CIT GROUP INC
Form 10-Q
August 07, 2017
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UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 10-Q

|X| Quarterly Report Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934
For the quarterly period ended June 30, 2017

| | Transition Report Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Commission File Number: 001-31369
CIT GROUP INC.

(Exact name of Registrant as specified in its charter)

| | |
|---|---|
| Delaware | 65-1051192 |
| (State or other jurisdiction of incorporation or organization) | (IRS Employer Identification Number) |
| 11 West 42nd Street New York, New York | 10036 |
| (Address of Registrant's principal executive offices) | (Zip Code) |

(212) 461-5200
(Registrant's telephone number)

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 |X| No |_|

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Web site, if any, every Interactive Data File required to be submitted and posted 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 and post such files). Yes |X| 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. (Check One):
Large accelerated filer |X| Accelerated filer |_| Non-accelerated filer |_| (Do not check if a smaller reporting company)
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 |X|

Indicate by check mark whether the registrant has filed all documents and reports required to be filed by Sections 12, 13, or 15(d) of the Securities Exchange Act of 1934 subsequent to the distribution of securities under a plan confirmed by a court. Yes |_| No |_|

As of July 31, 2017, there were 135,428,246 shares of the registrant's common stock outstanding.

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Part One — Financial Information
Item 1. Consolidated Financial Statements
CIT GROUP INC. AND SUBSIDIARIES
CONSOLIDATED BALANCE SHEETS (Unaudited) (dollars in millions — except share data)

| | June 30, 2017 | December 31, 2016 |
|---|---|---|
| Assets | | |
| Cash and due from banks, including restricted balances of $114.9 and $176.1 at June 30, 2017 and December 31, 2016(1), respectively (see Note 6 for amounts pledged) | $598.9 | $822.1 |
| Interest bearing deposits, including restricted balances of $93.6 and $102.8 at June 30, 2017 and December 31, 2016(1), respectively (see Note 6 for amounts pledged) | 4,739.0 | 5,608.5 |
| Investment securities, including securities carried at fair value with changes recorded in net income of $255.6 and $283.5 at June 30, 2017 and December 31, 2016, respectively (see Note 6 for amounts pledged) | 5,530.0 | 4,491.1 |
| Assets held for sale(1) | 1,324.8 | 636.0 |
| Loans (see Note 6 for amounts pledged) | 29,031.7 | 29,535.9 |
| Allowance for loan losses | (426.0) | (432.6) |
| Total loans, net of allowance for loan losses(1) | 28,605.7 | 29,103.3 |
| Operating lease equipment, net (see Note 6 for amounts pledged)(1) | 6,736.0 | 7,486.1 |
| Indemnification assets | 208.5 | 341.4 |
| Unsecured counterparty receivable | 205.0 | 394.5 |
| Goodwill | 625.5 | 685.4 |
| Intangible assets | 125.4 | 140.7 |
| Other assets, including $79.4 and $111.6 at June 30, 2017 and December 31, 2016, respectively, at fair value | 1,149.2 | 1,240.4 |
| Assets of discontinued operations | 630.9 | 13,220.7 |
| Total Assets | $50,478.9 | $64,170.2 |
| Liabilities | | |
| Deposits | $30,925.0 | $32,304.3 |
| Credit balances of factoring clients | 1,405.3 | 1,292.0 |
| Other liabilities, including $225.4 and $177.9 at June 30, 2017 and December 31, 2016, respectively, at fair value | 1,567.9 | 1,897.6 |
| Borrowings, including $250.6 and $2,321.7 contractually due within twelve months at June 30, 2017 and December 31, 2016, respectively | 8,621.4 | 14,935.5 |
| Liabilities of discontinued operations | 607.8 | 3,737.7 |
| Total Liabilities | 43,127.4 | 54,167.1 |
| Stockholders’ Equity | | |
| Preferred Stock: $0.01 par value, 100,000,000 authorized, 325,000 shares issued and outstanding | 325.0 | — |
| Common Stock: $0.01 par value, 600,000,000 authorized | | |
| Issued: 207,336,689 and 206,182,213 at June 30, 2017 and December 31, 2016, respectively | 2.1 | 2.1 |
| Outstanding: 135,418,595 and 202,087,672 at June 30, 2017 and December 31, 2016, respectively | | |
| Paid-in capital | 8,711.8 | 8,765.8 |
| Retained earnings | 1,826.9 | 1,553.0 |

| | | |
|---|---|---|
| Accumulated other comprehensive loss | (88.4 ) | (140.1 ) |
| Treasury stock: 71,918,094 and 4,094,541 shares at June 30, 2017 and December 31, 2016 at cost, respectively | (3,426.2 ) | (178.1 ) |
| Total Common Stockholders' Equity | 7,026.2 | 10,002.7 |
| Noncontrolling minority interests | 0.3 | 0.4 |
| Total Equity | 7,351.5 | 10,003.1 |
| Total Liabilities and Equity | $50,478.9 | $64,170.2 |

(1) The following table presents information on assets and liabilities related to Variable Interest Entities (VIEs) that are consolidated by the Company. The difference between VIE total assets and total liabilities represents the Company's interests in those entities, which were eliminated in consolidation. The assets of the consolidated VIEs will be used to settle the liabilities of those entities and, except for the Company's interest in the VIEs, are not available to the creditors of CIT or any affiliates of CIT.

| | | |
|---|---|---|
| Assets | | |
| Cash and interest bearing deposits, restricted | $93.2 | $99.9 |
| Total loans, net of allowance for loan losses | 181.4 | 300.5 |
| Operating lease equipment, net | 764.4 | 775.8 |
| Assets of discontinued operations | — | 2,321.7 |
| Total Assets | $1,039.0 | $3,497.9 |
| Liabilities | | |
| Beneficial interests issued by consolidated VIEs (classified as long-term borrowings) | $647.4 | $770.0 |
| Liabilities of discontinued operations | — | 1,204.6 |
| Total Liabilities | $647.4 | $1,974.6 |

The accompanying notes are an integral part of these consolidated financial statements.

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CIT GROUP INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF INCOME (Unaudited) (dollars in millions — except per share data)

