage banking fees in the Consolidated Statements of Operations.

The unpaid principal balance of residential mortgage loans related to our MSRs was $94.3 billion and $94.9 billion at September 30, 2026 and December 31, 2025, respectively. The Company manages the risk associated with changes in the fair value of the MSRs with an active economic hedging strategy, which includes the purchase of freestanding derivatives.

The following table summarizes changes in MSRs recorded using the fair value method:

	As of and for the Three Months Ended September 30,		As of and for the Nine Months Ended September 30,	
(dollars in millions)	2026	2025	2026	2025
Fair value as of beginning of the period	$1,482	$1,426	$1,455	$1,491
Amounts capitalized	46	42	142	117
Sales[1]	—	—	—	(72)
Changes in unpaid principal balance[2]	(33)	(41)	(118)	(120)
Changes in fair value[3]	107	3	123	14
Fair value at end of the period	$1,602	$1,430	$1,602	$1,430

[1] For the nine months ended September 30, 2025, represents the sale of the excess servicing yield on MSRs related to certain FNMA mortgages with a total unpaid principal balance of $10.5 billion at the time of sale.
[2] Represents changes in value of the MSRs due to i) the passage of time including the impact from both regularly scheduled loan principal payments and partial paydowns, and ii) loans that paid off during the period.
[3] Represents changes in fair value primarily driven by market conditions. These changes are recorded in Mortgage banking fees in the Consolidated Statements of Operations.

The fair value of MSRs is estimated by using the present value of estimated future net servicing cash flows, taking into consideration actual and expected mortgage loan prepayment rates, discount rates, contractual servicing fee income, servicing costs, default rates, ancillary income, and other economic factors determined based on current market interest rates. The valuation does not attempt to forecast or predict the future direction of interest rates.

The sensitivity analysis below presents the impact of an immediate 10% and 20% adverse change in key economic assumptions to the current fair value of MSRs. These sensitivities are hypothetical, with the effect of a variation in a particular assumption on the fair value of the MSRs calculated independently without changing any other assumption. Changes in one factor may result in changes in another (e.g., changes in interest rates that drive changes in prepayment rates could result in changes in discount rates) and may amplify or counteract the sensitivities. The primary risk inherent in the Company's MSRs is an increase in prepayments of the underlying mortgage loans serviced, which is largely dependent upon movements in market interest rates.

(dollars in millions)	September 30, 2026	December 31, 2025
Fair value	$1,602	$1,455
Weighted average life (years)	8.9	8.0
Weighted average constant prepayment rate	5.6%	7.0%
Decline in fair value from 10% adverse change	$34	$38
Decline in fair value from 20% adverse change	$66	$73
Weighted average option adjusted spread	550 bps	588 bps
Decline in fair value from 10% adverse change	$41	$40
Decline in fair value from 20% adverse change	$82	$80

The Company has mortgage banking derivatives that include commitments to originate mortgages held for sale, certain loan sale agreements, and other financial instruments that meet the definition of a derivative. Refer to Note 8 for additional information.

Other Serviced Loans

The Company engages in other servicing relationships from time to time. The following table presents the unpaid principal balance of other serviced loans:

(dollars in millions)	September 30, 2026	December 31, 2025
Education	$283	$341
Commercial and industrial[1]	77	84

[1] Represents the government guaranteed portion of SBA loans sold to outside investors.

NOTE 6 - VARIABLE INTEREST ENTITIES

The Company, in the normal course of business, engages in a variety of activities with entities that are considered VIEs, as defined by GAAP, with its variable interest arising from contractual, ownership, or other monetary interests in the entity. A VIE typically does not have sufficient equity at risk to finance its activities without additional subordinated financial support from other parties.

For more details regarding the Company's involvement with VIEs, see Note 9 in the Company's 2025 Form 10-K.

Consolidated VIEs

The Company has consolidated VIEs related to secured borrowings collateralized by auto loans. The following table summarizes the carrying amount of assets and liabilities for the Company's consolidated VIEs:

(dollars in millions)	September 30, 2026	December 31, 2025
Assets:		
Interest-bearing deposits in banks	$102	$157
Net loans and leases	961	1,929
Other assets	7	11
Total assets	$1,070	$2,097
Liabilities:		
Long-term borrowed funds	$660	$1,598
Other liabilities	1	4
Total liabilities	$661	$1,602

Secured Borrowings

The Company utilizes a portion of its auto loan portfolio to support certain secured borrowing arrangements, which provide a source of funding for the Company and involves the transfer of auto loans to bankruptcy remote SPEs. These SPEs then issue asset-backed notes to third parties collateralized by the transferred loans.

The assets of a particular VIE are the primary source of funds to settle its obligations. Creditors of these VIEs do not have recourse to the general credit of the Company. The performance of the loans transferred is the most significant driver impacting the economic performance of the VIEs.

Unconsolidated VIEs

The Company is involved with various VIEs that are not consolidated including lending to SPEs, investments in asset-backed securities, and investments in entities that sponsor affordable housing and renewable energy projects. The Company's maximum exposure to loss resulting from its involvement with these entities is limited to the balance sheet carrying amount of its investments, unfunded commitments, and the outstanding principal balance of loans to SPEs.

The following table provides a summary of the assets and liabilities included in the Consolidated Balance Sheets related to unconsolidated VIEs that the Company holds an interest in, but is not the primary beneficiary of:

(dollars in millions)	September 30, 2026	December 31, 2025
Lending to SPEs included in Loans and leases	$6,760	$5,631
Tax-advantaged investments included in Other assets[(1)]	3,044	2,967
Unfunded commitments for tax-advantaged investments included in Other liabilities[(1)]	1,016	1,066
Asset-backed investments included in Debt securities	954	1,118
Other investments included in Other assets	18	17
Unfunded commitments for other investments included in Other liabilities	2	2

[(1)] Includes LIHTC and renewable energy investments.

Lending to Special Purpose Entities

The Company provides lending facilities to third-party sponsored SPEs within its Capital Markets business. The SPEs are primarily funded through these lending facilities or a syndication in which the Company participates. The principal risk of these lending facilities is the credit risk related to the underlying assets in the SPE, in which the Company generally holds a priority position. As of September 30, 2026 and December 31, 2025, the lending facilities had undrawn commitments to extend credit of $4.9 billion and $4.0 billion, respectively. For more information on commitments to extend credit, see Note 11.

Tax-Advantaged Investments

Low Income Housing Tax Credit Partnerships

The Company makes certain equity investments in various limited partnerships that sponsor affordable housing projects utilizing federal tax incentives pursuant to Section 42 of the Internal Revenue Code. The objective of these investments is to generate a satisfactory return on capital, encourage investment in projects that serve affordable housing product offerings, and further the goals of the Community Reinvestment Act. The principal activities of the limited partnerships include the identification, development, and operation of multifamily housing properties leased to qualifying residential tenants. Funding for these investments is generally provided through a combination of debt and equity.

The Company's investments in LIHTC partnerships totaled $2.8 billion as of September 30, 2026 and December 31, 2025, with unfunded commitments related to these investments totaling $968 million and $1.1 billion, respectively.

Renewable Energy Entities

The Company's investments in certain renewable energy entities provide benefits from government incentives and other tax attributes. The Company's investments in renewable energy entities totaled $224 million and $201 million, respectively, as of September 30, 2026 and December 31, 2025, with unfunded commitments related to these investments totaling $48 million as of September 30, 2026. Unfunded commitments are contingent upon the level of electricity production attained by the renewable energy entity relative to its targeted threshold, changes in the production tax credit rates set by the Internal Revenue Service, and the achievement of commercial operation for a certain renewable energy project under its power purchase agreement.

A*sset-backed securities*

The Company's investments in asset-backed securities are collateralized by education and residential mortgage loans sold to third-party sponsored VIEs. The Company acts as the primary servicer for the sold education loans and receives a servicing fee, with a third-party servicer responsible for all loans that become significantly delinquent. With respect to sold residential mortgage loans, the Company initially purchases these loans from third parties as part of its mortgage banking activities and then subsequently sells them to FNMA or FHLMC in exchange for mortgage-backed securities issued by securitization SPEs that they sponsor. The securitizations are structured without recourse to the Company except for standard representations and warranties and with no restrictions on the retained interests. The Company does not retain servicing for the sold residential mortgage loans.

Retained interests from the sale and securitization of originated residential mortgage loans totaled $15 million during the three and nine months ended September 30, 2026, and $87 million during the three and nine months ended September 30, 2025. The mortgage-backed securities received from the issuers, FNMA and FHLMC, include a substantive guarantee and are classified as Debt securities available for sale in the Consolidated Balance Sheets.

