

MB FINANCIAL INC /MD  
 Form 425  
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**Filed by Fifth Third Bancorp**  
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**Subject Company: MB Financial, Inc.**  
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**Fifth Third Announces Third Quarter 2018 Results**

*Diluted earnings per share of \$0.61*

*Reported results included a negative \$0.03 from certain items on page 2*

**3Q18 Key Financial Data**

*\$ millions for all balance sheet and income statement items*

	3Q18	2Q18	3Q17
<b>Income Statement Data</b>			
Net income available to common shareholders	\$418	\$563	\$999
Net interest income (U.S. GAAP)	1,043 1,047	1,020 1,024	970 977

**Key Highlights**

**Strengthened balance sheet**

- Commercial criticized ratio of 3.45% (17+ year low)
- Total NPA ratio of 0.48% (14 year low)
- Modified LCR of 119%

Net interest income  
(FTE)<sup>(a)</sup>

Noninterest income 563 743 1,561

Noninterest expense 1,008 1,037 975

**Per Share Data**

Earnings per share, basic \$0.62 \$0.81 \$1.37

Earnings per share, diluted 0.61 0.80 1.35

Book value per share 21.92 21.97 21.30

Tangible book value per  
share<sup>(a)</sup> 18.17 18.30 17.86

**Balance Sheet & Credit  
Quality**

Average portfolio loans  
and leases \$93,192 \$92,557 \$91,906

Average deposits 104,666 103,945 101,834

Net charge-off ratio<sup>(b)</sup> 0.30 % 0.41 % 0.29 %

Nonperforming asset  
ratio<sup>(c)</sup> 0.48 0.52 0.60

**Financial Ratios, as  
reported**

Return on average assets 1.21 % 1.66 % 2.85 %  
11.2 15.3 25.6

**Focused on profitable relationship  
growth**

Households up 4% compared to 3Q17

Adjusted PPNP 9% compared to  
3Q17

Core deposits up 3% compared to 3Q17

NIM 16 bps compared to 3Q17

**Disciplined expense management**

Expenses down 3% compared to prior  
quarter

Full-time equivalent employees down 4%  
compared to prior quarter

**On-track to achieve NorthStar targets<sup>(a)</sup>**

ROTCE - 13.5% (adjusted 14%)

ROA - 1.21% (adjusted 1.26%)

Efficiency ratio ex. LIH - 60.2% (adjusted  
59.3%)

Return on average common equity			
Return on average tangible common equity <sup>(a)</sup>	13.5	18.4	30.4
CET1 capital <sup>(d)(e)</sup>	10.67	10.91	10.59
Net interest margin <sup>(a)</sup>	3.23	3.21	3.07
Efficiency <sup>(a)</sup>	62.6	58.7	38.4

*Other than the Quarterly Financial Review tables beginning on page 13, commentary is on a fully taxable-equivalent (FTE) basis unless otherwise noted. Consistent with SEC guidance in Industry Guide 3 that contemplates the calculation of tax-exempt income on a taxable-equivalent basis, net interest income, net interest margin, net interest rate spread, total revenue and the efficiency ratio are provided on an FTE basis. LIH refers to low income housing expense.*

## CEO Commentary

*Our strong quarterly results again reflected the progress we have made toward achieving our long-term financial targets. Our balance sheet continued to become more resilient, as evidenced by the consistent improvement in key credit quality metrics. Although market dynamics remained challenging during the quarter, our net interest margin increased and we generated solid loan, deposit, and household growth. We continued to diligently manage expenses as we drive toward achieving our long-term efficiency target.*

*Five months after we initially announced our planned acquisition of MB Financial, we remain confident in our ability to achieve the expected financial synergies from the transaction. We have received the necessary shareholder approvals for the acquisition and have recently re-submitted our pro-forma capital plans. We continue to expect the transaction to close in the first quarter of 2019.*

*With improving returns and a strengthened balance sheet, we remain very confident in our ability to achieve our long-term financial targets under Project NorthStar and remain well-positioned to outperform through the cycle.*

**-Greg D. Carmichael, Chairman, President and CEO**

October 23, 2018

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**Income Statement Highlights**

(\$ in millions, except per-share data)	For the Three Months Ended			% Change	
	September 2018	June 2018	September 2017	Seq	Yr/Yr
<b>Condensed Statements of Income</b>					
Net interest income (NII) <sup>(a)</sup>	\$1,047	\$1,024	\$977	2%	7%
Provision for loan and lease losses	86	33	67	161%	28%
Noninterest income	563	743	1,561	(24%)	(64%)
Noninterest expense	1,008	1,037	975	(3%)	3%
Income before income taxes <sup>(a)</sup>	\$516	\$697	\$1,496	(26%)	(66%)
Taxable equivalent adjustment	4	4	7	-	(43%)
Applicable income tax expense	79	107	475	(26%)	(83%)
Net income	\$433	\$586	\$1,014	(26%)	(57%)
Less: Net income attributable to noncontrolling interests	-	-	-	NM	NM
Net income attributable to Bancorp	\$433	\$586	\$1,014	(26%)	(57%)
Dividends on preferred stock	15	23	15	(35%)	-
Net income available to common shareholders	\$418	\$563	\$999	(26%)	(58%)
Earnings per share, diluted	\$0.61	\$0.80	\$1.35	(24%)	(55%)

Fifth Third Bancorp (Nasdaq: FITB) today reported third quarter 2018 net income of \$433 million compared to net income of \$1.0 billion in the year-ago quarter. Net income available to common shareholders was \$418 million, or \$0.61 per diluted share, compared to \$999 million, or \$1.35 per diluted share in the year-ago quarter. Prior quarter net income was \$586 million and net income available to common shareholders was \$563 million, or \$0.80 per diluted share.

**Diluted earnings per share impact of certain items**

(\$ in millions, except per-share data)

Valuation of Visa total return swap, after-tax <sup>(f)</sup>	\$14
GreenSky equity securities losses, after-tax <sup>(f)</sup>	\$6
After-tax impact <sup>(f)</sup>	\$20
Average diluted common shares outstanding (thousands)	679,199
Diluted earnings per share impact	\$0.03

**Net Interest Income**

(FTE; \$ in millions) <sup>(a)</sup>	For the Three Months Ended			% Change	
	September 2018	June 2018	September 2017	Seq	Yr/Yr
<b>Interest Income</b>					
Interest income	\$1,319	\$1,273	\$1,159	4%	14%
Interest expense	272	249	182	9%	49%
Net interest income (NII)	\$1,047	\$1,024	\$977	2%	7%
<b>Average Yield/Rate Analysis</b>					
				bps Change	
Yield on interest-earning assets	4.07%	3.98%	3.64%	9	43
Rate paid on interest-bearing liabilities	1.20%	1.12%	0.85%	8	35
<b>Ratios</b>					
Net interest rate spread	2.87%	2.86%	2.79%	1	8
Net interest margin	3.23%	3.21%	3.07%	2	16

Compared to the year-ago quarter, NII increased \$70 million, or 7 percent, reflecting higher short-term market rates and growth in interest-earning assets, partially offset by an increase in funding costs. NIM increased 16 bps, primarily driven by higher short-term market rates.