| | Quarters Ended June 30, | | Six Months Ended June 30, | |
|---|---|---|---|---|
| | 2017 | 2016 | 2017 | 2016 |
| Interest income | | | | |
| Interest and fees on loans | $421.3 | $447.6 | $833.4 | $899.5 |
| Other interest and dividends | 56.9 | 31.1 | 100.5 | 62.1 |
| Interest income | 478.2 | 478.7 | 933.9 | 961.6 |
| Interest expense | | | | |
| Interest on borrowings | (114.6) | (92.2) | (183.7) | (187.7) |
| Interest on deposits | (94.6) | (99.4) | (188.6) | (198.9) |
| Interest expense | (209.2) | (191.6) | (372.3) | (386.6) |
| Net interest revenue | 269.0 | 287.1 | 561.6 | 575.0 |
| Provision for credit losses | (4.4) | (23.3) | (54.1) | (112.8) |
| Net interest revenue, after credit provision | 264.6 | 263.8 | 507.5 | 462.2 |
| Non-interest income | | | | |
| Rental income on operating leases | 251.2 | 261.0 | 502.5 | 525.1 |
| Other non-interest income | 84.6 | 99.8 | 163.7 | 184.6 |
| Total non-interest income | 335.8 | 360.8 | 666.2 | 709.7 |
| Total revenue, net of interest expense and credit provision | 600.4 | 624.6 | 1,173.7 | 1,171.9 |
| Non-interest expenses | | | | |
| Depreciation on operating lease equipment | (77.4) | (63.1) | (150.9) | (124.4) |
| Maintenance and other operating lease expenses | (53.3) | (50.6) | (107.1) | (99.5) |
| Operating expenses | (295.6) | (309.3) | (607.2) | (639.4) |
| Loss on debt extinguishment and deposit redemption | (164.8) | (2.4) | (164.8) | (4.0) |
| Total non-interest expenses | (591.1) | (425.4) | (1,030.0) | (867.3) |
| Income from continuing operations before benefit (provision) for income taxes | 9.3 | 199.2 | 143.7 | 304.6 |
| Benefit (provision) for income taxes | 31.9 | (111.2) | (24.3) | (155.6) |
| Income from continuing operations | 41.2 | 88.0 | 119.4 | 149.0 |
| Discontinued Operations | | | | |
| Income (loss) from discontinued operations, net of taxes | 8.3 | (71.0) | 97.3 | 14.0 |
| Gain on sale of discontinued operations, net of taxes | 107.2 | — | 119.9 | — |
| Total income (loss) from discontinued operations, net of taxes | 115.5 | (71.0) | 217.2 | 14.0 |
| Net Income | $156.7 | $17.0 | $336.6 | $163.0 |
| Basic income per common share | | | | |
| Income from continuing operations | $0.23 | $0.43 | $0.62 | $0.74 |
| Income (loss) from discontinued operations | 0.63 | (0.35) | 1.13 | 0.07 |
| Basic income per share | $0.86 | $0.08 | $1.75 | $0.81 |
| Diluted income per common share | | | | |
| Income from continuing operations | $0.22 | $0.43 | $0.62 | $0.74 |
| Income (loss) from discontinued operations | 0.63 | (0.35) | 1.12 | 0.07 |
| Diluted income per share | $0.85 | $0.08 | $1.74 | $0.81 |
| Average number of common shares (thousands) | | | | |
| Basic | 182,347 | 201,893 | 192,286 | 201,647 |
| Diluted | 183,796 | 202,275 | 193,460 | 202,208 |

| | | | | |
|---|---|---|---|---|
| Dividends declared per common share | $0.15 | $0.15 | $0.30 | $0.30 |

The accompanying notes are an integral part of these consolidated financial statements.

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CIT GROUP INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME (Unaudited) (dollars in millions)

| | Quarters Ended June 30, | | Six Months Ended June 30, | |
|---|---|---|---|---|
| | 2017 | 2016 | 2017 | 2016 |
| Net Income | $156.7 | $17.0 | $336.6 | $163.0 |
| Other comprehensive income, net of tax: | | | | |
| Foreign currency translation adjustments | 30.7 | (2.7) | 43.5 | 18.5 |
| Net unrealized gains on available for sale securities | 4.0 | 12.1 | 6.7 | 14.7 |
| Changes in benefit plans net gain (loss) and prior service (cost)/credit | 0.6 | 0.3 | 1.5 | 1.3 |
| Other comprehensive income, net of tax | 35.3 | 9.7 | 51.7 | 34.5 |
| Comprehensive income | $192.0 | $26.7 | $388.3 | $197.5 |

The accompanying notes are an integral part of these consolidated financial statements.

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CIT GROUP INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF STOCKHOLDERS' EQUITY (Unaudited) (dollars in millions)

| | Preferred Stock | Common Stock | Paid-in Capital | Retained Earnings | Accumulated Other Comprehensive Income (Loss) | Treasury Stock | Noncontrolling Minority Interests | Total Equity |
|---|---|---|---|---|---|---|---|---|
| December 31, 2016 as reported | $— | $ 2.1 | $8,765.8 | $1,553.0 | $ (140.1) | $(178.1) | $ 0.4 | $10,003.1 |
| Adoption of Accounting Standard Update 2016-09 | — | — | 1.0 | (1.0) | — | — | — | — |
| December 31, 2016 | — | 2.1 | 8,766.8 | 1,552.0 | (140.1) | (178.1) | 0.4 | 10,003.1 |
| Net income | — | — | — | 336.6 | — | — | — | 336.6 |
| Other comprehensive income, net of tax | — | — | — | — | 51.7 | — | — | 51.7 |
| Dividends paid | — | — | — | (61.7) | — | — | — | (61.7) |
| Issuance of preferred stock | 325.0 | — | (7.0) | — | — | — | — | 318.0 |
| Share repurchases | — | — | (76.8) | — | — | (3,229.2) | — | (3,306.0) |
| Amortization of restricted stock, stock option and performance shares expenses | — | — | 27.4 | — | — | (18.9) | — | 8.5 |
| Employee stock purchase plan | — | — | 1.4 | — | — | — | — | 1.4 |
| Other | — | — | — | — | — | — | (0.1) | (0.1) |
| June 30, 2017 | $325.0 | $ 2.1 | $8,711.8 | $1,826.9 | $ (88.4) | $(3,426.2) | $ 0.3 | $7,351.5 |
| December 31, 2015 | $— | $ 2.0 | $8,718.1 | $2,524.0 | $ (142.1) | $(157.3) | $ 0.5 | $10,945.2 |
| Net income | — | — | — | 163.0 | — | — | — | 163.0 |
| Other comprehensive income, net of tax | — | — | — | — | 34.5 | — | — | 34.5 |
| Dividends paid | — | — | — | (61.5) | — | — | — | (61.5) |
| Amortization of restricted stock, stock option and performance shares expenses | — | — | 30.5 | — | — | (19.7) | — | 10.8 |
| Issuance of common stock — acquisition | — | 0.1 | — | — | — | — | — | 0.1 |
| Employee stock purchase plan | — | — | 1.2 | — | — | — | — | 1.2 |
| June 30, 2016 | $— | $ 2.1 | $8,749.8 | $2,625.5 | $ (107.6) | $(177.0) | $ 0.5 | $11,093.3 |

The accompanying notes are an integral part of these consolidated financial statements.