Other Investments

The Company makes certain equity investments in various tax credit limited partnerships or limited liability companies in order to achieve a satisfactory return on capital and to assist the Company in achieving goals associated with the Community Reinvestment Act.

The following table summarizes the impact to the Consolidated Statements of Operations relative to the Company's tax credit programs for which it has elected to apply the proportional amortization method of accounting:

	Three Months Ended September 30,		Nine Months Ended September 30,	
(dollars in millions)	2026	2025	2026	2025
Tax credits recognized	$115	$99	$341	$309
Other tax benefits recognized	25	24	76	73
Amortization	(109)	(98)	(328)	(304)
Net benefit (expense) included in Income tax expense	31	25	89	78
Other income	1	1	4	5
Allocated income (loss) on investments	(4)	(3)	(12)	(10)
Net benefit (expense) included in Noninterest income	(3)	(2)	(8)	(5)
Net benefit (expense) included in the Consolidated Statements of Operations	$28	$23	$81	$73

The Company did not recognize impairment losses resulting from the forfeiture or ineligibility of income tax credits or other circumstances during the three and nine months ended September 30, 2026 and 2025.

NOTE 7 - BORROWED FUNDS

Short-term borrowed funds

Borrowings with original maturities of one year or less are classified as short-term and were comprised of the following:

(dollars in millions)	September 30, 2026	December 31, 2025
Other short-term borrowed funds[(1)]	$819	$58
Total short-term borrowed funds	$819	$58

[(1)] Consists primarily of FHLB advances and short positions held by the Company's commercial broker dealer as of September 30, 2026, and short positions held by the Company's commercial broker dealer as of December 31, 2025. See Note 8 for additional information regarding forward purchase contracts entered into to economically hedge short positions held by the Company's commercial broker dealer.

Long-term borrowed funds

The following table presents a summary of the Company's long-term borrowed funds:

(dollars in millions)	September 30, 2026	December 31, 2025
Parent Company:		
2.850% fixed-rate senior unsecured notes, due July 2026	$—	$500
5.841% fixed/floating-rate senior unsecured notes, due January 2030	1,247	1,246
2.500% fixed-rate senior unsecured notes, due February 2030	299	299
3.250% fixed-rate senior unsecured notes, due April 2030	748	747
3.750% fixed-rate reset subordinated debt, due February 2031[(1)]	—	69
4.300% fixed-rate reset subordinated debt, due February 2031[(1)]	—	135
4.350% fixed-rate reset subordinated debt, due February 2031[(1)]	—	60
5.253% fixed/floating-rate senior unsecured notes, due March 2031	748	747
5.718% fixed/floating-rate senior unsecured notes, due July 2032	1,245	1,244
2.638% fixed-rate subordinated debt, due September 2032	582	577
6.645% fixed/floating-rate senior unsecured notes, due April 2035	746	746
5.299% fixed-reset subordinated notes, due January 2036	398	—
5.641% fixed-rate reset subordinated debt, due May 2037	398	398
CBNA's Global Note Program:		
4.575% fixed/floating-rate senior unsecured notes, due August 2028	799	799
4.192% fixed/floating-rate senior unsecured notes, due January 2029	748	—
4.870% fixed/floating-rate senior unsecured notes, due August 2029	738	—
Additional Borrowings by CBNA and Other Subsidiaries:		
Federal Home Loan Bank advances, 4.220% weighted average rate, due through 2045[(2)(3)]	7,613	2,013
Secured borrowings, 5.601% weighted average rate, due through 2031[(2)(4)]	687	1,625
Other	17	19
Total long-term borrowed funds	$17,013	$11,224

[(1)] Notes were redeemed in February 2026.
[(2)] Rate disclosed reflects the weighted average rate as of September 30, 2026.
[(3)] Represents floating-rate advances that are prepayable without penalty if paid on the monthly interest rate-reset date.
[(4)] Collateralized by loans. See Note 6 for additional information.

At September 30, 2026, the Company's long-term borrowed funds include principal balances of $17.1 billion, unamortized debt issuance costs and discounts of $66 million, and hedging basis adjustments of ($9) million. At December 31, 2025, the Company's long-term borrowed funds include principal balances of $11.3 billion and unamortized debt issuance costs and discounts of $71 million. See Note 8 for further information about the Company's hedging of certain long-term borrowed funds.

Advances, lines of credit, and letters of credit from the FHLB are collateralized primarily by residential mortgages and home equity products sufficient to satisfy the collateral maintenance level established by the FHLB. The utilized FHLB borrowing capacity, primarily for advances and letters of credit, was $12.4 billion and $7.1 billion at September 30, 2026 and December 31, 2025, respectively. The Company's available FHLB borrowing capacity was $18.6 billion and $22.1 billion at September 30, 2026 and December 31, 2025, respectively. The Company can also borrow from the FRB discount window to meet short-term liquidity requirements. Collateral, including certain loans, is pledged to support this borrowing capacity. At September 30, 2026, the Company's unused secured borrowing capacity was approximately $77.7 billion, which includes unencumbered securities, FHLB borrowing capacity, and FRB discount window capacity.

NOTE 8 - DERIVATIVES

In the normal course of business, the Company enters into derivative transactions to meet the financing and hedging needs of its customers and reduce its own exposure to fluctuations in interest rates and foreign currency exchange rates. These transactions include interest rate swap contracts, interest rate options, foreign exchange contracts, residential loan commitment rate locks, interest rate future contracts, swaptions, certain commodities, forward commitments to sell TBAs, forward purchase and sale contracts, and purchase options. The Company does not use derivatives for speculative purposes. Information regarding the valuation methodology and inputs used to estimate the fair value of the Company's derivative instruments is described in Note 18 in the Company's 2025 Form 10-K.

The following table presents derivative assets and liabilities included in the Consolidated Balance Sheets:

(dollars in millions)	September 30, 2026			December 31, 2025		
	Notional Amount	Derivative Assets	Derivative Liabilities	Notional Amount	Derivative Assets	Derivative Liabilities
Derivatives designated as hedging instruments:						
Interest rate contracts	$59,211	$134	$6	$67,358	$366	$25
Derivatives not designated as hedging instruments:						
Interest rate contracts	193,146	149	931	180,977	187	446
Foreign exchange contracts	39,317	518	342	40,401	510	373
Commodities contracts	13,869	951	867	10,974	458	405
TBA contracts	5,097	75	52	3,043	2	6
Other contracts	671	1	19	968	9	3
Total derivatives not designated as hedging instruments	252,100	1,694	2,211	236,363	1,166	1,233
Total gross derivatives	311,311	1,828	2,217	303,721	1,532	1,258
Less: Gross amounts offset in the Consolidated Balance Sheets[(1)]		(687)	(687)		(342)	(342)
Less: Cash collateral applied[(1)]		(399)	(151)		(494)	(137)
Total net derivatives presented in the Consolidated Balance Sheets		$742	$1,379		$696	$779

[(1)] Amounts represent the impact of enforceable master netting agreements that allow the Company to net settle positive and negative positions, as well as collateral paid and received.

The Company's derivative transactions are internally divided into three sub-groups: institutional, customer facilitation, and residential loan. Certain derivative transactions within these sub-groups are designated as fair value or cash flow hedges, as described below:

Derivatives Designated As Hedging Instruments

The Company's institutional derivatives qualify for hedge accounting treatment. The net interest accruals on interest rate swaps designated in a fair value or cash flow hedge relationship are treated as an adjustment to interest income or interest expense of the item being hedged. At inception, the Company documents each hedging relationship and the related risk-management objective and strategy. In addition, the effectiveness of each hedge relationship is monitored during the duration of the hedge period. The methods utilized to assess hedge effectiveness vary based on the hedge relationship, with each relationship monitored to ensure that management's initial intent continues to be satisfied. Hedge accounting treatment is discontinued when the derivative is terminated or when it is determined that a derivative is not expected to be, or has ceased to be, an effective hedge. Changes in the fair value of a derivative are reflected in earnings after termination of the hedge relationship.

Fair Value Hedges

In a fair value hedge, changes in the fair value of both the derivative instrument and the hedged asset or liability attributable to the risk being hedged are recognized in the same income statement line item in the Consolidated Statements of Operations when the changes in fair value occur. At September 30, 2026 and December 31, 2025, the Company has designated $3.8 billion of interest rate swaps as fair value hedges of its fixed-rate prepayable AFS securities portfolio using the portfolio layer method. This approach allows the Company to designate as the hedged item a stated amount of the assets that are not expected to be affected by prepayments, defaults, and other factors affecting the timing and amount of cash flows. At September 30, 2026 and December 31, 2025, the Company has also designated $1.2 billion and $2.8 billion, respectively, of interest rate swaps as fair value hedges to manage interest rate risk within its nonprepayable fixed-rate AFS securities portfolio.