Compared to the prior quarter, NII increased \$23 million, or 2 percent, reflecting higher short-term market rates and a higher day count. NIM increased 2 bps, primarily driven by higher short-term market rates, loan growth, and an increase in higher-yielding consumer loans, partially offset by a higher day count.

**Noninterest Income**

(\$ in millions)	For the Three Months Ended			% Change	
	September 2018	June 2018	September 2017	Seq	Yr/Yr
<b>Noninterest Income</b>					
Service charges on deposits	\$139	\$137	\$138	1%	1%
Corporate banking revenue	100	120	101	(17%)	(1%)
Mortgage banking net revenue	49	53	63	(8%)	(22%)
Wealth and asset management revenue	114	108	102	6%	12%
Card and processing revenue	82	84	79	(2%)	4%
Other noninterest income	86	250	1,076	(66%)	(92%)
Securities (losses) gains, net	(6)	(5)	-	(20%)	NM
Securities (losses) gains, net - non-qualifying hedges on mortgage servicing rights	(1)	(4)	2	75%	NM
Total noninterest income	\$563	\$743	\$1,561	(24%)	(64%)

Reported noninterest income decreased \$998 million, or 64 percent, from the year-ago quarter, and decreased \$180 million, or 24 percent, from the prior quarter. The comparisons reflect the impact of certain significant items in the table on page 4.



Compared to the year-ago quarter, corporate banking revenue decreased \$1 million, or 1 percent, as a decline in loan syndication and equity capital markets revenue was partially offset by higher financial risk management fees. Mortgage banking net revenue decreased \$14 million, or 22 percent, primarily driven by lower origination fees and gains on loan sales. Mortgage originations of \$1.9 billion decreased 12 percent. Wealth and asset management revenue increased \$12 million, or 12 percent, primarily driven by higher personal asset management revenue and brokerage fees. Card and processing revenue increased \$3 million, or 4 percent, due to higher credit card spend volume and higher debit transaction volume, partially offset by higher rewards.

Compared to the prior quarter, corporate banking revenue decreased \$20 million, or 17 percent, primarily driven by decreases in loan syndication revenue and corporate bond fees. Mortgage banking net revenue decreased \$4 million, or 8 percent, primarily driven by lower origination fees and gains on loan sales as well as elevated negative net valuation adjustments. Mortgage originations decreased 12 percent. Wealth and asset management revenue increased \$6 million, or 6 percent, primarily driven by higher personal asset management revenue and brokerage fees. Card and processing revenue decreased \$2 million, or 2 percent, reflecting higher rewards.

### Noninterest Income excluding certain items

(\$ in millions)	For the Three Months Ended			% Change	
	September 2018	June 2018	September 2017	Seq	Yr/Yr
<b>Noninterest Income excluding certain items</b>					
Noninterest income (U.S. GAAP)	\$563	\$743	\$1,561		
Valuation of Visa total return swap	17	10	47		
Branch and land network impairment charge	-	30	-		
Gain from GreenSky IPO	-	(16)	-		
Gain on sale of Worldpay shares	-	(205)	(1,037)		
GreenSky equity securities losses	8	5	-		
Securities losses / (gains), net (excluding GreenSky)	(2)	-	-		
Noninterest income excluding certain items <sup>(a)</sup>	\$586	\$567	\$571	3%	3%

Compared to the year-ago quarter, noninterest income excluding the items in the table above increased \$15 million, or 3 percent. Compared to the prior quarter, noninterest income excluding these items increased \$19 million, or 3 percent.

Other noninterest income on a reported basis in the current and previous quarters was impacted by the items disclosed in the table above with the exception of all securities losses / (gains). Excluding these items, other noninterest income of \$103 million increased \$17 million, or 20 percent compared to the year-ago quarter. Compared to the prior quarter, other noninterest income excluding these items increased \$34 million, or 49 percent. Performance compared to the year-ago and prior quarter reflected higher private equity investment income.



**Noninterest Expense**

(\$ in millions)	For the Three Months Ended			% Change	
	September 2018	June 2018	September 2017	Seq	Yr/Yr
<b>Noninterest Expense</b>					
Salaries, wages and incentives	\$421	\$471	\$407	(11%)	3%
Employee benefits	82	78	77	5%	6%
Net occupancy expense	70	74	74	(5%)	(5%)
Technology and communications	71	67	62	6%	15%
Equipment expense	31	30	30	3%	3%
Card and processing expense	31	30	32	3%	(3%)
Other noninterest expense	302	287	293	5%	3%
Total noninterest expense	\$1,008	\$1,037	\$975	(3%)	3%

Compared to the year-ago quarter, noninterest expense increased \$33 million, or 3 percent, primarily driven by higher compensation related expense as well as technology and communication expense.

Compared to the prior quarter, noninterest expense decreased \$29 million, or 3 percent. Excluding both a \$19 million compensation expense, primarily related to a staffing review, and a \$10 million contribution to the Fifth Third Foundation from the prior quarter, noninterest expense was flat. Performance primarily reflected lower compensation expense partially offset by higher technology and communications expense, as well as increased marketing expense.

**Average Interest-Earning Assets**

(\$ in millions)	For the Three Months Ended			% Change	
	September 2018	June 2018	September 2017	Seq	Yr/Yr
<b>Average Portfolio Loans and Leases</b>					
Commercial loans and leases:					
Commercial and industrial loans	\$42,494	\$42,292	\$41,302	-	3%
Commercial mortgage loans	6,635	6,514	6,807	2%	(3%)
Commercial construction loans	4,870	4,743	4,533	3%	7%
Commercial leases	3,738	3,847	4,072	(3%)	(8%)
Total commercial loans and leases	\$57,737	\$57,396	\$56,714	1%	2%
Consumer loans:					
Residential mortgage loans	\$15,598	\$15,581	\$15,523	-	-
Home equity	6,529	6,672	7,207	(2%)	(9%)
Automobile loans	8,969	8,968	9,267	-	(3%)
Credit card	2,299	2,221	2,140	4%	7%
Other consumer loans	2,060	1,719	1,055	20%	95%
Total consumer loans	\$35,455	\$35,161	\$35,192	1%	1%
Portfolio loans and leases	\$93,192	\$92,557	\$91,906	1%	1%
Loans held for sale	785	675	711	16%	10%
Securities and other short-term investments	34,822	34,935	33,826	-	3%
Total average interest-earning assets	\$128,799	\$128,167	\$126,443	-	2%

Compared to the year-ago quarter, average portfolio loans and leases increased 1 percent, primarily driven by higher commercial and industrial (C&I) and other consumer loans, partially offset by declines in home equity loans, commercial leases, and automobile loans. Period end portfolio loans and leases increased 2 percent. Compared to the prior quarter, average portfolio loans and leases increased 1 percent, primarily driven by higher other consumer and C&I loans, partially offset by a decline in home equity loans. Period end portfolio loans and leases increased 2 percent.