CIT GROUP INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CASH FLOWS (Unaudited) (dollars in millions)

| | Six Months Ended June 30, 2017 | 2016 |
|---|---|---|
| Cash Flows From Operations | | |
| Net income | $336.6 | $163.0 |
| Adjustments to reconcile net income to net cash flows from operations: | | |
| Provision for credit losses | 54.1 | 127.4 |
| Net depreciation, amortization and (accretion) | 200.4 | 402.1 |
| Net gains on asset sales and impairments on assets held for sale and other | (253.6 ) | (43.4 ) |
| Loss on debt extinguishment | 203.8 | — |
| Provision for deferred income taxes | 111.0 | 87.9 |
| Decrease in loans held for sale | 80.3 | 244.3 |
| Goodwill and intangible assets - impairment | — | 4.2 |
| Net (payment) reimbursement of expense from FDIC | (3.8 ) | 4.4 |
| Decrease (increase) in other assets | 130.1 | (37.0 ) |
| (Decrease) increase in other liabilities | (636.6 ) | 42.4 |
| Net cash flows provided by operations | 222.3 | 995.3 |
| Cash Flows From Investing Activities | | |
| Changes in loans, net | 758.9 | 94.5 |
| Purchases of investment securities | (3,339.0 ) | (1,855.2 ) |
| Proceeds from maturities of investment securities | 2,215.2 | 1,624.1 |
| Proceeds from asset and receivable sales | 677.4 | 784.4 |
| Net proceeds from sale of commercial air | 10,004.0 | — |
| Purchases of assets to be leased and other equipment | (604.2 ) | (935.8 ) |
| Net decrease in short-term factoring receivables | (91.4 ) | (129.1 ) |
| Purchases of restricted stock | (4.8 ) | — |
| Proceeds from redemption of restricted stock | 8.6 | 2.2 |
| Payments to the FDIC under loss share agreements | (0.1 ) | (2.1 ) |
| Proceeds from the FDIC under loss share agreements and participation agreements | 43.4 | 59.8 |
| Proceeds from sale of OREO, net of repurchases | 51.4 | 72.7 |
| Net change in restricted cash | 600.3 | 26.7 |
| Net cash flows provided by (used in) investing activities | 10,319.7 | (257.8 ) |
| Cash Flows From Financing Activities | | |
| Proceeds from the issuance of term debt | 16.8 | 8.5 |
| Repayments of term debt and net settlements | (7,387.3 ) | (915.3 ) |
| Proceeds from FHLB advances | — | 1,645.5 |
| Repayments of FHLB advances | (15.4 ) | (1,768.0 ) |
| Net (decrease) increase in deposits | (1,360.8 ) | 102.6 |
| Collection of security deposits and maintenance funds | 63.8 | 168.5 |
| Use of security deposits and maintenance funds | (34.2 ) | (58.3 ) |
| Repurchase of common stock | (3,306.0 ) | — |
| Net proceeds from issuance of preferred stock | 318.0 | — |
| Dividends paid | (61.7 ) | (61.5 ) |
| Taxes paid through withholding of common stock under employee stock plans | (18.9 ) | (15.6 ) |
| Payments on affordable housing investment credits | (12.1 ) | (8.1 ) |

| | | |
|---|---|---|
| Net cash flows used in financing activities | (11,797.8) | (901.7 ) |
| Effect of exchange rate changes on cash and cash equivalents | 10.0 | (2.3 ) |
| Decrease in unrestricted cash and cash equivalents | (1,245.8 ) | (166.5 ) |
| Unrestricted cash and cash equivalents, beginning of period | 6,375.2 | 7,470.6 |
| Unrestricted cash and cash equivalents, end of period | $5,129.4 | $7,304.1 |
| | | |
| Supplementary Cash Flow Disclosure | | |
| Interest paid | $(561.0 ) | $(581.3 ) |
| Federal, foreign, state and local income taxes paid, net | $(13.8 ) | $(6.4 ) |
| Supplementary Non Cash Flow Disclosure | | |
| Transfer of assets from held for investment to held for sale | $1,220.0 | $1,528.3 |
| Transfer of assets from held for sale to held for investment | $88.2 | $76.8 |
| Deposits on flight equipment purchases applied to acquisition of flight equipment purchases, and origination of finance leases, capitalized interest, and buyer furnished equipment | $91.2 | $179.9 |
| Transfers of assets from held for investment to OREO | $61.6 | $45.3 |
| Capital lease unexercised bargain purchase options | $17.5 | $7.1 |
| Unfunded payments on affordable housing investment credits committed during the period | $50.1 | $— |

The accompanying notes are an integral part of these consolidated financial statements.

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CIT GROUP INC. AND SUBSIDIARIES – NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Unaudited)

## NOTE 1 — BUSINESS AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

CIT Group Inc., together with its subsidiaries (collectively “we”, “our”, “CIT” or the “Company”), has provided financial solutions to its clients since 1908. The Company provides financing, leasing and advisory services principally to middle market companies in a wide variety of industries primarily in North America. CIT is a bank holding company (“BHC”) and a financial holding company (“FHC”). Through its bank subsidiary, CIT Bank, N.A., CIT provides a full range of commercial and consumer banking and related services to customers through 70 branches located in Southern California and its online bank, bankoncit.com.

CIT is regulated by the Board of Governors of the Federal Reserve System (“FRB”) and the Federal Reserve Bank of New York (“FRBNY”) under the U.S. Bank Holding Company Act of 1956, as amended. CIT Bank, N.A. is regulated by the Office of the Comptroller of the Currency of the U.S. Department of the Treasury (“OCC”).

Effective August 3, 2015, CIT acquired IMB HoldCo LLC ("IMB") and its wholly owned subsidiary, OneWest Bank, National Association ("OneWest Bank") and merged CIT Bank, a Utah state bank, into OneWest Bank (the "OneWest Bank Transaction").

## BASIS OF PRESENTATION

### Basis of Financial Information

These consolidated financial statements have been prepared in accordance with the instructions to Form 10-Q for interim financial information and accordingly do not include all information and note disclosures required by generally accepted accounting principles in the United States of America (“GAAP”) for complete financial statements. The financial statements in this Form 10-Q, in the opinion of management, include all adjustments, consisting only of normal recurring adjustments, necessary for a fair statement of CIT’s financial position, results of operations and cash flows in accordance with GAAP. These consolidated financial statements should be read in conjunction with our Form 10-K for the year ended December 31, 2016.

The accounting and financial reporting policies of CIT Group Inc. conform to GAAP and the preparation of the consolidated financial statements requires management to make estimates and assumptions that affect reported amounts and disclosures. Actual results could differ from those estimates and assumptions. Some of the more significant estimates include: allowance for loan losses, loan impairment, fair value determination, lease residual values, liabilities for uncertain tax positions, realizability of deferred tax assets, purchase accounting adjustments, indemnification assets, goodwill, intangible assets, and contingent liabilities, including amounts associated with the discontinued operation. Additionally where applicable, the policies conform to accounting and reporting guidelines prescribed by bank regulatory authorities.

### Principles of Consolidation

The accompanying consolidated financial statements include financial information related to CIT Group Inc. and its majority-owned subsidiaries and those variable interest entities (“VIEs”) where the Company is the primary beneficiary. In preparing the consolidated financial statements, all significant inter-company accounts and transactions have been eliminated. Assets held in an agency or fiduciary capacity are not included in the consolidated financial statements. The current period’s results of operations do not necessarily indicate the results that may be expected for any other interim period or for the full year as a whole.

### Discontinued Operations

Discontinued Operations as of June 30, 2017 and December 31, 2016 included certain assets and liabilities of the Financial Freedom business that was acquired as part of the OneWest Transaction and the Business Air business, while December 31, 2016 also included certain assets and liabilities of the Commercial Air business. Income from discontinued operations reflects the activities of the Aerospace (Commercial Air and Business Air) and Financial Freedom businesses for the quarters ended June 30, 2017 and 2016. We completed the sale of our Commercial Air business in April 2017.