The following table presents the effect of fair value hedges on the Consolidated Statements of Operations and the respective line items affected for each hedged item:

	Location and Amount of Gains (Losses) Recognized	
	Interest Income	Interest Expense
(dollars in millions)	Investment Securities	Long-Term Borrowed Funds
Three Months Ended September 30, 2026		
Gains (losses) on fair value hedges recognized on:		
Hedged items	($128)	$9
Derivatives	130	(9)
Amounts related to interest settlements on derivatives	(1)	—
Total net interest income recognized on fair value hedges	$1	$—
Three Months Ended September 30, 2025		
Gains (losses) on fair value hedges recognized on:		
Hedged items	$12	($3)
Derivatives	(12)	3
Amounts related to interest settlements on derivatives	14	(3)
Total net interest income recognized on fair value hedges	$14	($3)
Nine Months Ended September 30, 2026		
Gains (losses) on fair value hedges recognized on:		
Hedged items	($225)	$9
Derivatives	229	(9)
Amounts related to interest settlements on derivatives	(3)	—
Total net interest income recognized on fair value hedges	$1	$—
Nine Months Ended September 30, 2025		
Gains (losses) on fair value hedges recognized on:		
Hedged items	$178	($7)
Derivatives	(180)	7
Amounts related to interest settlements on derivatives	38	(8)
Total net interest income recognized on fair value hedges	$36	($8)

The following table reflects amounts recorded in the Consolidated Balance Sheets related to cumulative basis adjustments for fair value hedges:

	September 30, 2026		December 31, 2025	
(dollars in millions)	Debt securities available for sale[1]	Long-term borrowed funds	Debt securities available for sale[1]	Long-term borrowed funds
Carrying amount of hedged assets[2]	$5,725	$—	$8,009	$—
Carrying amount of hedged liabilities	—	738	—	—
Cumulative amount of fair value hedging adjustments included in the carrying amount of the hedged items	(157)	(9)	48	—

[1] Includes the amortized cost basis of closed portfolios used to designate hedging relationships under the portfolio layer method. The hedged item is a layer of the closed portfolio which is expected to be remaining at the end of the hedging relationship. As of September 30, 2026 and December 31, 2025, the amortized cost basis of the closed portfolios used in these hedging relationships was $4.5 billion and $5.1 billion, respectively, including associated cumulative basis adjustments of $(141) million and $17 million, respectively. The amount of the designated hedging instruments was $3.8 billion at September 30, 2026 and December 31, 2025.

[2] Carrying amount represents amortized cost.

Cash Flow Hedges

In a cash flow hedge, the entire change in the fair value of the interest rate swap included in the assessment of hedge effectiveness is initially recorded in OCI and is subsequently reclassified from AOCI into earnings in the period during which the hedged item affects earnings.

The Company enters into interest rate swap agreements designed primarily to hedge a portion of its floating-rate assets and liabilities. All of these swaps are deemed highly effective cash flow hedges. From time to time, the Company may also enter into certain interest rate option agreements that utilize interest rate floors and/or caps. Option premiums paid and received are excluded from the assessment of hedge effectiveness and are amortized over the life of the instruments.

The following table presents the pretax net gains (losses) recorded in the Consolidated Statements of Operations and in the Consolidated Statements of Comprehensive Income related to derivative instruments designated as cash flow hedges:

	Three Months Ended September 30,		Nine Months Ended September 30,	
(dollars in millions)	2026	2025	2026	2025
Pretax net gains (losses) recognized in OCI	($505)	($21)	($920)	$376
Pretax net gains (losses) reclassified from AOCI into interest income	(58)	(193)	(244)	(591)
Pretax net gains (losses) reclassified from AOCI into noninterest income	—	(4)	—	(5)
Pretax net gains (losses) reclassified from AOCI into interest expense	—	—	—	(1)

The Company estimates that $176 million in pretax net losses related to cash flow hedge strategies will be reclassified from AOCI to earnings over the next 12 months. These losses could differ from amounts recognized due to changes in interest rates, hedge de-designations, or the addition of other hedges after September 30, 2026.

Derivatives Not Designated As Hedging Instruments

The Company offers derivatives to customers in connection with their risk management needs consisting primarily of interest rate, foreign exchange, and commodity contracts. Market risk exposure from customer transactions is primarily managed by entering into a variety of hedging transactions with third-party dealers. Gains and losses on customer-related derivatives are reported in Foreign exchange and derivatives products in the Consolidated Statements of Operations.

The Company also offers at-the-market equity programs to facilitate capital market activities for customers. These programs involve the concurrent short sale of an equity security and the execution of a forward purchase contract for the same equity security. The forward purchase contract economically hedges the Company's short sale position and will be closed against such position when a program concludes. Changes in fair value related to the forward purchase contracts are reported in Capital markets fees in the Consolidated Statements of Operations.

Residential mortgage loans that will be sold in the secondary market and the related loan commitments, which are considered derivatives, are accounted for at fair value. Forward contracts to sell mortgage-backed securities are utilized to hedge the fair value of the loans and related commitments. Gains and losses on the loans and related commitments, and the derivatives used to economically hedge them, are reported in Mortgage banking fees in the Consolidated Statements of Operations.

Residential MSRs are accounted for at fair value. Derivatives utilized to hedge the fair value of residential MSRs include interest rate futures, swaps, options, and forward contracts to purchase mortgage-backed securities. Gains and losses on residential MSRs and the related derivatives are reported in Mortgage banking fees in the Consolidated Statements of Operations.

The following table presents the effect of economic hedges on noninterest income:

(dollars in millions)	Amounts Recognized in Noninterest Income for the Three Months Ended September 30, 2026	2025	Nine Months Ended September 30, 2026	2025	Affected Line Item in the Consolidated Statements of Operations
Economic hedge type:					
Customer interest rate contracts	($453)	($17)	($693)	$218	Foreign exchange and derivative products
Derivatives hedging interest rate risk	462	29	724	(190)	Foreign exchange and derivative products
Customer foreign exchange contracts	(23)	(72)	(174)	345	Foreign exchange and derivative products
Derivatives hedging foreign exchange risk	47	107	253	(423)	Foreign exchange and derivative products
Customer commodity contracts	170	(122)	211	(81)	Foreign exchange and derivative products
Derivatives hedging commodity price risk	(163)	125	(189)	96	Foreign exchange and derivative products
Residential loan commitments	(28)	4	(39)	13	Mortgage banking fees
Derivatives hedging residential loan commitments and mortgage loans held for sale, at fair value	66	(14)	80	(28)	Mortgage banking fees
Derivative contracts used to hedge residential MSRs	(120)	(1)	(142)	26	Mortgage banking fees
Derivative contracts used to hedge equity price risk	16	4	30	15	Capital markets fees
Total	($26)	$43	$61	($9)	

NOTE 9 - ACCUMULATED OTHER COMPREHENSIVE INCOME (LOSS)

The following table summarizes the components of the Company's OCI:

(dollars in millions)	Pretax	Tax Effect	After-tax
Three Months Ended September 30, 2026			
Net unrealized gains (losses) on cash flow hedges arising during the period	($505)	$134	($371)
Reclassification of net (gains) losses on cash flow hedges to earnings	58	(15)	43
Net unrealized gains (losses) on cash flow hedges	(447)	119	(328)
Net unrealized gains (losses) on AFS securities arising during the period	(1,496)	380	(1,116)
Reclassification of net (gains) losses on investment securities to earnings	28	(7)	21
Net unrealized gains (losses) on investment securities	(1,468)	373	(1,095)
Net actuarial gain (loss) arising during the period	—	—	—
Amortization of actuarial (gain) loss to earnings	3	(1)	2
Defined benefit plans	3	(1)	2
Total other comprehensive income (loss)	($1,912)	$491	($1,421)
Three Months Ended September 30, 2025			
Net unrealized gains (losses) on cash flow hedges arising during the period	($21)	$5	($16)
Reclassification of net (gains) losses on cash flow hedges to earnings	197	(53)	144
Net unrealized gains (losses) on cash flow hedges	176	(48)	128
Net unrealized gains (losses) on AFS securities arising during the period	300	(77)	223
Reclassification of net (gains) losses on investment securities to earnings	24	(6)	18
Net unrealized gains (losses) on investment securities	324	(83)	241
Net actuarial gain (loss) arising during the period	—	—	—
Amortization of actuarial (gain) loss to earnings	4	(1)	3
Defined benefit plans	4	(1)	3
Total other comprehensive income (loss)	$504	($132)	$372
Nine Months Ended September 30, 2026			
Net unrealized gains (losses) on cash flow hedges arising during the period	($920)	$245	($675)
Reclassification of net (gains) losses on cash flow hedges to earnings	244	(65)	179
Net unrealized gains (losses) on cash flow hedges	(676)	180	(496)
Net unrealized gains (losses) on AFS securities arising during the period	(1,723)	436	(1,287)
Reclassification of net (gains) losses on investment securities to earnings	85	(21)	64
Net unrealized gains (losses) on investment securities	(1,638)	415	(1,223)
Net actuarial gain (loss) arising during the period	—	—	—
Amortization of actuarial (gain) loss to earnings	9	(2)	7
Defined benefit plans	9	(2)	7
Total other comprehensive income (loss)	($2,305)	$593	($1,712)
Nine Months Ended September 30, 2025			
Net unrealized gains (losses) on cash flow hedges arising during the period	$376	($101)	$275
Reclassification of net (gains) losses on cash flow hedges to earnings	597	(160)	437
Net unrealized gains (losses) on cash flow hedges	973	(261)	712
Net unrealized gains (losses) on AFS securities arising during the period	753	(192)	561
Reclassification of net (gains) losses on investment securities to earnings	64	(16)	48
Net unrealized gains (losses) on investment securities	817	(208)	609
Net actuarial gain (loss) arising during the period	—	—	—
Amortization of actuarial (gain) loss to earnings	10	(3)	7
Defined benefit plans	10	(3)	7
Total other comprehensive income (loss)	$1,800	($472)	$1,328