Compared to the year-ago quarter, average commercial portfolio loans and leases increased 2 percent, primarily driven by higher C&I loans led by growth in corporate banking and middle market lending. Compared to the prior quarter, average commercial portfolio loans and leases increased 1 percent, primarily driven by growth in C&I and commercial real estate loans. Period end commercial line utilization was 35 percent, stable compared to both the year-ago and prior quarter.

Compared to the year-ago quarter, average consumer portfolio loans increased 1 percent, primarily driven by higher other consumer loans, partially offset by declines in home equity and automobile loans. Compared to the prior quarter, average consumer portfolio loans increased 1 percent, primarily driven by higher other consumer loans, partially offset by a decline in home equity.

Average securities and other short-term investments were \$34.8 billion compared to \$33.8 billion in the year-ago quarter, and \$34.9 billion in the prior quarter. Average available-for-sale debt and other securities of \$32.6 billion were up 4 percent compared to the year-ago quarter, and flat compared to the prior quarter.

### Average Deposits

(\$ in millions)	For the Three Months Ended			% Change	
	September 2018	June 2018	September 2017	Seq	Yr/Yr
<b>Average Deposits</b>					
Demand	\$32,333	\$32,834	\$34,850	(2%)	(7%)
Interest checking	29,681	28,715	25,765	3%	15%
Savings	13,231	13,618	13,889	(3%)	(5%)
Money market	21,753	22,036	20,028	(1%)	9%
Foreign office <sup>(g)</sup>	317	371	395	(15%)	(20%)
Total transaction deposits	\$97,315	\$97,574	\$94,927	-	3%
Other time	4,177	4,018	3,722	4%	12%
Total core deposits	\$101,492	\$101,592	\$98,649	-	3%
Certificates - \$100,000 and over	2,596	2,155	2,625	20%	(1%)
Other deposits	578	198	560	192%	3%
Total average deposits	\$104,666	\$103,945	\$101,834	1%	3%

Compared to the year-ago quarter, both average transaction and core deposits increased 3 percent. Performance was primarily driven by higher commercial interest checking deposits and consumer money market deposits, partially offset by lower commercial demand deposits. Commercial transaction deposits increased 2 percent and consumer transaction deposits increased 3 percent.

Compared to the prior quarter, both average transaction and core deposits were flat. Performance continued to reflect migration from demand deposits to interest-bearing accounts. Commercial transaction deposits increased 1 percent, and consumer transaction deposits decreased 1 percent.

**Average Wholesale Funding**

(\$ in millions)	For the Three Months Ended			% Change	
	September 2018	June 2018	September 2017	Seq	Yr/Yr
<b>Average Wholesale Funding</b>					
Certificates - \$100,000 and over	\$2,596	\$2,155	\$2,625	20%	(1%)
Other deposits	578	198	560	192%	3%
Federal funds purchased	1,987	1,080	675	84%	194%
Other short-term borrowings	1,018	2,452	4,212	(58%)	(76%)
Long-term debt	14,434	14,579	13,457	(1%)	7%
Total average wholesale funding	\$20,613	\$20,464	\$21,529	1%	(4%)

Compared to the year-ago quarter, average wholesale funding decreased 4 percent, as strong deposit growth outpaced growth in interest-earning assets. Compared to the prior quarter, average wholesale funding increased 1 percent.

Performance reflected higher federal funds borrowings, partially offset by a decline in other short-term borrowings.

## Credit Quality Summary

(\$ in millions)	For the Three Months Ended				
	September 2018	June 2018	March 2018	December 2017	September 2017
Total nonaccrual portfolio loans and leases (NPLs)	\$403	\$437	\$452	\$437	\$506
Repossessed property	8	7	9	9	10
OREO	37	36	43	43	39
Total nonperforming portfolio assets (NPAs)	\$448	\$480	\$504	\$489	\$555
NPL ratio <sup>(h)</sup>	0.43%	0.47%	0.49%	0.48%	0.55%
NPA ratio <sup>(c)</sup>	0.48%	0.52%	0.55%	0.53%	0.60%
Total loans and leases 30-89 days past due (accrual)	270	217	299	280	252
Total loans and leases 90 days past due (accrual)	87	89	107	97	77
Allowance for loan and lease losses, beginning	\$1,077	\$1,138	\$1,196	\$1,205	\$1,226
Total net losses charged-off	(72)	(94)	(81)	(76)	(68)
Provision for loan and lease losses	86	33	23	67	67
Deconsolidation of a variable interest entity	-	-	-	-	(20)
Allowance for loan and lease losses, ending	\$1,091	\$1,077	\$1,138	\$1,196	\$1,205
Reserve for unfunded commitments, beginning	\$131	\$151	\$161	\$157	\$162
(Benefit from) provision for unfunded commitments	(2)	(20)	(10)	4	(5)
Reserve for unfunded commitments, ending	\$129	\$131	\$151	\$161	\$157
Total allowance for credit losses	\$1,220	\$1,208	\$1,289	\$1,357	\$1,362
Allowance for loan and lease losses ratio					
As a percent of portfolio loans and leases	1.17%	1.17%	1.24%	1.30%	1.31%
As a percent of nonperforming portfolio loans and leases	270%	247%	252%	274%	238%
As a percent of nonperforming portfolio assets	243%	224%	226%	245%	217%
Total losses charged-off	\$(112)	\$(118)	\$(103)	\$(94)	\$(85)
Total recoveries of losses previously charged-off	40	24	22	18	17
Total net losses charged-off	\$(72)	\$(94)	\$(81)	\$(76)	\$(68)
Net charge-off ratio (NCO ratio) <sup>(b)</sup>	0.30%	0.41%	0.36%	0.33%	0.29%
Commercial NCO ratio	0.19%	0.34%	0.21%	0.22%	0.21%
Consumer NCO ratio	0.50%	0.52%	0.60%	0.51%	0.43%

Compared to the year-ago quarter, NPLs decreased \$103 million, or 20 percent, with the resulting NPL ratio of 0.43 percent decreasing 12 bps. Repossessed personal property decreased \$2 million and OREO balances decreased \$2 million. NPAs decreased \$107 million, or 19 percent, with the resulting NPA ratio of 0.48 percent, decreasing 12 bps.

Compared to the prior quarter, NPLs decreased \$34 million, or 8 percent, with the resulting NPL ratio decreasing 4 bps. Repossessed personal property increased \$1 million and OREO balances increased \$1 million. NPAs decreased

\$32 million, or 7 percent, with the resulting NPA ratio decreasing 4 bps.

The provision for loan and lease losses totaled \$86 million in the current quarter compared to \$67 million in the year-ago quarter and \$33 million in the prior quarter. The resulting allowance for loan and lease loss ratio represented 1.17 percent of total portfolio loans and leases outstanding in the current quarter, compared with 1.31 percent in the year-ago quarter and 1.17 in the prior quarter. The allowance for loan and lease losses represented 270 percent of nonperforming loans and leases, and 243 percent of nonperforming assets in the current quarter.