See further discussions in Note 2 — Discontinued Operations.

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Revisions of Previously Issued Statements of Cash Flows

The Company has revised the Statement of Cash Flows for the six months ended June 30, 2016 in connection with immaterial errors impacting the classification of certain balances between line items and categories as previously disclosed in its Form 10-K, Note 29 — Selected Quarterly Financial Data, for the year ended December 31, 2016, in addition to immaterial errors identified during 2017. The misclassifications resulted in an overstatement of net cash flows provided by operations of $36.1 million (which included an understatement of the 'increase in other assets' line item of $57.8 million and an understatement of the 'increase in accrued liabilities and payables' line item for the same amount for the prior year errors identified in 2017), an overstatement of net cash flows used in investing activities of $48.6 million, and an understatement of net cash flows used in financing activities of $5.8 million. The revision also resulted in a negative impact of $6.7 million disclosed as a separate line item within the Statement of Cash Flows reflecting the cumulative effect of exchange rate changes. The Company evaluated the impact of the errors and has concluded that individually and in the aggregate, the errors were not material to any previously issued financial statements.

SIGNIFICANT ACCOUNTING POLICIES

Significant accounting policies are included with the current Form 10-K for the year ended December 31, 2016. There were no material changes to these policies during the six months ended June 30, 2017.

Newly Adopted Accounting Standards

The following pronouncements were issued by the Financial Accounting Standards Board (“FASB”) and adopted by CIT as of January 1, 2017. Refer to Note 1 - Business and Summary of Significant Accounting Policies on Form 10-Q for the quarter ended March 31, 2017 for a detailed description of these pronouncements:

- Accounting Standards Update (“ASU”) 2016-05, Derivatives and Hedging (Topic 815): Effect of Derivative Contract Novations on Existing Hedge Accounting Relationships.
- ASU 2016-06, Derivatives and Hedging (Top 815): Contingent Put and Call Options in Debt Instruments.
- ASU 2016-07, Investments-Equity method and Joint Ventures (Topic 323): Simplifying the Transition to the Equity Method of Accounting.
- ASU 2016-09, Compensation-Stock Compensation (Topic 718): Improvements to Employee Share-Based Payment Accounting.
- ASU 2017-03, Accounting Changes and Error Corrections (Topic 250) and Investments - Equity Method and Joint Ventures (Topic 323).
- ASU 2017-04, Intangibles-Goodwill and Other (Topic 350).

Recent Accounting Pronouncements

The following accounting pronouncements were issued by the FASB but are not yet effective for CIT. Refer to Note 1, Business and Summary of Significant Accounting Policies on Form 10-K for the year ended December 31, 2016 for a detailed description of the pronouncements.

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CIT GROUP INC. AND SUBSIDIARIES – NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Unaudited)

| Standard | Summary of Guidance | Effect on CIT's Financial Statements |
|---|---|---|
| ASU 2014-09, Revenue from Contracts with Customers (Topic 606), and subsequent related ASUs<br><br>Issued May 2014, with Updates through May 2016 | • Establishes the principles to apply in determining the amount and timing of revenue recognition.<br>• The guidance specifies the accounting for certain costs related to revenue, and requires additional disclosures about the nature, amount, timing and uncertainty of revenues and related cash flows.<br>• The core principle is that a company will recognize revenue when it transfers control of goods or services to customers in an amount that reflects the consideration to which it expects to be entitled in exchange for those goods or services.<br>• May be adopted using a full retrospective approach or a modified, cumulative effect approach. | • Effective for CIT as of January 1, 2018.<br>• The review and analysis of CIT's individual revenue streams is substantially complete. "Interest Income" and "Rental Income on Operating Leases", CIT's two largest revenue items, are out of scope for the new guidance; as are many other revenues relating to financial assets and liabilities, including loans, leases, securities and derivatives. As such, the majority of our revenues will not be impacted; however, certain ancillary revenues and components of "Other income" are being assessed at a contractual level pursuant to the new standard. We expect our accounting policies will not change materially.<br>• CIT does not anticipate a significant impact on our financial statements and disclosures upon adoption of the standard. Our evaluations are not final and we continue to assess the impact of the Update on our revenue contracts.<br>• CIT plans to adopt the standard using the modified retrospective method (cumulative initial effect recognized at the date of adoption, with additional footnote disclosures). |
| ASU 2016-02, Leases (Topic 842<br><br>Issued February 2016 | • Lessees will need to recognize all leases longer than twelve months on the consolidated balance sheets as lease liabilities with corresponding right-of-use assets. For income statement purposes, the FASB retained a dual model, requiring leases to be classified as either operating or finance. Classification will be based on criteria that are largely similar to those applied in current lease accounting, but without explicit thresholds.<br>• Lessor accounting remains similar to the current model, but updated to align with certain changes to the lessee model (e.g., certain definitions, such as initial direct costs, have been updated) and the new | • Effective for CIT as of January 1, 2019.<br>• Although the new guidance does not significantly change lessor accounting, CIT will need to determine the impact where it is both a lessee and a lessor:<br><br>Lessor accounting: Given limited changes to Lessor accounting, we do not expect material changes to recognition or measurement. Current lease administration and/or reporting systems and processes will need to be evaluated and updated as required to ensure appropriate lease-type identification and classification. |

revenue recognition standard. Lease classifications by lessors are similar, operating, direct financing, or sales-type.

- The ASU requires both quantitative and qualitative disclosures regarding key information about leasing arrangements. The new standard must be adopted using a modified retrospective transition, and provides for certain practical expedients. Transition will require application of the new guidance at the beginning of the earliest comparative period presented. Early adoption is permitted.

Lessee accounting: CIT expects to recognize right of-use assets and lease liabilities on the balance sheet. The impact on lessee accounting also includes identification of any embedded leases included in service contracts that CIT has with vendors.

- CIT management has assembled a project committee and is currently evaluating the potential impact of this ASU on its financial statements and disclosures.