The following table summarizes the activity in each component of AOCI, net of income taxes:

(dollars in millions)	Net Unrealized Gains (Losses) on Cash Flow Hedges	Net Unrealized Gains (Losses) on Investment Securities	Defined Benefit Plans	Total AOCI
Three Months Ended September 30, 2026				
Balance at July 1, 2026	($286)	($1,731)	($244)	($2,261)
Other comprehensive income (loss) before reclassifications	(371)	(1,116)	—	(1,487)
Amounts reclassified from AOCI to earnings	43	21	2	66
Total other comprehensive income (loss)	(328)	(1,095)	2	(1,421)
Balance at September 30, 2026	($614)	($2,826)	($242)	($3,682)
Three Months Ended September 30, 2025				
Balance at July 1, 2025	($341)	($2,001)	($297)	($2,639)
Other comprehensive income (loss) before reclassifications	(16)	223	—	207
Amounts reclassified from AOCI to earnings	144	18	3	165
Total other comprehensive income (loss)	128	241	3	372
Balance at September 30, 2025	($213)	($1,760)	($294)	($2,267)
Nine Months Ended September 30, 2026				
Balance at January 1, 2026	($118)	($1,603)	($249)	($1,970)
Other comprehensive income (loss) before reclassifications	(675)	(1,287)	—	(1,962)
Amounts reclassified from AOCI to earnings	179	64	7	250
Total other comprehensive income (loss)	(496)	(1,223)	7	(1,712)
Balance at September 30, 2026	($614)	($2,826)	($242)	($3,682)
Nine Months Ended September 30, 2025				
Balance at January 1, 2025	($925)	($2,369)	($301)	($3,595)
Other comprehensive income (loss) before reclassifications	275	561	—	836
Amounts reclassified from AOCI to earnings	437	48	7	492
Total other comprehensive income (loss)	712	609	7	1,328
Balance at September 30, 2025	($213)	($1,760)	($294)	($2,267)
Primary location in the Consolidated Statements of Operations of amounts reclassified from AOCI	Net interest income	Securities gains, net and Net interest income	Other operating expense	

NOTE 10 - STOCKHOLDERS' EQUITY

Preferred Stock

The following table summarizes the Company's preferred stock:

		September 30, 2026		December 31, 2025	
(dollars in millions, except per share data)	Liquidation value per share	Preferred Shares	Carrying Amount	Preferred Shares	Carrying Amount
Authorized ($25 par value per share)		100,000,000		100,000,000	
Issued and outstanding:					
Series B	$1,000	300,000	$296	300,000	$296
Series C	1,000	300,000	297	300,000	297
Series E	1,000 [1]	450,000 [2]	437	450,000	437
Series G	1,000	—	—	300,000	296
Series H	1,000 [1]	400,000 [3]	392	400,000	392
Series I	1,000 [1]	400,000 [4]	393	400,000	393
Series J	1,000	400,000	395	—	—
Total		2,250,000	$2,210	2,150,000	$2,111

[1] Equivalent to $25 per depositary share.
[2] Represented by 18,000,000 depositary shares each representing a 1/40th interest in the Series E Preferred Stock.
[3] Represented by 16,000,000 depositary shares each representing a 1/40th interest in the Series H Preferred Stock.
[4] Represented by 16,000,000 depositary shares each representing a 1/40th interest in the Series I Preferred Stock.

In July 2026, the Company issued $400 million, or 400,000 shares, of 6.750% Fixed-Rate Reset Non-Cumulative Perpetual Series J Preferred Stock, par value $25 per share, with a liquidation preference of $1,000 per share (the "Series J Preferred Stock"). Net proceeds were $395 million after underwriting fees and other expenses. The Series J Preferred Stock has no stated maturity and is not subject to any sinking fund or other obligation of the Company. With the prior approval of the FRB or other appropriate federal banking agency, as required under applicable capital rules, the Company may redeem the Series J Preferred Stock at a redemption price of $1,000 per share, plus any declared and unpaid dividends. The Series J Preferred Stock is redeemable at the Company's option, in whole or in part, on any dividend payment date on or after October 6, 2031 or, in whole but not in part, at any time within 90 days following a regulatory capital treatment event. Holders of the Series J Preferred Stock have no voting rights, except in limited circumstances or as otherwise required by law.

In September 2026, the Company provided notice of its intent to redeem all outstanding shares of its 4.000% Fixed-Rate Reset Non-Cumulative Perpetual Series G Preferred Stock (the "Series G Preferred Stock"). At that time, the Series G Preferred Stock was reclassified from Preferred stock to Other liabilities in the Consolidated Balance Sheets. On October 6, 2026, the Company redeemed all outstanding shares of the Series G Preferred Stock at a redemption price of $1,000 per share.

For further detail regarding the terms and conditions of the Company's preferred stock, see Note 15 in the Company's 2025 Form 10-K.

Dividends

The following tables summarize the Company's common and preferred stock dividend activity:

	Three Months Ended September 30, 2026			Three Months Ended September 30, 2025		
(dollars in millions, except per share data)	Dividends Declared per Share	Dividends Declared	Dividends Paid	Dividends Declared per Share	Dividends Declared	Dividends Paid
Common stock	$0.46	$197	$197	$0.42	$184	$184
Preferred stock						
Series B	$17.93	$6	$6	$19.07	$5	$5
Series C	18.32	5	5	19.46	5	6
Series E	12.50	6	6	12.50	6	6
Series F	—	—	—	14.13	6	6
Series G	10.00	3	3	10.00	3	3
Series H	18.43	7	7	18.43	7	7
Series I	16.25	6	7	—	—	—
Total preferred stock		$33	$34		$32	$33

	Nine Months Ended September 30, 2026			Nine Months Ended September 30, 2025		
(dollars in millions, except per share data)	Dividends Declared per Share	Dividends Declared	Dividends Paid	Dividends Declared per Share	Dividends Declared	Dividends Paid
Common stock	$1.38	$593	$593	$1.26	$555	$555
Preferred stock						
Series B	$52.76	$16	$16	$57.26	$17	$17
Series C	53.93	16	16	58.43	17	18
Series E	37.50	17	17	37.50	17	17
Series F	—	—	—	42.38	17	17
Series G	30.00	9	9	30.00	9	9
Series H	55.31	22	22	55.31	22	22
Series I	48.75	19	25	—	—	—
Total preferred stock		$99	$105		$99	$100

Treasury Stock

During the nine months ended September 30, 2026 and 2025, the Company repurchased $650 million, or 10,090,578 shares, and $475 million, or 11,129,200 shares, respectively, of its outstanding common stock, which are held in treasury stock.

NOTE 11 - COMMITMENTS AND CONTINGENCIES

A summary of outstanding off-balance sheet arrangements is presented below. For more information on these arrangements, see Note 17 in the Company's 2025 Form 10-K.

(dollars in millions)	September 30, 2026	December 31, 2025
Commitments to extend credit	$110,480	$105,880
Letters of credit	2,730	1,902
Loans sold with recourse	78	85
Risk participation agreements	20	37
Other commitments	7	11
Total	$113,315	$107,915

Commitments to Extend Credit

Commitments to extend credit are agreements to lend to customers in accordance with conditions contractually agreed upon in advance. These commitments generally have fixed expiration dates or termination clauses and may require payment of a fee. Since many of these commitments are expected to expire without being drawn upon, the contract amounts are not necessarily indicative of future cash requirements.