Net losses charged-off totaled \$72 million in the current quarter compared to \$68 million in the year-ago quarter and \$94 million in the prior quarter. The resulting NCO ratio of 0.30 percent in the current quarter increased 1 bp compared to the year-ago quarter and decreased 11 bps compared to the prior quarter.

## Capital and Liquidity Position

	For the Three Months Ended				
	September 2018	June 2018	March 2018	December 2017	September 2017
<b>Capital Position</b>					
Average total Bancorp shareholders equity as a percent of average assets	11.39%	11.38%	11.52%	11.69%	11.93%
Tangible equity <sup>(a)</sup>	10.07%	10.29%	10.09%	9.90%	9.84%
Tangible common equity (excluding unrealized gains/losses) <sup>(a)</sup>	9.12%	9.33%	9.14%	8.94%	8.89%
Tangible common equity (including unrealized gains/losses) <sup>(a)</sup>	8.63%	8.98%	8.89%	8.99%	9.00%
<b>Regulatory Capital and Liquidity Ratios<sup>(e)</sup></b>					
CET1 capital <sup>(d)</sup>	10.67%	10.91%	10.82%	10.61%	10.59%
Tier I risk-based capital <sup>(d)</sup>	11.78%	12.02%	11.95%	11.74%	11.72%
Total risk-based capital <sup>(d)</sup>	15.01%	15.21%	15.25%	15.16%	15.16%
Tier I leverage	10.10%	10.24%	10.11%	10.01%	9.97%
Modified liquidity coverage ratio (LCR)	119%	116%	113%	129%	124%

Capital ratios remained strong during the quarter. The CET1 ratio was 10.67 percent, the tangible common equity to tangible assets ratio was 9.12 percent (excluding unrealized gains/losses), and 8.63 percent (including unrealized gains/losses). The Tier I risk-based capital ratio was 11.78 percent, the Total risk-based capital ratio was 15.01 percent, and the Tier I leverage ratio was 10.10 percent.

During the third quarter of 2018, Fifth Third entered into open market repurchase transactions of 16.9 million shares, or approximately \$500 million, of its outstanding common stock, which settled between July 24, 2018 and August 6, 2018.

## Tax Rate

The effective tax rate was 15.6 percent compared with 31.9 percent in the year-ago quarter and 15.5 percent in the prior quarter.

## Other

Fifth Third has re-submitted its CCAR 2018 capital plan to the Federal Reserve, recognizing the pro forma impact of the combined Fifth Third MB Financial post-merger entity. In the meantime, Fifth Third expects to resume capital distribution activities consistent with the originally-submitted April 2018 capital plan. The timing and amount of this activity is subject to market conditions and applicable securities laws.



On September 18, 2018, MB Financial, Inc. common stockholders approved Fifth Third's acquisition originally announced May 21, 2018. The acquisition is expected to close in the first quarter of 2019, subject to regulatory approvals and other customary closing conditions.

As of September 30, 2018, Fifth Third Bank owned approximately 10.3 million units representing a 3.3 percent interest in Worldpay Holding, LLC, convertible into shares of Worldpay, Inc., a publicly traded firm. Based upon Worldpay's closing price of \$101.27 on September 30, 2018, Fifth Third's interest in Worldpay was valued at approximately \$1.04 billion. The difference between the market value and the book value of Fifth Third's interest in Worldpay's shares is not recognized in Fifth Third's equity or capital.

### **Conference Call**

Fifth Third will host a conference call to discuss these financial results at 9:00 a.m. (Eastern Time) today. This conference call will be webcast live and may be accessed through the Fifth Third Investor Relations website at [www.53.com](http://www.53.com) (click on About Us then Investor Relations).

Those unable to listen to the live webcast may access a webcast replay through the Fifth Third Investor Relations website at the same web address. Additionally, a telephone replay of the conference call will be available after the conference call until approximately November 6, 2018 by dialing 800-585-8367 for domestic access or 404-537-3406 for international access (passcode 4083528#).

### **Corporate Profile**

Fifth Third Bancorp is a diversified financial services company headquartered in Cincinnati, Ohio. As of September 30, 2018, the Company had \$142 billion in assets and operates 1,152 full-service Banking Centers, and 2,443 Fifth Third branded ATMs in Ohio, Kentucky, Indiana, Michigan, Illinois, Florida, Tennessee, West Virginia, Georgia and North Carolina. In total, Fifth Third provides its customers with access to approximately 53,000 fee-free ATMs across the United States. Fifth Third operates four main businesses: Commercial Banking, Branch Banking, Consumer Lending, and Wealth & Asset Management. As of September 30, 2018, Fifth Third also had a 3.3% interest in Worldpay Holding, LLC, a subsidiary of Worldpay, Inc. Fifth Third is among the largest money managers in the Midwest and, as of September 30, 2018, had \$376 billion in assets under care, of which it managed \$38 billion for individuals, corporations and not-for-profit organizations through its Trust and Registered Investment Advisory businesses. [Investor information](#) and [press releases](#) can be viewed at [www.53.com](http://www.53.com). Fifth Third's common stock is traded on the NASDAQ® Global Select Market under the symbol FITB.

### **Earnings Release End Notes**

*(a) Non-GAAP measure; see discussion of non-GAAP and Reg. G reconciliation beginning on page 25*

*(b) Net losses charged-off as a percent of average portfolio loans and leases*

*(c) Nonperforming portfolio assets as a percent of portfolio loans and leases and OREO*

*(d) Under the U.S. banking agencies' Basel III Final Rule, assets and credit equivalent amounts of off-balance sheet exposures are calculated according to the standardized approach for risk-weighted assets. The resulting values are added together resulting in the Bancorp's total risk-weighted assets.*

*(e) Current period regulatory capital and liquidity ratios are estimated*

*(f) Assumes a 21% tax rate*

*(g) Includes commercial customer Eurodollar sweep balances for which the Bank pays rates comparable to other commercial deposit accounts*

*(h) Nonperforming portfolio loans and leases as a percent of portfolio loans and leases and OREO*

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## IMPORTANT ADDITIONAL INFORMATION AND WHERE TO FIND IT

*In connection with the proposed merger, Fifth Third Bancorp has filed with the SEC a Registration Statement on Form S-4 that includes the Proxy Statement of MB Financial, Inc. and a Prospectus of Fifth Third Bancorp, as well as other relevant documents concerning the proposed transaction. This communication does not constitute an offer to sell or the solicitation of an offer to buy any securities or a solicitation of any vote or approval. INVESTORS AND STOCKHOLDERS ARE URGED TO READ THE REGISTRATION STATEMENT AND THE PROXY STATEMENT/PROSPECTUS REGARDING THE MERGER AND ANY OTHER RELEVANT DOCUMENTS FILED WITH THE SEC, AS WELL AS ANY AMENDMENTS OR SUPPLEMENTS TO THOSE DOCUMENTS, BECAUSE THEY WILL CONTAIN IMPORTANT INFORMATION.*