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CIT GROUP INC. AND SUBSIDIARIES – NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Unaudited)

| Standard | Summary of Guidance | Effect on CIT's Financial Statements |
|---|---|---|
| ASU 2016-13, Financial Instruments - Credit Losses (Topic 326): Measurement of Credit Losses on Financial Instruments<br><br>Issued June 2016 | • Introduces a forward-looking "expected loss" model (the "Current Expected Credit Losses" ("CECL") model) to estimate credit losses to cover the full remaining expected life of the portfolio upon adoption, rather than the incurred loss model under current U.S. GAAP, on certain types of financial instruments.<br>• It eliminates existing guidance for purchase credit impaired ("PCI") loans, and requires recognition of an allowance for expected credit losses on financial assets purchased with more than insignificant credit deterioration since origination.<br>• It amends existing impairment guidance for Available for Sale ("AFS") securities to incorporate an allowance, which will allow for reversals of impairment losses in the event that the credit of an issuer improves.<br>• In addition, it expands the disclosure requirements regarding an entity's assumptions, models, and methods for estimating the allowance for loan and lease losses (ALLL).<br>• Entities will apply the standard's provisions as a cumulative-effect adjustment to retained earnings as of the beginning of the first reporting period in which the guidance is adopted (modified-retrospective approach). | • Effective for CIT as of January 1, 2020.<br>• CIT has begun its implementation efforts by establishing a company-wide, cross-discipline governance structure. As part of the assessment phase, CIT is currently identifying key interpretive issues and potential gaps, and is comparing existing credit loss forecasting models and processes with the new guidance. |
| ASU 2016-01, Financial Instruments-Overall (Subtopic 825-10): Recognition and Measurement of Financial Assets and Financial Liabilities<br><br>Issued June 2016 | • Includes amendments on recognition, measurement, presentation and disclosure of financial instruments.<br>• Adds a new Topic (ASC 321, Investments - Equity Securities) to the FASB Accounting Standards Codification, which | • Effective for CIT as of January 1, 2018.<br>• CIT is currently evaluating the impact of this new guidance on the Consolidated Financial Statements and our implementation efforts include the identification of securities within the scope |

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| provides guidance on accounting for equity investments.<br>• Amendments of this guidance should be applied by means of a cumulative-effect adjustment to the balance sheet as of the beginning of the fiscal year of adoption.<br>• The amendments related to equity securities without readily determinable fair values (including disclosure requirements) should be applied prospectively to equity investments that exist as of the date of adoption of the Update. | of the guidance and the related impact to accounting policies, presentation, and disclosures. |

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CIT GROUP INC. AND SUBSIDIARIES – NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Unaudited)

| Standard | Summary of Guidance | Effect on CIT's Financial Statements |
|---|---|---|
| ASU 2016-16, Income Taxes (Topic 740): Intra-Entity Transfers of Assets Other Than Inventory<br>Issued October 2016 | • Requires that the Company recognize the tax expense from the sale of the asset in the seller's tax jurisdiction when the transfer occurs. Any deferred tax asset that arises in the buyer's jurisdiction would also be recognized at the time of the transfer even though the pre-tax effects of the transaction are eliminated in consolidation.<br>• The modified retrospective approach will be required for transition to the new guidance, with a cumulative-effect adjustment recorded in retained earnings as of the beginning of the period of adoption. | • Effective for CIT as of January 1, 2018.<br>• CIT is currently evaluating the impact of this new guidance on the Consolidated Financial Statements. |
| ASU 2016-15, Statement of Cash Flows (Topic 230): Classification of Certain Cash Receipts and Cash Payments<br><br>Issued August 2016 | • Clarifies how entities should classify certain cash receipts and cash payments on the statement of cash flows. The new guidance also clarifies how the predominance principle should be applied when cash receipts and cash payments have aspects of more than one class of cash flows.<br>• Requires retrospective application to all periods presented. | • Effective for CIT as of January 1, 2018.<br>• CIT is currently evaluating the potential impact on the Consolidated Financial Statements. |
| ASU 2016-18, Statement of Cash Flows (Topic 230):Restricted Cash<br><br>Issued November 2016 | • Requires that the Statement of cash flows explain the change during the period in the total of cash, cash equivalents, and amounts generally described as restricted cash or restricted cash equivalents.<br>• Requires retrospective application to all periods presented. | • Effective for CIT as of January 1, 2018.<br>• CIT is currently evaluating the potential impact on the Consolidated Financial Statements. |
| ASU 2017-01, Business Combinations (Topic 805): Clarifying the Definition of a Business<br><br>Issued January 2017 | • This guidance narrows the definition of a business and provides guidance to assist entities with evaluating when a set of transferred assets and activities is a business.<br>• The standard must be applied prospectively to transactions occurring within the period of adoption. | • Effective for CIT as of January 1, 2018.<br>• The Company is currently evaluating the impact of this ASU, but does not expect the adoption of this guidance to have a material impact on its Consolidated Financial |

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| | | Statements. |
| ASU 2017-05, Other Income-Gains and Losses from the Derecognition of Nonfinancial Assets (Subtopic 610-20)<br><br>Issued February 2017 | • This guidance clarifies the scope of accounting for derecognition or partial sale of nonfinancial assets to exclude all businesses and non-profit activities.<br>• ASU 2017-05 also provides a definition for in substance nonfinancial assets and additional guidance on partial sales of nonfinancial assets. | • Effective for CIT as of January 1, 2018.<br>• CIT will adopt this guidance in conjunction with the new revenue recognition guidance on a modified retrospective basis. |

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CIT GROUP INC. AND SUBSIDIARIES – NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Unaudited)

| Standard | Summary of Guidance | Effect on CIT's Financial Statements |
|---|---|---|
| ASU 2017-07, Compensation-Retirement Benefits (Topic 715): Improving the Presentation of Net Periodic Pension Cost and Net Periodic Postretirement Benefit Cost<br><br>Issued March 2017 | • Requires employers that present a measure of operating income in their statement of income to include only the service cost component of net periodic pension cost and net periodic postretirement benefit cost in operating expenses (together with other employee compensation costs).<br>• The other components of net benefit cost, including amortization of prior service cost/credit, and settlement and curtailment effects, are to be included in non-operating expenses in a separate line item(s).<br>• Employers that do not present a measure of operating income are required to include the service cost component in the same line item as other employee compensation costs.<br>• Stipulates that only the service cost component of net benefit cost is eligible for capitalization.<br>• Early adoption is permitted as of the beginning of an annual period for which financial statements have not yet been issued or made available for issuance. The amendments related to presentation of service cost and other components in the income statements must be applied retrospectively to all periods presented. The amendments related to the capitalization of the service cost component should be applied prospectively, on and after the date of adoption | • Effective for CIT as of January 1, 2018.<br>• The Company is currently evaluating the impact of this ASU on its financial statements and disclosures and does not intend to early adopt this standard. |
| ASU 2017-08, Receivables-Nonrefundable Fees and Other Costs (Subtopic 310-20): Premium Amortization on Purchased Callable Debt Securities<br><br>Issued March 2017 | • This amendment shortens the amortization period for certain callable debt securities held at a premium. Specifically, the amendments require the premium to be amortized to the earliest call date.<br>• It does not require an accounting change for securities held at a discount; the discount continues to be amortized to maturity. | • Effective for CIT as of January 1, 2019.<br>• The Company is currently evaluating the impact of this ASU on its financial statements and disclosures and does not intend to early adopt this standard. |
| | • | • |

| | | |
|---|---|---|
| ASU 2017-09, Compensation-Stock Compensation (Topic 718): Scope of Modification Accounting<br><br>Issued May 2017 | The amendments in this Update provide guidance about which changes to the terms or conditions of a share-based payment award require an entity to apply modification accounting. | Effective for CIT as of January 1, 2018.<br>•<br>Early adoption is permitted, including adoption in any interim period.<br>•<br>The Company does not expect the adoption of this guidance to have a material impact on its Consolidated Financial Statements. |

CIT GROUP INC. AND SUBSIDIARIES – NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Unaudited)

NOTE 2 — DISCONTINUED OPERATIONS

Aerospace

As discussed in Note 2 — Acquisitions and Discontinued Operations in our Annual Report on Form 10-K for the year ended December 31, 2016, the activity associated with the Commercial Air and Business Air businesses were included in discontinued operations. The Commercial Air business was sold on April 4, 2017.