Letters of Credit

Letters of credit in the table above reflect commercial, standby financial, and standby performance letters of credit. Financial and performance standby letters of credit are issued by the Company for the benefit of its customers. They are used as conditional guarantees of payment to a third party in the event the customer either fails to make specific payments or fails to complete a specific project or activity. The Company's exposure to credit loss in the event of counterparty nonperformance in connection with the above instruments is represented by the contractual amount of those instruments. Letters of credit are generally secured according to the creditworthiness of the counterparty, with collateral including, but not limited to, cash, accounts receivable, inventory, or investment securities. Credit risk associated with letters of credit is considered in determining the appropriate amount of the allowance for unfunded commitments. Standby and commercial letters of credit are issued for terms of no more than two years and one year, respectively.

Loans Sold with Recourse

The Company is an originator and servicer of residential mortgages and routinely sells such mortgage loans in the secondary market and to GSEs. In the context of such sales, the Company makes certain representations and warranties regarding the characteristics of the underlying loans and, as a result, may be contractually required to repurchase such loans or indemnify certain parties against losses for certain breaches of those representations and warranties. The Company also sells the government guaranteed portion of certain SBA loans to outside investors, for which it retains the servicing rights.

Risk Participation Agreements

RPAs are guarantees issued by the Company to other parties for a fee, whereby the Company agrees to participate in the credit risk of a derivative customer of the other party. The current amount of credit exposure is spread out over multiple counterparties. At September 30, 2026, the remaining terms on these RPAs ranged from less than one year to nine years.

Contingencies

The Company operates in a legal and regulatory environment that exposes it to potentially significant risks. A certain amount of litigation ordinarily results from the nature of the Company's banking and other businesses. The Company is a party to legal proceedings, including class actions. The Company is also the subject of investigations, reviews, subpoenas, and regulatory matters arising out of its normal business operations which, in some instances, relate to concerns about fair lending, unfair and/or deceptive practices, and mortgage-related issues. In addition, the Company engages in discussions with relevant governmental and regulatory authorities on a regular and ongoing basis regarding various issues, and any issues discussed or identified may result in investigatory or other action being taken. Litigation and regulatory matters may result in settlements, damages, fines, penalties, public or private censure, increased costs, required remediation, restrictions on business activities, or other impacts on the Company.

In these disputes and proceedings, the Company contests liability and the amount of damages as appropriate. Given their complex nature, and based on the Company's experience, it may be years before some of these matters are resolved. Moreover, before liability can be reasonably estimated for a claim, numerous legal and factual issues may need to be examined, including through potentially lengthy discovery and determination of important factual matters, and by addressing novel or unsettled legal issues relevant to the proceedings in question. The Company cannot predict with certainty if, how, or when such claims will be resolved or what the eventual settlement, fine, penalty, or other relief, if any, may be, particularly for claims that are at an early stage in their development or where claimants seek substantial or indeterminate damages. The Company recognizes a provision for a claim when, in the opinion of management after seeking legal advice, it is probable that a liability exists and the amount of loss can be reasonably estimated. In many proceedings, however, it is not possible to determine whether any loss is probable or to estimate the amount of any loss.

Based on information currently available, the advice of legal counsel and other advisers, and established reserves, management believes that the aggregate liabilities, if any, potentially arising from these proceedings will not have a materially adverse effect on the Company’s unaudited interim Consolidated Financial Statements.

NOTE 12 - FAIR VALUE MEASUREMENTS

The Company measures or monitors many of its assets and liabilities on a fair value basis. Fair value is used on a recurring basis for assets and liabilities for which fair value is the required or elected measurement basis of accounting. Fair value is also used on a nonrecurring basis to evaluate assets for impairment or for disclosure purposes. Nonrecurring fair value adjustments typically involve the application of lower of cost or market accounting or write-downs of individual assets. Fair value measurement guidance is also applied to disclosures in this Note related to assets and liabilities that are not required to be reported at fair value in the financial statements.

For more information on the measurement of fair value for the Company’s assets and liabilities, including the election of the fair value option and valuation techniques utilized to measure fair value on a recurring and nonrecurring basis, see Note 18 in the Company’s 2025 Form 10-K.

Fair Value Option

The Company has elected to account for residential mortgage LHFS and certain commercial LHFS under the fair value option. Under the fair value option, residential mortgage LHFS and certain commercial LHFS are initially measured at fair value with subsequent changes in fair value recognized in Mortgage banking fees and Capital markets fees, respectively, in the Consolidated Statements of Operations. The following table presents the difference between the aggregate fair value and the aggregate unpaid principal balance of LHFS measured at fair value:

	September 30, 2026			December 31, 2025		
(dollars in millions)	Aggregate Fair Value	Aggregate Unpaid Principal	Aggregate Fair Value Greater (Less) Than Aggregate Unpaid Principal	Aggregate Fair Value	Aggregate Unpaid Principal	Aggregate Fair Value Greater (Less) Than Aggregate Unpaid Principal
Residential mortgage loans held for sale	$515	$524	($9)	$895	$872	$23
Commercial loans held for sale	141	146	(5)	170	185	(15)

Recurring Fair Value Measurements

The Company utilizes a variety of valuation techniques to measure its assets and liabilities at fair value on a recurring basis. The following table presents assets and liabilities measured at fair value, including gross derivative assets and liabilities, on a recurring basis at September 30, 2026:

(dollars in millions)	Total	Level 1	Level 2	Level 3
Debt securities available for sale:				
Mortgage-backed securities	$31,416	$—	$31,416	$—
Collateralized loan obligations	40	—	40	—
State and political subdivisions	1	—	1	—
U.S. Treasury and other	4,573	4,573	—	—
Total debt securities available for sale	36,030	4,573	31,457	—
Loans held for sale:				
Residential loans held for sale	515	—	515	—
Commercial loans held for sale	141	—	141	—
Total loans held for sale, at fair value	656	—	656	—
Mortgage servicing rights	1,602	—	—	1,602
Derivative assets:				
Interest rate contracts	283	—	283	—
Foreign exchange contracts	518	—	518	—
Commodities contracts	951	—	951	—
TBA contracts	75	—	75	—
Other contracts	1	—	—	1
Total derivative assets	1,828	—	1,827	1
Equity securities, at fair value[(1)]	341	341	—	—
Short-term investments	102	—	102	—
Total assets	$40,559	$4,914	$34,042	$1,603
Derivative liabilities:				
Interest rate contracts	$937	$—	$937	$—
Foreign exchange contracts	342	—	342	—
Commodities contracts	867	—	867	—
TBA contracts	52	—	52	—
Other contracts	19	—	10	9
Total derivative liabilities	2,217	—	2,208	9
Short-term borrowed funds	69	64	5	—
Other liabilities	109	—	109	—
Total liabilities	$2,395	$64	$2,322	$9

[(1)] Excludes investments of $71 million included in Other assets in the Consolidated Balance Sheets that are measured at fair value using the net asset value per share (or its equivalent) practical expedient. These investments include capital contributions to private investment funds and have unfunded capital commitments of $11 million at September 30, 2026, which may be called at any time during prescribed time periods. The credit exposure is generally limited to the carrying amount of investments made and unfunded capital commitments.

The following table presents assets and liabilities measured at fair value, including gross derivative assets and liabilities, on a recurring basis at December 31, 2025:

(dollars in millions)	Total	Level 1	Level 2	Level 3
Debt securities available for sale:				
Mortgage-backed securities	$32,484	$—	$32,484	$—
Collateralized loan obligations	89	—	89	—
State and political subdivisions	1	—	1	—
U.S. Treasury and other	3,123	3,123	—	—
Total debt securities available for sale	35,697	3,123	32,574	—
Loans held for sale:				
Residential loans held for sale	895	—	895	—
Commercial loans held for sale	170	—	170	—
Total loans held for sale, at fair value	1,065	—	1,065	—
Mortgage servicing rights	1,455	—	—	1,455
Derivative assets:				
Interest rate contracts	553	—	553	—
Foreign exchange contracts	510	—	510	—
Commodities contracts	458	—	458	—
TBA contracts	2	—	2	—
Other contracts	9	—	1	8
Total derivative assets	1,532	—	1,524	8
Equity securities, at fair value[(1)]	251	251	—	—
Short-term investments	72	40	32	—
Total assets	$40,072	$3,414	$35,195	$1,463
Derivative liabilities:				
Interest rate contracts	$471	$—	$471	$—
Foreign exchange contracts	373	—	373	—
Commodities contracts	405	—	405	—
TBA contracts	6	—	6	—
Other contracts	3	—	—	3
Total derivative liabilities	1,258	—	1,255	3
Short-term borrowed funds	52	40	12	—
Other liabilities	157	—	157	—
Total liabilities	$1,467	$40	$1,424	$3

[(1)] Excludes investments of $66 million included in Other assets in the Consolidated Balance Sheets that are measured at fair value using the net asset value per share (or its equivalent) practical expedient. These investments include capital contributions to private investment funds and have unfunded capital commitments of $14 million at December 31, 2025, which may be called at any time during prescribed time periods. The credit exposure is generally limited to the carrying amount of investments made and unfunded capital commitments.