*A free copy of the Proxy Statement/Prospectus, as well as other filings containing information about Fifth Third Bancorp and MB Financial, Inc., may be obtained at the SEC's Internet site (<http://www.sec.gov>). You will also be able to obtain these documents, free of charge, from Fifth Third Bancorp at [ir.53.com](http://ir.53.com) or from MB Financial, Inc. by accessing MB Financial, Inc.'s website at [investor.mbfinancial.com](http://investor.mbfinancial.com).*

*Copies of the Proxy Statement/Prospectus can also be obtained, free of charge, by directing a request to Fifth Third Investor Relations at Fifth Third Investor Relations, MD 1090QC, 38 Fountain Square Plaza, Cincinnati, OH 45263, by calling (866) 670-0468, or by sending an e-mail to [ir@53.com](mailto:ir@53.com) or to MB Financial, Attention: Corporate Secretary, at 6111 North River Road, Rosemont, Illinois 60018, by calling (847) 653-1992 or by sending an e-mail to [dkoros@mbfinancial.com](mailto:dkoros@mbfinancial.com).*

*Fifth Third Bancorp and certain of their respective directors and executive officers may be deemed to be participants in the solicitation of proxies from the stockholders of MB Financial, Inc. in respect of the transaction described in the Proxy Statement/Prospectus. Information regarding Fifth Third Bancorp's directors and executive officers is contained in Fifth Third Bancorp's Annual Report on Form 10-K for the year ended December 31, 2017 and its Proxy Statement on Schedule 14A, dated March 6, 2018, which are filed with the SEC. Information regarding MB Financial, Inc.'s directors and executive officers is contained in its Proxy Statement on Schedule 14A filed with the SEC on April 3, 2018. Additional information regarding the interests of those participants and other persons who may be deemed participants in the transaction may be obtained by reading the Proxy Statement/Prospectus regarding the proposed merger. Free copies of this document may be obtained as described in the preceding paragraph.*

## FORWARD-LOOKING STATEMENTS

*This communication contains forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995 including, but not limited to, Fifth Third Bancorp's and MB Financial, Inc.'s expectations or predictions of future financial or business performance or conditions. Forward-looking statements are typically identified by words such as believe, expect, anticipate, intend, target, estimate, continue, positions, plan, project, forecast, guidance, goal, objective, prospects, possible or potential, by future conditional verbs, assume, will, would, should, could or may, or by variations of such words or by similar expressions. These forward-looking statements are subject to numerous assumptions, risks and uncertainties, which change over time. Forward-looking statements speak only as of the date they are made and we assume no duty to update forward-looking statements. Actual results may differ materially from current projections.*

*In addition to factors previously disclosed in Fifth Third Bancorp's and MB Financial, Inc.'s reports filed with or furnished to the SEC and those identified elsewhere in this communication, the following factors, among others, could cause actual results to differ materially from forward-looking statements or historical performance: the ability to obtain regulatory approvals and meet other closing conditions to the merger, including approval of the merger by MB Financial, Inc.'s stockholders on the expected terms and schedule, including the risk that regulatory approvals required for the merger are not obtained or are obtained subject to conditions that are not anticipated; delay in*

*closing the merger; difficulties and delays in integrating the businesses of MB Financial, Inc. or fully realizing cost savings and other benefits; business disruption following the merger; changes in asset quality and credit risk; the inability to sustain revenue and earnings growth; changes in interest rates and capital markets; inflation; customer acceptance of Fifth Third Bancorp's products and services; customer borrowing, repayment, investment and deposit practices; customer disintermediation; the introduction, withdrawal, success and timing of business initiatives; competitive conditions; the inability to realize cost savings or revenues or to implement integration plans and other consequences associated with mergers, acquisitions and divestitures; economic conditions; and the impact, extent and timing of technological changes, capital management activities, and other actions of the Federal Reserve Board and legislative and regulatory actions and reforms.*

*Annualized, pro forma, projected and estimated numbers are used for illustrative purpose only, are not forecasts and may not reflect actual results.*

###

**Quarterly Financial Review for September 30, 2018**

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**Third Bancorp and Subsidiaries****Financial Highlights**

In millions, except per share data

(Audited)

	For the Three Months Ended			% / bps Change		Year to Date		% / bps Change
	September 2018	June 2018	September 2017	Seq	Yr/Yr	September 2018	September 2017	Yr/Yr
<b>Income Statement Data</b>								
Interest income	\$1,043	\$1,020	\$970	2%	8%	\$3,059	\$2,842	
Interest income (FTE) <sup>(a)</sup>	1,047	1,024	977	2%	7%	3,071	2,861	
Net interest income	563	743	1,561	(24%)	(64%)	2,215	2,648	(10%)
Net revenue (FTE)	1,610	1,767	2,538	(9%)	-	5,286	5,509	(4%)
Provision for loan and lease losses	86	33	67	161%	28%	142	193	(26%)
Interest expense	1,008	1,037	975	(3%)	3%	3,090	2,918	
Income attributable to Bancorp	433	586	1,014	(26%)	(57%)	1,721	1,685	
Income available to common shareholders	418	563	999	(26%)	(58%)	1,669	1,633	
<b>Earnings Per Share Data</b>								
Income allocated to common shareholders	\$413	\$557	\$989	(26%)	(58%)	\$1,651	\$1,615	
Average common shares outstanding (in thousands):								
Basic	667,624	683,345	721,280	(2%)	(7%)	680,182	736,686	(8%)
Diluted	679,199	696,210	733,285	(2%)	(7%)	693,079	748,707	(7%)
Earnings per share, basic	\$0.62	\$0.81	\$1.37	(23%)	(55%)	\$2.43	\$2.19	11%
Earnings per share, diluted	0.61	0.80	1.35	(24%)	(55%)	2.38	2.16	10%
<b>Common Share Data</b>								
Dividends per common share	\$0.18	\$0.18	\$0.16	-	13%	\$0.52	\$0.44	18%
Book value per share	21.92	21.97	21.30	-	3%	21.92	21.30	3%
Market price per share	27.92	28.70	27.98	(3%)	-	27.92	27.98	
Common shares outstanding (in thousands)	661,373	678,162	705,474	(2%)	(6%)	661,373	705,474	(6%)
Market capitalization	\$18,466	\$19,463	\$19,739	(5%)	(6%)	\$18,466	\$19,739	(6%)
<b>Financial Ratios</b>								
Return on average assets	1.21%	1.66%	2.85%	(45)	(164)	1.63%	1.60%	
Return on average common equity	11.2%	15.3%	25.6%	(410)	(1,440)	15.0%	14.3%	
Return on average tangible common equity <sup>(a)</sup>	13.5%	18.4%	30.4%	(490)	(1,690)	18.1%	17.0%	
Interest income as a percent of total revenue <sup>(a)</sup>	35%	42%	62%	(700)	(2,700)	42%	48%	(6%)
Dividend payout	29.0%	22.2%	11.7%	680	1,730	21.4%	20.1%	
Return on total Bancorp shareholders equity as a percent of average assets	11.39%	11.38%	11.93%	1	(54)	11.43%	11.83%	(3%)
Return on tangible common equity <sup>(a)</sup>	9.12%	9.33%	8.89%	(21)	23	9.12%	8.89%	
Net interest margin (FTE) <sup>(a)</sup>	3.23%	3.21%	3.07%	2	16	3.20%	3.03%	
Efficiency (FTE) <sup>(a)</sup>	62.6%	58.7%	38.4%	390	2,420	58.5%	53.0%	5%
Effective tax rate	15.6%	15.5%	31.9%	10	(1,630)	15.7%	29.2%	(13%)
<b>Asset Quality</b>								
Provision for losses charged-off	\$72	\$94	\$68	(23%)	6%	\$247	\$221	
Provision for losses charged-off as a percent of average portfolio loans and leases	0.30%	0.41%	0.29%	(11)	1	0.36%	0.32%	