The following condensed financial information reflects the Business Air business as of June 30, 2017 and a combination of the Commercial Air and Business Air businesses as of December 31, 2016.

Condensed Balance Sheet — Aerospace Discontinued Operations (dollars in millions)

| | June 30, 2017 | December 31, 2016 |
|---|---|---|
| Total cash and deposits | $— | $759.0 |
| Net Loans | 226.7 | 1,047.7 |
| Operating lease equipment, net | 21.0 | 9,677.6 |
| Goodwill | — | 126.8 |
| Other assets[1] | (2.8) | 1,161.5 |
| Assets of discontinued operations | $244.9 | $12,772.6 |
| Secured borrowings | $— | $1,204.6 |
| Other liabilities[2] | 23.7 | 1,597.3 |
| Liabilities of discontinued operations | $23.7 | $2,801.9 |

(1) Amount includes Deposits on commercial aerospace equipment of $1,013.7 million at December 31, 2016.

(2) Amount includes commercial aerospace maintenance reserves of $1,084.9 million and security deposits of $167.0 million at December 31, 2016.

As described above, we completed the sale of Commercial Air in April 2017. The purchase price was $10.4 billion, and we recorded a pre-tax gain of $146 million, which is included in the Condensed Statement of Income below for the June 30, 2017 quarter and year to date periods. Operating results for the quarter ended June 30, 2017 were not significant, as the sale occurred at the beginning of the quarter.

Condensed Statement of Income — Aerospace Discontinued Operations (dollars in millions)

| | Quarters Ended June 30, | | Six Months Ended June 30, | |
|---|---|---|---|---|
| | 2017 | 2016 | 2017 | 2016 |
| Interest income | $3.6 | $15.8 | $23.8 | $31.8 |
| Interest expense | (1.4) | (90.9) | (97.3) | (182.3) |
| Provision for credit losses | — | (4.8) | — | (14.7) |
| Rental income on operating leases | 2.0 | 308.2 | 308.7 | 619.5 |
| Other Income | — | 4.5 | 13.4 | 20.5 |
| Depreciation on operating lease equipment[1] | — | (113.2) | — | (227.1) |
| Maintenance and other operating lease expenses | — | (14.3) | (4.2) | (21.6) |
| Operating expenses[2] | (13.7) | (23.7) | (38.6) | (46.9) |

| | | | | |
|---|---|---|---|---|
| Loss on debt extinguishment[3] | — | (1.6 ) | (39.0 ) | (1.6 ) |
| (Loss) income from discontinued operation before benefit (provision) for income taxes | (9.5 ) | 80.0 | 166.8 | 177.6 |
| Benefit (provision) for income taxes | 7.4 | 15.4 | (70.7 ) | 7.6 |
| Gain on sale of discontinued operations, net of taxes | 107.2 | — | 119.9 | — |
| Income from discontinued operations, net of taxes | $105.1 | $95.4 | $216.0 | $185.2 |

(1) Depreciation on operating lease equipment is suspended when an operating lease asset is placed in Assets Held for Sale.

(2) Operating expenses for the quarter ended June 30, 2017, include costs related to the commercial air separation initiative. Operating expense includes salaries and benefits and other operating expenses in the prior quarters.

(3) The Company repaid approximately $1 billion of secured borrowings in the first quarter of 2017 within discontinued operations and recorded a loss of $39 million in relation to the extinguishment of those borrowings.

CIT GROUP INC. AND SUBSIDIARIES – NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Unaudited)

Condensed Statement of Cash Flows — Aerospace Discontinued Operations (dollars in millions)

| | Six Months Ended June 30, | |
|---|---|---|
| | 2017 | 2016 |
| Net cash flows provided by operations | $31.7 | $525.7 |
| Net cash flows provided by (used in) investing activities | 10,730.7 | (296.1 ) |

Reverse Mortgage Servicing

The Financial Freedom business, a division of CIT Bank that services reverse mortgage loans, was acquired in conjunction with the OneWest Transaction. Pursuant to ASC 205-20, the Financial Freedom business is reflected as discontinued operations.

As a mortgage servicer of residential reverse mortgage loans, the Company is exposed to contingent liabilities for breaches of servicer obligations as set forth in industry regulations established by the Department of Housing and Urban Development ("HUD") and the Federal Housing Administration ("FHA") and in servicing agreements with the applicable counterparties, such as third party investors. Under these agreements, the servicer may be liable for failure to perform its servicing obligations, which could include fees imposed for failure to comply with foreclosure timeframe requirements established by servicing guides and agreements to which CIT is a party as the servicer of the loans. The Company had established reserves for contingent servicing-related liabilities associated with discontinued operations.

During the quarter ended June 30, 2017, the Company and the FDIC resolved the selling and servicing-related obligations for certain reverse mortgage loans with Fannie Mae. In connection with the settlement, the Company released the FDIC from its indemnification obligation to CIT with respect to the Fannie Mae serviced loans, which reduced the indemnification receivable by $77 million. As of June 30, 2017, the indemnification receivable from the FDIC was $29 million for covered servicing-related obligations related to reverse mortgage loans pursuant to the loss share agreement between CIT Bank and the FDIC related to the acquisition by OneWest Bank from the FDIC of certain assets of IndyMac Federal Bank FSB ("IndyMac") (the "IndyMac Transaction"). See the Company's Report on Form 10-K for the year ended December 31, 2016, Note 5 - Indemnification Assets, for further information.

For the quarter ended June 30, 2017, income from Financial Freedom was driven by a net release of the curtailment reserve of $111 million, partially offset by an increase of $40 million in other servicing-related reserves. In addition, during the current quarter, the Company entered into a settlement of approximately $89 million with the HUD OIG and Department of Justice to resolve servicing related claims, which was within the Company's existing reserves. Further, the Company recognized a write-down of its servicing operations of $54 million, of which $50 million related to impairment of its mortgage servicing rights, included in Other liabilities below.

Condensed Balance Sheet — Financial Freedom Discontinued Operations (dollars in millions)

| | June 30, 2017 | December 31, 2016 |
|---|---|---|

| | | |
|---|---|---|
| Total cash and deposits, all of which is restricted | $11.4 | $ 5.8 |
| Net Loans[1] | 327.6 | 374.0 |
| Other assets[2] | 47.0 | 68.3 |
| Assets of discontinued operations | $386.0 | $ 448.1 |
| Secured borrowings[1] | $321.6 | $ 366.4 |
| Other liabilities[3] | 262.5 | 569.4 |
| Liabilities of discontinued operations | $584.1 | $ 935.8 |

(1) Net loans include $320.7 million and $365.5 million of securitized balances at June 30, 2017 and December 31, 2016, respectively, and $6.9 million and $8.5 million of additional draws awaiting securitization respectively. Secured borrowings relate to those receivables.