The following tables present a roll forward of the balance sheet amounts for assets and liabilities measured at fair value on a recurring basis and classified as Level 3:

	Three Months Ended September 30, 2026		Nine Months Ended September 30, 2026	
(dollars in millions)	Mortgage Servicing Rights	Other Derivative Contracts	Mortgage Servicing Rights	Other Derivative Contracts
Beginning balance	$1,482	$7	$1,455	$5
Issuances	46	9	142	42
Settlements[2]	(33)	6	(118)	(12)
Changes in fair value recognized in earnings[3]	107	(30)	123	(43)
Ending balance	$1,602	($8)	$1,602	($8)

	Three Months Ended September 30, 2025		Nine Months Ended September 30, 2025	
(dollars in millions)	Mortgage Servicing Rights	Other Derivative Contracts	Mortgage Servicing Rights	Other Derivative Contracts
Beginning balance	$1,426	$15	$1,491	$1
Issuances	42	21	117	55
Sales[1]	—	—	(72)	—
Settlements[2]	(41)	(33)	(120)	(60)
Changes in fair value recognized in earnings[3]	3	1	14	8
Ending balance	$1,430	$4	$1,430	$4

[1] For MSRs, represents the sale of the excess servicing yield on MSRs.
[2] For MSRs, represents changes in value of the MSRs due to i) the passage of time including the impact from both regularly scheduled loan principal payments and partial paydowns, and ii) loans that paid off during the period. For other derivative contracts, represents the closeout of interest rate lock commitments and other cash payments.
[3] Represents changes in fair value primarily driven by market conditions. These changes are recorded in Mortgage banking fees and Other income in the Consolidated Statements of Operations.

The following table presents quantitative information about significant unobservable inputs utilized to measure the fair value of Level 3 assets and liabilities:

			September 30, 2026	December 31, 2025
Financial Instrument[1]	Valuation Technique	Unobservable Input	Range (Weighted Average)	Range (Weighted Average)
Mortgage servicing rights	Discounted Cash Flow	Constant prepayment rate	5-14% CPR (6% CPR)	6-15% CPR (7% CPR)
		Option adjusted spread	398-1,002 bps (550 bps)	398-1,038 bps (588 bps)
Other derivative contracts	Internal Model	Pull through rate	8-100% (86%)	8-100% (85%)
		MSR value	35-177 bps (132 bps)	25-177 bps (134 bps)

[1] Disclosures related to the fair value measurement of financial instruments deemed immaterial are not included.

Nonrecurring Fair Value Measurements

Fair value is also used on a nonrecurring basis to evaluate certain assets for impairment or for disclosure purposes. The following table presents losses recorded in earnings on assets measured at fair value on a nonrecurring basis, regardless of whether the asset is still held at period end:

	Three Months Ended September 30,		Nine Months Ended September 30,	
(dollars in millions)	2026	2025	2026	2025
Collateral-dependent loans	($9)	($39)	($59)	($124)

The following table presents the carrying amount and fair value hierarchy of assets that were held as of the period end indicated and for which a nonrecurring fair value adjustment was recorded in earnings during the year. Carrying amount represents the fair value of the asset as of its measurement date, or date on which a nonrecurring fair value adjustment was recorded.

	September 30, 2026				December 31, 2025			
(dollars in millions)	Total	Level 1	Level 2	Level 3	Total	Level 1	Level 2	Level 3
Collateral-dependent loans	$115	$—	$37	$78	$135	$—	$24	$111

Fair Value of Financial Instruments

The following tables present the estimated fair value for financial instruments not recorded at fair value in the Consolidated Financial Statements. The carrying amounts are recorded in the Consolidated Balance Sheets under the indicated captions.

	September 30, 2026							
	Total		Level 1		Level 2		Level 3	
(dollars in millions)	Carrying Value	Estimated Fair Value	Carrying Value	Estimated Fair Value	Carrying Value	Estimated Fair Value	Carrying Value	Estimated Fair Value
Financial assets[1]:								
Debt securities held to maturity	$8,298	$7,052	$—	$—	$8,024	$6,780	$274	$272
Loans held for sale	228	228	—	—	—	—	228	228
Net loans and leases	146,322	145,922	—	—	481	481	145,841	145,441
Other assets	1,067	1,067	—	—	1,021	1,021	46	46
Financial liabilities:								
Deposits	185,228	185,140	—	—	185,228	185,140	—	—
Short-term borrowed funds	750	750	—	—	750	750	—	—
Long-term borrowed funds	17,013	16,620	—	—	17,013	16,620	—	—

	December 31, 2025							
	Total		Level 1		Level 2		Level 3	
(dollars in millions)	Carrying Value	Estimated Fair Value	Carrying Value	Estimated Fair Value	Carrying Value	Estimated Fair Value	Carrying Value	Estimated Fair Value
Financial assets[1]:								
Debt securities held to maturity	$7,933	$7,150	$—	$—	$7,595	$6,812	$338	$338
Loans held for sale	133	133	—	—	—	—	133	133
Net loans and leases	140,749	140,131	—	—	437	437	140,312	139,694
Other assets	807	807	—	—	768	768	39	39
Financial liabilities:								
Deposits	183,313	183,277	—	—	183,313	183,277	—	—
Short-term borrowed funds	6	6	—	—	6	6	—	—
Long-term borrowed funds	11,224	11,472	—	—	11,224	11,472	—	—

[1] Excludes cash-related financial instruments not recorded at fair value in the Consolidated Balance Sheets with a carrying value and estimated fair value of $13.5 billion and $13.6 billion at September 30, 2026 and December 31, 2025, respectively.

NOTE 13 - NONINTEREST INCOME

A portion of the Company's noninterest income relates to certain fee-based revenue earned from contracts with customers based on the amount of consideration expected to be received upon the transfer of control of a good or service. For a description of the components of revenue from contracts with customers and how each component is recognized for the principal products and services of the Company's business segments, see Note 19 in the Company's 2025 Form 10-K.

The following tables present noninterest income segregated by revenue from contracts with customers and revenue from other sources, disaggregated by business segment. Revenue from other sources primarily includes income from letter of credit and loan fees, foreign exchange and derivative products, and mortgage banking fees.

	Three Months Ended September 30, 2026			
(dollars in millions)	Consumer Banking	Commercial Banking	Other	Consolidated
Service charges and fees	$83	$36	$—	$119
Capital markets fees	—	142	—	142
Wealth fees	109	—	—	109
Card fees	73	13	—	86
Other banking fees	1	5	—	6
Total revenue from contracts with customers	$266	$196	$—	$462
Total revenue from other sources[1]	51	89	45	185
Total noninterest income	$317	$285	$45	$647

	Three Months Ended September 30, 2025			
(dollars in millions)	Consumer Banking	Commercial Banking	Other	Consolidated
Service charges and fees	$78	$33	$—	$111
Capital markets fees	—	158	—	158
Wealth fees	93	—	—	93
Card fees	73	12	—	85
Other banking fees	1	4	—	5
Total revenue from contracts with customers	$245	$207	$—	$452
Total revenue from other sources[1]	66	79	33	178
Total noninterest income	$311	$286	$33	$630

	Nine Months Ended September 30, 2026			
(dollars in millions)	Consumer Banking	Commercial Banking	Other	Consolidated
Service charges and fees	$238	$110	$—	$348
Capital markets fees	—	406	—	406
Wealth fees	311	—	—	311
Card fees	211	37	4	252
Other banking fees	2	9	—	11
Total revenue from contracts with customers	$762	$562	$4	$1,328
Total revenue from other sources[1]	168	278	131	577
Total noninterest income	$930	$840	$135	$1,905

	Nine Months Ended September 30, 2025			
(dollars in millions)	Consumer Banking	Commercial Banking	Other	Consolidated
Service charges and fees	$229	$101	$—	$330
Capital markets fees	—	348	—	348
Wealth fees	262	—	—	262
Card fees	214	38	—	252
Other banking fees	2	8	—	10
Total revenue from contracts with customers	$707	$495	$—	$1,202
Total revenue from other sources[1]	230	238	104	572
Total noninterest income	$937	$733	$104	$1,774

[1] Includes bank-owned life insurance income of $30 million for the three months ended September 30, 2026 and 2025, and $92 million and $85 million for the nine months ended September 30, 2026 and 2025, respectively.