Allowance for credit losses as a percent of portfolio loans and leases	1.17%	1.17%	1.31%	-	(14)	1.17%	1.31%
Allowance for credit losses as a percent of portfolio loans and leases <sup>(g)</sup>	1.31%	1.31%	1.48%	-	(17)	1.31%	1.48%
Operating leverage as a percent of portfolio loans and leases and other assets	0.48%	0.52%	0.60%	(4)	(12)	0.48%	0.60%
<b>Regulatory Balances</b>							
Assets and leases, including held for sale	\$93,977	\$93,232	\$92,617	1%	1%	\$93,363	\$92,686
Securities and other short-term investments	34,822	34,935	33,826	-	3%	34,813	33,497
Deposits	141,752	141,529	140,992	-	1%	141,616	140,495
Transaction deposits <sup>(b)</sup>	97,315	97,574	94,927	-	3%	97,303	95,916
Time deposits <sup>(c)</sup>	101,492	101,592	98,649	-	3%	101,321	99,680
Resale funding <sup>(d)</sup>	20,613	20,464	21,529	1%	(4%)	20,546	20,450
Corp shareholders' equity	16,145	16,108	16,820	-	(4%)	16,187	16,623
<b>Regulatory Capital and Liquidity Ratios<sup>(e)</sup></b>							
Total capital <sup>(f)</sup>	10.67%	10.91%	10.59%	(24)	8	10.67%	10.59%
Common equity risk-based capital <sup>(f)</sup>	11.78%	12.02%	11.72%	(24)	6	11.78%	11.72%
Tier 1 risk-based capital <sup>(f)</sup>	15.01%	15.21%	15.16%	(20)	(15)	15.01%	15.16%
Debt to capital leverage	10.10%	10.24%	9.97%	(14)	13	10.10%	9.97%
Liquidity coverage ratio (LCR)	119%	116%	124%	3%	(4%)	119%	124%
<b>Other Metrics</b>							
Working centers	1,152	1,158	1,155	(1%)	-	1,152	1,155
Assets	2,443	2,458	2,465	(1%)	(1%)	2,443	2,465
Full-time equivalent employees	17,512	18,163	17,797	(4%)	(2%)	17,512	17,797

(a) Non-GAAP measure; see discussion of non-GAAP and Reg. G reconciliation beginning on page 25.

(b) Includes demand, interest checking, savings, money market and foreign office deposits of commercial customers.

(c) Includes transaction deposits plus other time deposits.

(d) Includes certificates \$100,000 and over, other deposits, federal funds purchased, other short-term borrowings and long-term debt.

(e) Current period regulatory capital and liquidity ratios are estimates.

(f) Under the U.S. banking agencies' Basel III Final Rule, assets and credit equivalent amounts of off-balance sheet exposures are calculated according to the standardized approach for risk-weighted assets. The resulting values are added together resulting in the Bancorp's total risk-weighted assets.

(g) The allowance for credit losses is the sum of the ALLL and the reserve for unfunded commitments.

**Fifth Third Bancorp and Subsidiaries**

## Financial Highlights

\$ in millions, except per share data  
(unaudited)

	For the Three Months Ended				
	September 2018	June 2018	March 2018	December 2017	September 2017
<b>Income Statement Data</b>					
Net interest income	\$1,043	\$1,020	\$996	\$956	\$970
Net interest income (FTE) <sup>(a)</sup>	1,047	1,024	999	963	977
Noninterest income	563	743	909	577	1,561
Total revenue (FTE)	1,610	1,767	1,908	1,540	2,538
Provision for loan and lease losses	86	33	23	67	67
Noninterest expense	1,008	1,037	1,046	1,073	975
Net income attributable to Bancorp	433	586	704	509	1,014
Net income available to common shareholders	418	563	689	486	999
<b>Earnings Per Share Data</b>					
Net income allocated to common shareholders	\$413	\$557	\$681	\$482	\$989
Average common shares outstanding (in thousands):					
Basic	667,624	683,345	689,820	703,372	721,280
Diluted	679,199	696,210	704,101	716,908	733,285
Earnings per share, basic	\$0.62	\$0.81	\$0.99	\$0.68	1.37
Earnings per share, diluted	0.61	0.80	0.97	0.67	1.35
<b>Common Share Data</b>					
Cash dividends per common share	\$0.18	\$0.18	\$0.16	\$0.16	\$0.16
Book value per share	21.92	21.97	21.68	21.67	21.30
Market value per share	27.92	28.70	31.75	30.34	27.98
Common shares outstanding (in thousands)	661,373	678,162	684,942	693,805	705,474
Market capitalization	\$18,466	\$19,463	\$21,747	\$21,050	\$19,739
<b>Financial Ratios</b>					
Return on average assets	1.21%	1.66%	2.02%	1.43%	2.85%
Return on average common equity	11.2%	15.3%	18.6%	12.7%	25.6%
Return on average tangible common equity <sup>(a)</sup>	13.5%	18.4%	22.4%	15.2%	30.4%
Noninterest income as a percent of total revenue <sup>(a)</sup>	35%	42%	48%	37%	62%
Dividend payout	29.0%	22.2%	16.2%	23.5%	11.7%
Average total Bancorp shareholders equity as a percent of average assets	11.39%	11.38%	11.52%	11.69%	11.93%
Tangible common equity <sup>(a)</sup>	9.12%	9.33%	9.14%	8.94%	8.89%
Net interest margin (FTE) <sup>(a)</sup>	3.23%	3.21%	3.18%	3.02%	3.07%
Efficiency (FTE) <sup>(a)</sup>	62.6%	58.7%	54.8%	69.7%	38.4%
Effective tax rate	15.6%	15.5%	15.8%	(29.8%)	31.9%
<b>Credit Quality</b>					
Net losses charged-off	\$72	\$94	\$81	\$76	\$68
Net losses charged-off as a percent of average portfolio loans and leases	0.30%	0.41%	0.36%	0.33%	0.29%
ALLL as a percent of portfolio loans and leases	1.17%	1.17%	1.24%	1.30%	1.31%
Allowance for credit losses as a percent of portfolio loans and leases <sup>(g)</sup>	1.31%	1.31%	1.40%	1.48%	1.48%
Nonperforming portfolio assets as a percent of portfolio	0.48%	0.52%	0.55%	0.53%	0.60%