(2) Amount includes servicing advances, servicer receivables and property and equipment, net of accumulated depreciation.

(3) Other liabilities include contingent liabilities, reverse mortgage servicing liabilities and other accrued liabilities.

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CIT GROUP INC. AND SUBSIDIARIES – NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Unaudited)

The results from discontinued operations for the quarters ended June 30, 2017 and 2016 are presented below.
Condensed Statement of Income — Financial Freedom Discontinued Operations (dollars in millions)

| | Quarters Ended June 30, | | Six Months Ended June 30, | |
|---|---|---|---|---|
| | 2017 | 2016 | 2017 | 2016 |
| Interest income[1] | $2.7 | $3.0 | $5.5 | $6.0 |
| Interest expense[1] | (2.4) | (2.7) | (4.9) | (5.7) |
| Other income (losses)[2] | (42.8) | 8.7 | (35.5) | 17.5 |
| Operating expenses[3] | 59.6 | (244.4) | 36.9 | (260.6) |
| Income (loss) from discontinued operation before benefit for income taxes | 17.1 | (235.4) | 2.0 | (242.8) |
| (Provision) benefit for income taxes[4] | (6.7) | 69.0 | (0.8) | 71.6 |
| Income (loss) from discontinued operation, net of taxes | $10.4 | $(166.4) | $1.2 | $(171.2) |

(1) Includes amortization for the premium associated with the HECM loans and related secured borrowings.

(2) For the quarter and six months ended June 30, 2017, other income included an impairment charge of approximately $50 million on the mortgage servicing rights.

(3) For the quarter and six months ended June 30, 2017, operating expense is comprised of approximately $5 million and $9 million in salaries and benefits, $2 million and $8 million in professional and legal services, and $3 million and $4 million for other expenses such as data processing, premises and equipment, and miscellaneous charges. In addition, in the quarter and six months ended June 2017, operating expenses included a net release of the curtailment reserve of $111 million, partially offset by an increase of $40 million in other servicing-related reserves. For the quarter and six months ended June 30, 2016, operating expense is comprised of approximately $5 million and $6 million in salaries and benefits, $6 million and $10 million in professional services and $3 million and $6 million for other expenses such as data processing, premises and equipment, legal settlement, and miscellaneous charges. In addition, in the quarter and six months ended June 30, 2016, operating expenses included a net increase to the servicing-related reserve of approximately $230 million.

(4) For the quarter and six months ended June 30, 2017, the Company's tax rate for discontinued operations was 39% and 42%, respectively. For the quarter and six months ended June 30 2016, the Company’s tax rate for discontinued operations was 29% .

Condensed Statement of Cash Flows — Financial Freedom Discontinued Operations (dollars in millions)

| | Six Months Ended June 30, | |
|---|---|---|
| | 2017 | 2016 |
| Net cash flows used for operations | $(21.4) | $(20.6) |
| Net cash flows provided by investing activities | 48.3 | 45.8 |

CIT's Consolidated Statement of Cash Flows for the six months ended June 30, 2017 included $102 million of activity within the decrease in other liabilities related to the Company's net release of servicing-related reserves partially offset by the impairment charge to the servicing liability, and $77 million of activity within the decrease in other assets related to the Company's release of the FDIC from its indemnification obligation to CIT with respect to the Fannie Mae serviced loans. For the six months ended June 30, 2016, there was $230 million of activity within the increase in other liabilities related to the Company’s net increase in servicing-related reserves.

Combined Results for Discontinued Operations

The following tables reflect the combined results of the discontinued operations. Details of the balances are discussed in prior tables.

Condensed Combined Balance Sheet Discontinued Operations (dollars in millions)

| | June 30, 2017 | December 31, 2016 |
|---|---|---|
| Total cash and deposits | $11.4 | $764.8 |
| Net Loans | 554.3 | 1,421.7 |
| Operating lease equipment, net | 21.0 | 9,677.6 |
| Goodwill | — | 126.8 |
| Other assets | 44.2 | 1,229.8 |
| Assets of discontinued operations | $630.9 | $13,220.7 |
| Secured borrowings | $321.6 | $1,571.0 |
| Other liabilities | 286.2 | 2,166.7 |
| Liabilities of discontinued operations | $607.8 | $3,737.7 |

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CIT GROUP INC. AND SUBSIDIARIES – NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Unaudited)

Condensed Combined Statement of Income Discontinued Operations (dollars in millions)

| | Quarters Ended June 30, | | Six Months Ended June 30, | |
|---|---|---|---|---|
| | 2017 | 2016 | 2017 | 2016 |
| Interest income | $6.3 | $18.8 | $29.2 | $37.8 |
| Interest expense | (3.8) | (93.6) | (102.2) | (188.0) |
| Provision for credit losses | — | (4.8) | — | (14.6) |
| Rental income on operating leases | 2.0 | 308.2 | 308.7 | 619.5 |
| Other income (losses) | (42.8) | 13.2 | (22.1) | 38.0 |
| Depreciation on operating lease equipment | — | (113.2) | — | (227.1) |
| Maintenance and other operating lease expenses | — | (14.3) | (4.2) | (21.6) |
| Operating expenses | 45.9 | (268.1) | (1.7) | (307.6) |
| Loss on debt extinguishment | — | (1.6) | (39.0) | (1.6) |
| Income (loss) from discontinued operations before benefit (provision) for income taxes | 7.6 | (155.4) | 168.7 | (65.2) |
| Benefit (provision) for income taxes | 0.7 | 84.4 | (71.4) | 79.2 |
| Gain on sale of discontinued operations, net of taxes | 107.2 | — | 119.9 | — |
| Income (loss) from discontinued operations, net of taxes | $115.5 | $(71.0) | $217.2 | $14.0 |

Condensed Combined Statement of Cash Flows Discontinued Operations (dollars in millions)

| | Six Months Ended June 30, | |
|---|---|---|
| | 2017 | 2016 |
| Net cash flows used for operations | $10.3 | $505.1 |
| Net cash flows provided by (used in) investing activities | 10,778.5 | (250.3) |

NOTE 3 — LOANS

Loans, excluding those reflected as discontinued operations, consist of the following:
Loans by Product (dollars in millions)

| | June 30, 2017 | December 31, 2016 |
|---|---|---|
| Commercial loans | $19,902.3 | $ 20,117.8 |
| Direct financing leases and leveraged leases | 2,820.6 | 2,852.9 |
| Total commercial | 22,722.9 | 22,970.7 |
| Consumer loans | 6,308.8 | 6,565.2 |
| Total loans | 29,031.7 | 29,535.9 |
| Loans held for sale[(1)] | 305.4 | 635.8 |
| Loans and held for sale loans[(1)] | $29,337.1 | $ 30,171.7 |

(1)

Loans held for sale includes loans primarily related to portfolios in Commercial Banking and the China portfolio in NSP. As discussed in subsequent tables, since the Company manages the credit risk and collections of loans held for sale consistently with its loans held for investment, the aggregate amount is presented in this table.