For the three months ended September 30, 2026 and 2025, the Company recognized trailing commissions of $4 million related to previous investment sales. For the nine months ended September 30, 2026 and 2025, the Company recognized $13 million and $12 million, respectively.

NOTE 14 - OTHER OPERATING EXPENSE

The following table presents the details of Other operating expense:

(dollars in millions)	Three Months Ended September 30,		Nine Months Ended September 30,	
	2026	2025	2026	2025
Marketing	$47	$44	$131	$129
Deposit insurance	34	32	102	108
Other	79	90	246	254
Other operating expense	$160	$166	$479	$491

NOTE 15 - EARNINGS PER SHARE

Basic EPS is calculated by dividing net income available to common stockholders by the weighted-average number of common shares outstanding during the period. Net income available to common stockholders is net income less preferred stock dividends and the impact of issuance costs associated with preferred stock redemptions. Diluted EPS also reflects the effect of potentially dilutive common shares, including incremental shares issuable under share-based payment awards. Potentially dilutive common shares are excluded from diluted EPS in periods in which their effect would be antidilutive.

The following table presents the calculation of basic and diluted EPS:

(dollars in millions, except per share data)	Three Months Ended September 30,		Nine Months Ended September 30,	
	2026	2025	2026	2025
Numerator (basic and diluted):				
Net income	$636	$494	$1,740	$1,303
Less: Preferred stock dividends	33	32	99	99
Less: Impact of preferred stock redemption	4	5	4	5
Net income available to common stockholders	$599	$457	$1,637	$1,199
Denominator:				
Weighted-average common shares outstanding - basic	421,148,362	431,365,552	423,105,960	434,416,696
Dilutive common shares: share-based awards	4,514,176	4,106,798	4,232,340	3,498,900
Weighted-average common shares outstanding - diluted	425,662,538	435,472,350	427,338,300	437,915,596
Earnings per common share:				
Basic	$1.42	$1.06	$3.87	$2.76
Diluted[(1)]	1.41	1.05	3.83	2.74

[(1)] Excluded from the computation of diluted EPS were weighted-average antidilutive shares totaling 3,243 and 3,454 for the three months ended September 30, 2026 and 2025, respectively, and 12,008 and 16,910 for the nine months ended September 30, 2026 and 2025, respectively.

NOTE 16 - BUSINESS SEGMENTS

The Company is managed by its CODM, the Chief Executive Officer, on a segment basis. The Company's two reportable business segments are Consumer Banking and Commercial Banking. The business segments are determined based on the products and services provided, or the type of customer served. Each business segment is managed by a segment head who reports, directly or indirectly, to the Chief Executive Officer, who has final authority for resource allocation and performance assessment. The business segments reflect this management structure and the manner in which financial information is currently evaluated by the Chief Executive Officer.

The CODM utilizes segment pretax profit or loss as the primary measure to allocate resources to the Company's business segments during the annual budgeting and forecasting process. This measure is also used to assess the performance of each segment, with a focus on monitoring net interest income, noninterest income, and noninterest expense. To ensure effective oversight, the CODM participates in monthly business review meetings, where budget- and forecast-to-actual variances for pretax profit or loss and its components are analyzed. These evaluations inform the CODM's decisions regarding the allocation of capital and resources across the business segments, ensuring alignment with the Company's strategic objectives.

Developing and applying methodologies used to allocate items among the business segments is a dynamic process. Accordingly, financial results may be revised periodically as management systems are enhanced, methods of evaluating performance or product lines are updated, or organizational structure changes occur.

For more information on the Company's business segments, as well as Other non-segment operations, see Note 24 in the Company's 2025 Form 10-K.

The following tables present certain financial data of the Company's business segments:

	Three Months Ended September 30, 2026			
(dollars in millions)	Consumer Banking	Commercial Banking	Other	Consolidated
Net interest income	$1,393	$481	($199)	$1,675
Noninterest income	317	285	45	647
Total revenue	1,710	766	(154)	2,322
Direct expenses[1][2]	717	229	447	1,393
Indirect expenses[3]	298	104	(402)	—
Noninterest expense	1,015	333	45	1,393
Profit (loss) before provision (benefit) for credit losses	695	433	(199)	929
Provision (benefit) for credit losses	74	62	(11)	125
Income (loss) before income tax expense (benefit)	621	371	(188)	804
Income tax expense (benefit)	160	84	(76)	168
Net income (loss)	$461	$287	($112)	$636
Total average assets	$87,563	$69,091	$74,596	$231,250

[1] Represents operating expenses incurred by the business segments and primarily includes salaries and employee benefits, equipment and software, outside services, and occupancy.
[2] Includes depreciation and amortization of $31 million, $4 million, and $71 million, respectively, for the Consumer Banking, Commercial Banking, and Other business segments.
[3] Represents allocated corporate overhead from support functions such as information technology, finance, risk, and human resources.

	Three Months Ended September 30, 2025			
(dollars in millions)	Consumer Banking	Commercial Banking	Other	Consolidated
Net interest income	$1,262	$448	($222)	$1,488
Noninterest income	311	286	33	630
Total revenue	1,573	734	(189)	2,118
Direct expenses[1][2]	692	223	420	1,335
Indirect expenses[3]	287	110	(397)	—
Noninterest expense	979	333	23	1,335
Profit (loss) before provision (benefit) for credit losses	594	401	(212)	783
Provision (benefit) for credit losses	81	78	(5)	154
Income (loss) before income tax expense (benefit)	513	323	(207)	629
Income tax expense (benefit)	130	75	(70)	135
Net income (loss)	$383	$248	($137)	$494
Total average assets	$80,729	$66,134	$72,254	$219,117

[1] Represents operating expenses incurred by the business segments and primarily includes salaries and employee benefits, equipment and software, outside services, and occupancy.
[2] Includes depreciation and amortization of $30 million, $5 million, and $77 million, respectively, for the Consumer Banking, Commercial Banking, and Other business segments.
[3] Represents allocated corporate overhead from support functions such as information technology, finance, risk, and human resources.

(dollars in millions)	Nine Months Ended September 30, 2026			
	Consumer Banking	Commercial Banking	Other	Consolidated
Net interest income	$4,050	$1,404	($586)	$4,868
Noninterest income	930	840	135	1,905
Total revenue	4,980	2,244	(451)	6,773
Direct expenses[1][2]	2,166	679	1,320	4,165
Indirect expenses[3]	893	314	(1,207)	—
Noninterest expense	3,059	993	113	4,165
Profit (loss) before provision (benefit) for credit losses	1,921	1,251	(564)	2,608
Provision (benefit) for credit losses	217	189	(7)	399
Income (loss) before income tax expense (benefit)	1,704	1,062	(557)	2,209
Income tax expense (benefit)	439	252	(222)	469
Net income (loss)	$1,265	$810	($335)	$1,740
Total average assets	$85,592	$68,819	$73,860	$228,271

[1] Represents operating expenses incurred by the business segments and primarily includes salaries and employee benefits, equipment and software, outside services, and occupancy.
[2] Includes depreciation and amortization of $93 million, $12 million, and $217 million, respectively, for the Consumer Banking, Commercial Banking, and Other business segments.
[3] Represents allocated corporate overhead from support functions such as information technology, finance, risk, and human resources.

(dollars in millions)	Nine Months Ended September 30, 2025			
	Consumer Banking	Commercial Banking	Other	Consolidated
Net interest income	$3,673	$1,328	($685)	$4,316
Noninterest income	937	733	104	1,774
Total revenue	4,610	2,061	(581)	6,090
Direct expenses[1][2]	2,040	660	1,268	3,968
Indirect expenses[3]	856	317	(1,173)	—
Noninterest expense	2,896	977	95	3,968
Profit (loss) before provision (benefit) for credit losses	1,714	1,084	(676)	2,122
Provision (benefit) for credit losses	248	239	(16)	471
Income (loss) before income tax expense (benefit)	1,466	845	(660)	1,651
Income tax expense (benefit)	371	195	(218)	348
Net income (loss)	$1,095	$650	($442)	$1,303
Total average assets	$79,040	$65,931	$72,735	$217,706

[1] Represents operating expenses incurred by the business segments and primarily includes salaries and employee benefits, equipment and software, outside services, and occupancy.
[2] Includes depreciation and amortization of $92 million, $15 million, and $230 million, respectively, for the Consumer Banking, Commercial Banking, and Other business segments.
[3] Represents allocated corporate overhead from support functions such as information technology, finance, risk, and human resources.

ITEM 3. QUANTITATIVE AND QUALITATIVE DISCLOSURES ABOUT MARKET RISK

Quantitative and qualitative disclosures about market risk are presented in the “Market Risk” section of Part I, Item 2 and are incorporated herein by reference.