## loans and leases and OREO

**Average Balances**

Loans and leases, including held for sale	\$93,977	\$93,232	\$92,869	\$92,865	\$92,617
Securities and other short-term investments	34,822	34,935	34,677	33,756	33,826
Assets	141,752	141,529	141,565	141,055	140,992
Transaction deposits <sup>(b)</sup>	97,315	97,574	97,018	96,450	94,927
Core deposits <sup>(c)</sup>	101,492	101,592	100,874	100,242	98,649
Wholesale funding <sup>(d)</sup>	20,613	20,464	20,558	20,097	21,529
Bancorp shareholders equity	16,145	16,108	16,313	16,493	16,820

**Regulatory Capital and Liquidity Ratios<sup>(e)</sup>**

CET1 capital <sup>(f)</sup>	10.67%	10.91%	10.82%	10.61%	10.59%
Tier I risk-based capital <sup>(f)</sup>	11.78%	12.02%	11.95%	11.74%	11.72%
Total risk-based capital <sup>(f)</sup>	15.01%	15.21%	15.25%	15.16%	15.16%
Tier I leverage	10.10%	10.24%	10.11%	10.01%	9.97%
Modified liquidity coverage ratio (LCR)	119%	116%	113%	129%	124%

**Operations**

Banking centers	1,152	1,158	1,153	1,154	1,155
ATMs	2,443	2,458	2,459	2,469	2,465
Full-time equivalent employees	17,512	18,163	18,344	18,125	17,797

(a) Non-GAAP measure; see discussion of non-GAAP and Reg. G reconciliation beginning on page 25.

(b) Includes demand, interest checking, savings, money market and foreign office deposits of commercial customers.

(c) Includes transaction deposits plus other time deposits.

(d) Includes certificates \$100,000 and over, other deposits, federal funds purchased, other short-term borrowings and long-term debt.

(e) Current period regulatory capital and liquidity ratios are estimates.

(f) Under the U.S. banking agencies' Basel III Final Rule, assets and credit equivalent amounts of off-balance sheet exposures are calculated according to the standardized approach for risk-weighted assets. The resulting values are added together resulting in the Bancorp's total risk-weighted assets.

(g) The allowance for credit losses is the sum of the ALLL and the reserve for unfunded commitments.

**Fifth Third Bancorp and Subsidiaries**

## Consolidated Statements of Income

\$ in millions

(unaudited)

	For the Three Months Ended			% Change		Year to Date		% Change
	September 2018	June 2018	September 2017	Seq	Yr/Yr	September 2018	September 2017	Yr/Yr
<b>Interest Income</b>								
Interest and fees on loans and leases	\$1,040	\$996	\$899	4%	16%	\$2,975	\$2,595	15%
Interest on securities	269	267	249	1%	8%	798	739	8%
Interest on other short-term investments	6	6	4	-	50%	17	10	70%
Total interest income	1,315	1,269	1,152	4%	14%	3,790	3,344	13%
<b>Interest Expense</b>								
Interest on deposits	144	119	73	21%	97%	359	197	82%
Interest on federal funds purchased	10	5	2	100%	400%	17	4	325%
Interest on other short-term borrowings	6	11	12	(45%)	(50%)	25	24	4%
Interest on long-term debt	112	114	95	(2%)	18%	330	277	19%
Total interest expense	272	249	182	9%	49%	731	502	46%
<b>Net Interest Income</b>	1,043	1,020	970	2%	8%	3,059	2,842	8%
Provision for loan and lease losses	86	33	67	161%	28%	142	193	(26%)
<b>Net Interest Income After Provision for Loan and Lease Losses</b>	957	987	903	(3%)	6%	2,917	2,649	10%
<b>Noninterest Income</b>								
Service charges on deposits	139	137	138	1%	1%	414	415	-
Corporate banking revenue	100	120	101	(17%)	(1%)	308	276	12%
Mortgage banking net revenue	49	53	63	(8%)	(22%)	158	170	(7%)
Wealth and asset management revenue	114	108	102	6%	12%	335	313	7%
Card and processing revenue	82	84	79	(2%)	4%	245	232	6%
Other noninterest income	86	250	1,076	(66%)	(92%)	794	1,237	(36%)
Securities (losses) gains, net	(6)	(5)	-	(20%)	NM	(21)	1	NM
Securities (losses) gains, net - non-qualifying hedges on mortgage servicing rights	(1)	(4)	2	75%	NM	(18)	4	NM
Total noninterest income	563	743	1,561	(24%)	(64%)	2,215	2,648	(16%)
<b>Noninterest Expense</b>								
Salaries, wages and incentives	421	471	407	(11%)	3%	1,339	1,215	10%
Employee benefits	82	78	77	5%	6%	270	274	(1%)
Net occupancy expense	70	74	74	(5%)	(5%)	219	221	(1%)
Technology and communications	71	67	62	6%	15%	206	177	16%
Equipment expense	31	30	30	3%	3%	92	88	5%
Card and processing expense	31	30	32	3%	(3%)	91	95	(4%)
Other noninterest expense	302	287	293	5%	3%	873	848	3%
Total noninterest expense	1,008	1,037	975	(3%)	3%	3,090	2,918	6%
<b>Income Before Income Taxes</b>	512	693	1,489	(26%)	(66%)	2,042	2,379	(14%)
Applicable income tax expense	79	107	475	(26%)	(83%)	321	694	(54%)

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<b>Net Income</b>	433	586	1,014	(26%)	(57%)	1,721	1,685	2%
Less: Net income attributable to noncontrolling interests	-	-	-	NM	NM	-	-	NM
<b>Net Income Attributable to Bancorp</b>	433	586	1,014	(26%)	(57%)	1,721	1,685	2%
Dividends on preferred stock	15	23	15	(35%)	-	52	52	-
<b>Net Income Available to Common Shareholders</b>	\$418	\$563	\$999	(26%)	(58%)	\$1,669	\$1,633	2%

**Fifth Third Bancorp and Subsidiaries**

## Consolidated Balance Sheets

\$ in millions, except per share data

(unaudited)