ITEM 4. CONTROLS AND PROCEDURES

The Company maintains a set of disclosure controls and procedures designed to ensure that information required to be disclosed by the Company in reports that it files or submits under the Exchange Act is recorded, processed, summarized, and reported within the time periods specified in SEC rules and forms. The design of disclosure controls and procedures is based in part upon certain assumptions about the likelihood of future events, and there can be no assurance that any design will succeed in achieving its stated goals under all potential future conditions. Controls and procedures, no matter how well designed and operated, can provide only reasonable, not absolute, assurance of achieving the desired control objectives. In accordance with Rule 13a-15(b) of the Exchange Act, as of the end of the period covered by this quarterly report on Form 10-Q, an evaluation was carried out under the supervision and with the participation of the Company's management, including its Chief Executive Officer and Chief Financial Officer, of the effectiveness of its disclosure controls and procedures. Based on that evaluation, the Company's Chief Executive Officer and Chief Financial Officer concluded that the Company's disclosure controls and procedures, as of the end of the period covered by this quarterly report on Form 10-Q, were effective to provide reasonable assurance that information required to be disclosed by the Company in reports that it files or submits under the Exchange Act is recorded, processed, summarized, and reported within the time periods specified in SEC rules and forms and is accumulated and communicated to the Company's management, including the Chief Executive Officer and Chief Financial Officer, as appropriate, to allow timely decisions regarding required disclosure.

There were no changes in our internal control over financial reporting identified in management's evaluation pursuant to Rules 13a-15(d) or 15d-15(d) of the Exchange Act during the period covered by this quarterly report on Form 10-Q that materially affected, or are reasonably likely to materially affect, the Company's internal control over financial reporting.

PART II. OTHER INFORMATION

ITEM 1. LEGAL PROCEEDINGS

Information required by this item is presented in Note 11 and is incorporated herein by reference.

ITEM 1A. RISK FACTORS

In addition to the other information set forth in this Report, you should consider the risks described under Item 1A "Risk Factors" in the Company's 2025 Form 10-K.

ITEM 2. UNREGISTERED SALES OF EQUITY SECURITIES AND USE OF PROCEEDS

Details of the repurchases of the Company's common stock during the three months ended September 30, 2026 are included below:

Period	Total Number of Shares Repurchased	Average Price Paid Per Share	Total Number of Shares Purchased as Part of Publicly Announced Plans or Programs[1]	Maximum Dollar Amount of Shares That May Yet Be Purchased as Part of Publicly Announced Plans or Programs[1]
July 1, 2026 - July 31, 2026	1,503,680	$70.76	1,503,680	$668,592,208
August 1, 2026 - August 31, 2026	—	$—	—	$668,592,208
September 1, 2026 - September 30, 2026	262,732	$70.76	262,732	$650,000,000

[1] In October 2026, the Company announced that its Board of Directors increased the capacity of the Company's common share repurchase program to $1.95 billion, an increase of $1.3 billion above the $650 million of capacity remaining under the prior June 2025 authorization.

Common stock share repurchases may be executed in the open market or in privately negotiated transactions, including under Rule 10b5-1 plans and accelerated share repurchase and other structured transactions. The timing and exact amount of future share repurchases will be subject to various factors, including the Company's capital position, financial performance, balance sheet growth, market conditions, and regulatory considerations.

ITEM 3. DEFAULTS UPON SENIOR SECURITIES

None.

ITEM 4. MINE SAFETY DISCLOSURES

Not applicable.

ITEM 5. OTHER INFORMATION

None.

ITEM 6. EXHIBITS

Exhibit Number	Description
3.1	Restated Certificate of Incorporation of the Registrant as in effect on the date hereof, as filed with the Secretary of State of the State of Delaware and effective October 6, 2025 (incorporated herein by reference to Exhibit 3.2 of the Current Report on Form 8-K, filed October 6, 2025)
3.2	Certificate of Designations of the Registrant with respect to the Series J Preferred Stock, dated July 27, 2026, filed with the Secretary of State of the State of Delaware and effective July 27, 2026 (incorporated herein by reference to Exhibit 3.1 of the Current Report on Form 8-K, filed July 31, 2026)
3.3	Certification of Elimination relating to the Series G Preferred Stock, filed with the Secretary of State of the State of Delaware and effective October 6, 2026 (incorporated herein by reference to Exhibit 3.1 of the Current Report on Form 8-K, filed October 8, 2026)
3.4	Amended and Restated Bylaws of the Registrant (as amended and restated on February 16, 2023) (incorporated herein by reference to Exhibit 3.2 of the Annual Report on Form 10-K, filed February 17, 2023)
31.1	Certification of Chief Executive Officer pursuant to Section 302 of the Sarbanes-Oxley Act of 2002*
31.2	Certification of Chief Financial Officer pursuant to Section 302 of the Sarbanes-Oxley Act of 2002*
32.1	Certification of Chief Executive Officer pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002*
32.2	Certification of Chief Financial Officer pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002*
101	The following materials from the Registrant's Quarterly Report on Form 10-Q for the fiscal quarter ended September 30, 2026, formatted in inline XBRL: (i) the Consolidated Balance Sheets, (ii) the Consolidated Statements of Operations, (iii) the Consolidated Statements of Comprehensive Income, (iv) the Consolidated Statements of Changes in Stockholders' Equity, (v) the Consolidated Statements of Cash Flows and (vi) the Notes to Consolidated Financial Statements*
104	Cover page interactive data file in inline XBRL format, included in Exhibit 101 to this report*

* Filed herewith.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized on October 28, 2026.

CITIZENS FINANCIAL GROUP, INC.
(Registrant)

By: /s/ Christopher J. Schnirel
Name: Christopher J. Schnirel
Title: Executive Vice President, Chief Accounting Officer and Controller
(Principal Accounting Officer)

EXHIBIT 31.1

CERTIFICATION PURSUANT TO

SECTION 302 OF THE SARBANES-OXLEY ACT OF 2002

I, Bruce Van Saun, certify that:

1. I have reviewed this Quarterly Report on Form 10-Q of Citizens Financial Group, Inc.;

2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;

3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;

4. The registrant's other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:

   a. Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;

   b. Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;

   c. Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and

   d. Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and

5. The registrant's other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):

   a. All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and

   b. Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal controls over financial reporting.

Date: October 28, 2026

/s/ Bruce Van Saun
Bruce Van Saun
Chief Executive Officer

EXHIBIT 31.2

CERTIFICATION PURSUANT TO

SECTION 302 OF THE SARBANES-OXLEY ACT OF 2002

I, Aunoy Banerjee, certify that:

1. I have reviewed this Quarterly Report on Form 10-Q of Citizens Financial Group, Inc.;

2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;

3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;

4. The registrant's other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:

   a. Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;

   b. Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;

   c. Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and

   d. Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and

5. The registrant's other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):

   a. All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and

   b. Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal controls over financial reporting.

Date: October 28, 2026

/s/ Aunoy Banerjee
Aunoy Banerjee
Chief Financial Officer

EXHIBIT 32.1

CERTIFICATION PURSUANT TO 18 U.S.C. SECTION 1350,

AS ADOPTED PURSUANT TO SECTION 906

OF THE SARBANES-OXLEY ACT OF 2002

Pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, the undersigned Chief Executive Officer of Citizens Financial Group, Inc. (the "Company"), does hereby certify that:

1. The Quarterly Report on Form 10-Q of the Company for the quarter ended September 30, 2026 (the “Form 10-Q”) fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934, as amended; and

2. The information contained in the Form 10-Q fairly presents, in all material respects, the financial condition and results of operations of the Company.

Date: October 28, 2026

/s/ Bruce Van Saun
Bruce Van Saun
Chief Executive Officer

A signed original of this written statement required by Section 906 has been provided to the Company and will be retained by the Company and furnished to the Securities and Exchange Commission or its staff on request.

EXHIBIT 32.2

CERTIFICATION PURSUANT TO 18 U.S.C. SECTION 1350,

AS ADOPTED PURSUANT TO SECTION 906

OF THE SARBANES-OXLEY ACT OF 2002

Pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, the undersigned Chief Financial Officer of Citizens Financial Group, Inc. (the "Company"), does hereby certify that:

1. The Quarterly Report on Form 10-Q of the Company for the quarter ended September 30, 2026 (the “Form 10-Q”) fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934, as amended; and

2. The information contained in the Form 10-Q fairly presents, in all material respects, the financial condition and results of operations of the Company.

Date: October 28, 2026

/s/ Aunoy Banerjee
Aunoy Banerjee
Chief Financial Officer

A signed original of this written statement required by Section 906 has been provided to the Company and will be retained by the Company and furnished to the Securities and Exchange Commission or its staff on request.