	September 2018	As of June 2018	September 2017	% Change	
				Seq	Yr/Yr
<b>Assets</b>					
Cash and due from banks	\$2,100	\$2,052	\$2,205	2%	(5%)
Other short-term investments	1,429	1,636	3,298	(13%)	(57%)
Available-for-sale debt and other securities <sup>(a)</sup>	31,808	31,961	31,391	-	1%
Held-to-maturity securities <sup>(b)</sup>	18	19	25	(5%)	(28%)
Trading debt securities	269	280	511	(4%)	(47%)
Equity securities	500	475	428	5%	17%
Loans and leases held for sale	663	783	711	(15%)	(7%)
<b>Portfolio loans and leases:</b>					
Commercial and industrial loans	42,631	41,403	41,011	3%	4%
Commercial mortgage loans	6,695	6,625	6,863	1%	(2%)
Commercial construction loans	4,892	4,687	4,652	4%	5%
Commercial leases	3,697	3,788	4,043	(2%)	(9%)
Residential mortgage loans	15,585	15,640	15,588	-	-
Home equity	6,485	6,599	7,143	(2%)	(9%)
Automobile loans	9,002	8,938	9,236	1%	(3%)
Credit card	2,325	2,270	2,168	2%	7%
Other consumer loans	2,131	1,982	1,179	8%	81%
Portfolio loans and leases	93,443	91,932	91,883	2%	2%
Allowance for loan and lease losses	(1,091)	(1,077)	(1,205)	1%	(9%)
Portfolio loans and leases, net	92,352	90,855	90,678	2%	2%
Bank premises and equipment	1,896	1,915	2,018	(1%)	(6%)
Operating lease equipment	546	606	663	(10%)	(18%)
Goodwill	2,462	2,462	2,423	-	2%
Intangible assets	28	30	18	(7%)	56%
Servicing rights	1,010	959	848	5%	19%
Other assets	6,604	6,662	7,047	(1%)	(6%)
<b>Total Assets</b>	<b>\$141,685</b>	<b>\$140,695</b>	<b>\$142,264</b>	<b>1%</b>	<b>-</b>
<b>Liabilities</b>					
<b>Deposits:</b>					
Demand	\$31,803	\$32,680	\$35,246	(3%)	(10%)
Interest checking	30,288	29,452	26,091	3%	16%
Savings	13,027	13,455	13,693	(3%)	(5%)
Money market	21,977	21,593	19,646	2%	12%
Foreign office	298	336	609	(11%)	(51%)
Other time	4,249	4,058	3,756	5%	13%
Certificates \$100,000 and over	2,700	2,557	2,411	6%	12%
Other deposits	-	-	-	NM	NM
Total deposits	104,342	104,131	101,452	-	3%
Federal funds purchased	2,316	597	118	288%	1863%
Other short-term borrowings	1,114	1,763	5,688	(37%)	(80%)
Accrued taxes, interest and expenses	1,155	1,206	2,071	(4%)	(44%)

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Other liabilities	2,448	2,425	2,516	1%	(3%)
Long-term debt	14,460	14,321	14,039	1%	3%
<b>Total Liabilities</b>	<b>125,835</b>	<b>124,443</b>	<b>125,884</b>	<b>1%</b>	<b>-</b>
<b>Equity</b>					
Common stock <sup>(c)</sup>	2,051	2,051	2,051	-	-
Preferred stock	1,331	1,331	1,331	-	-
Capital surplus	2,856	2,833	2,682	1%	6%
Retained earnings	16,440	16,143	14,748	2%	11%
Accumulated other comprehensive (loss) income	(775)	(552)	185	(40%)	NM
Treasury stock	(6,073)	(5,574)	(4,637)	9%	31%
Total Bancorp shareholders' equity	15,830	16,232	16,360	(2%)	(3%)
Noncontrolling interests	20	20	20	-	-
<b>Total Equity</b>	<b>15,850</b>	<b>16,252</b>	<b>16,380</b>	<b>(2%)</b>	<b>(3%)</b>
<b>Total Liabilities and Equity</b>	<b>\$141,685</b>	<b>\$140,695</b>	<b>\$142,264</b>	<b>1%</b>	<b>-</b>
(a) Amortized cost	\$32,707	\$32,589	\$31,026	-	5%
(b) Market values	18	19	25	(5%)	(28%)
(c) Common shares, stated value					
\$2.22 per share (in thousands):					
Authorized	2,000,000	2,000,000	2,000,000	-	-
Outstanding, excluding treasury	661,373	678,162	705,474	(2%)	(6%)
Treasury	262,520	245,731	218,419	7%	20%

**Fifth Third Bancorp and Subsidiaries**

## Consolidated Balance Sheets

\$ in millions, except per share data

(unaudited)

	September 2018	June 2018	As of March 2018	December 2017	September 2017
<b>Assets</b>					
Cash and due from banks	\$2,100	\$2,052	\$2,038	\$2,514	\$2,205
Other short-term investments	1,429	1,636	1,747	2,753	3,298
Available-for-sale debt and other securities <sup>(a)</sup>	31,808	31,961	31,819	31,751	31,391
Held-to-maturity securities <sup>(b)</sup>	18	19	23	24	25
Trading debt securities	269	280	571	492	511
Equity securities	500	475	418	439	428
Loans and leases held for sale	663	783	717	492	711
Portfolio loans and leases:					
Commercial and industrial loans	42,631	41,403	41,635	41,170	41,011
Commercial mortgage loans	6,695	6,625	6,509	6,604	6,863
Commercial construction loans	4,892	4,687	4,766	4,553	4,652
Commercial leases	3,697	3,788	3,919	4,068	4,043
Residential mortgage loans	15,585	15,640	15,563	15,591	15,588
Home equity	6,485	6,599	6,757	7,014	7,143
Automobile loans	9,002	8,938	9,018	9,112	9,236
Credit card	2,325	2,270	2,188	2,299	2,168
Other consumer loans	2,131	1,982	1,615	1,559	1,179
Portfolio loans and leases	93,443	91,932	91,970	91,970	91,883
Allowance for loan and lease losses	(1,091)	(1,077)	(1,138)	(1,196)	(1,205)
Portfolio loans and leases, net	92,352	90,855	90,832	90,774	90,678
Bank premises and equipment	1,896	1,915	1,966	2,003	2,018
Operating lease equipment	546	606	625	646	663
Goodwill	2,462	2,462	2,462	2,445	2,423
Intangible assets	28	30	30	27	18
Servicing rights	1,010	959	926	858	848
Other assets	6,604	6,662	7,326	6,975	7,047
<b>Total Assets</b>	<b>\$141,685</b>	<b>\$140,695</b>	<b>\$141,500</b>	<b>\$142,193</b>	<b>\$142,264</b>
<b>Liabilities</b>					
Deposits:					
Demand	\$31,803	\$32,680	\$34,066	\$35,276	\$35,246
Interest checking	30,288	29,452	29,627	27,703	26,091
Savings	13,027	13,455	13,751	13,425	13,693
Money market	21,977	21,593	21,540	20,097	19,646
Foreign office	298	336	374	484	609
Other time	4,249	4,058	3,945	3,775	3,756
Certificates \$100,000 and over	2,700	2,557	2,042	2,402	2,411
Other deposits	-	-	116	-	-
Total deposits	104,342	104,131	105,461	103,162	101,452
Federal funds purchased	2,316	597	178	174	118
Other short-term borrowings	1,114	1,763	1,335	4,012	5,688
Accrued taxes, interest and expenses	1,155	1,206	1,104	1,412	2,071

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Other liabilities	2,448	2,425	2,418	2,144	2,516
Long-term debt	14,460	14,321	14,800	14,904	14,039
<b>Total Liabilities</b>	<b>125,835</b>	<b>124,443</b>	<b>125,296</b>	<b>125,808</b>	<b>125,884</b>
<b>Equity</b>					
Common stock <sup>(c)</sup>	2,051	2,051	2,051	2,051	2,051
Preferred stock					