The following table presents loans, excluding loans held for sale, by segment, based on obligor location:
Loans (dollars in millions)

| | June 30, 2017 | | | December 31, 2016 | | |
|---|---|---|---|---|---|---|
| | Domestic | Foreign | Total | Domestic | Foreign | Total |
| Commercial Banking | $20,398.0 | $1,943.2 | $22,341.2 | $20,440.7 | $2,121.6 | $22,562.3 |
| Consumer Banking(1) | 6,690.5 | — | 6,690.5 | 6,973.6 | — | 6,973.6 |
| Total | $27,088.5 | $1,943.2 | $29,031.7 | $27,414.3 | $2,121.6 | $29,535.9 |

(1) The Consumer Banking segment includes certain commercial loans, primarily consisting of a portfolio of Small Business Administration (SBA) loans. These loans are excluded from the Consumer loan balance and included in the Commercial loan balances in the tables throughout this note.

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CIT GROUP INC. AND SUBSIDIARIES – NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Unaudited)

The following table presents selected components of the net investment in loans:
Components of Net Investment in Loans (dollars in millions)

| | June 30, 2017 | December 31, 2016 |
|---|---|---|
| Unearned income | $(811.7) | $ (727.1) |
| Unamortized premiums / (discounts) | (23.4) | (31.0) |
| Accretable yield on Purchased Credit-Impaired (“PCI”) loans | (1,176.0) | (1,261.4) |
| Net unamortized deferred costs and (fees)[1] | 60.9 | 55.8 |

[1] Balance relates to the Commercial Banking segment.

Certain of the following tables present credit-related information at the “class” level in accordance with ASC 310-10-50, Disclosures about the Credit Quality of Finance Receivables and the Allowance for Credit Losses. A class is generally a disaggregation of a portfolio segment. In determining the classes, CIT considered the loan characteristics and methods it applies in monitoring and assessing credit risk and performance.

Credit Quality Information

Commercial obligor risk ratings are reviewed on a regular basis by Credit Risk Management and are adjusted as necessary for updated information affecting the borrowers’ ability to fulfill their obligations.

The following table summarizes commercial loans by the risk ratings that bank regulatory agencies utilize to classify credit exposure and which are consistent with indicators the Company monitors. The consumer loan risk profiles are different from commercial loans, and use loan-to-value (“LTV”) ratios in rating the credit quality, and therefore are presented separately below.

Commercial Loans and Held for Sale Loans — Risk Rating by Class / Segment (dollars in millions)

| Grade: | Pass | Special Mention | Classified-accruing | Classified-non-accrual | PCI Loans | Total |
|---|---|---|---|---|---|---|
| June 30, 2017 | | | | | | |
| Commercial Banking | | | | | | |
| Commercial Finance | $7,702.0 | $488.9 | $ 1,162.3 | $ 166.1 | $35.6 | $9,554.9 |
| Real Estate Finance | 5,200.7 | 165.1 | 166.4 | 3.6 | 65.4 | 5,601.2 |
| Business Capital | 6,612.9 | 303.5 | 240.1 | 59.5 | — | 7,216.0 |
| Rail | 88.8 | 13.8 | 1.0 | — | — | 103.6 |
| Total Commercial Banking | 19,604.4 | 971.3 | 1,569.8 | 229.2 | 101.0 | 22,475.7 |
| Consumer Banking | | | | | | |
| Other Consumer Banking | 353.5 | 4.7 | 21.2 | — | 2.4 | 381.8 |
| Total Consumer Banking | 353.5 | 4.7 | 21.2 | — | 2.4 | 381.8 |
| Non- Strategic Portfolios | 68.7 | 26.0 | 11.8 | 8.1 | — | 114.6 |
| Total | $20,026.6 | $1,002.0 | $ 1,602.8 | $ 237.3 | $103.4 | $22,972.1 |
| December 31, 2016 | | | | | | |
| Commercial Banking | | | | | | |
| Commercial Finance | $8,184.7 | $677.6 | $ 1,181.7 | $ 188.8 | $42.7 | $10,275.5 |

| | | | | | | |
|---|---|---|---|---|---|---|
| Real Estate Finance | 5,191.4 | 168.7 | 115.6 | 20.4 | 70.5 | 5,566.6 |
| Business Capital | 6,238.7 | 422.0 | 271.7 | 41.7 | — | 6,974.1 |
| Rail | 88.7 | 14.1 | 0.9 | — | — | 103.7 |
| Total Commercial Banking | 19,703.5 | 1,282.4 | 1,569.9 | 250.9 | 113.2 | 22,919.9 |
| Consumer Banking | | | | | | |
| Other Consumer Banking | 374.9 | 8.3 | 22.4 | — | 2.8 | 408.4 |
| Total Consumer Banking | 374.9 | 8.3 | 22.4 | — | 2.8 | 408.4 |
| Non- Strategic Portfolios | 143.7 | 36.9 | 19.1 | 10.3 | — | 210.0 |
| Total | $20,222.1 | $1,327.6 | $ 1,611.4 | $ 261.2 | $116.0 | $23,538.3 |

For consumer loans, the Company monitors credit risk based on indicators such as delinquencies and LTV, which the Company believes are relevant credit quality indicators.

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CIT GROUP INC. AND SUBSIDIARIES – NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Unaudited)

LTV refers to the ratio comparing the loan's unpaid principal balance to the property's collateral value. We examine LTV migration and stratify LTV into categories to monitor the risk in the loan classes.

The following table provides a summary of the consumer portfolio credit quality. The amounts represent the carrying value, which differ from unpaid principal balances, and include the premiums or discounts and the accretable yield and non-accretable difference for PCI loans recorded in purchase accounting. Included in the consumer loans are "covered loans" for which the Company can be reimbursed for a substantial portion of future losses under the terms of loss sharing agreements with the FDIC if losses occur within the indemnification period. As of June 30, 2017 and December 31, 2016, the carrying value of the indemnification asset for covered single family residential and reverse mortgage loans totaled $180 million and $233 million, respectively, under the IndyMac Transaction. No indemnification asset was recognized in connection with the First Federal or La Jolla Transaction. The indemnification asset is measured on the same basis of accounting as the covered loans (e.g., as PCI loans under the effective yield method). Covered loans are further discussed in our Form 10-K for the year ended December 31, 2016, Note 5 — Indemnification Assets.

Covered loans are limited to the Consumer Banking, Legacy Consumer Mortgages ("LCM") division.

Included in the consumer loan balances as of June 30, 2017 and December 31, 2016, were loans with terms that permitted negative amortization with an unpaid principal balance of $670 million and $761 million, respectively.

The table below summarizes the Consumer loan LTV distribution and the covered loan balances as of June 30, 2017 and December 31, 2016.
Consumer Loan LTV Distribution (dollars in millions)

| | Single Family Residential | | | | | Reverse Mortgage | | | | |
|---|---|---|---|---|---|---|---|---|---|---|
| | Covered Loans | | Non-covered Loans | | Total Single Family Residential | Covered Loans | Non-covered Loans | | Total Reverse Mortgages | Total Consumer Loans |
| LTV Range | Non-PCI | PCI | Non-PCI | PCI | | Non-PCI | Non-PCI | PCI | | |
| June 30, 2017 | | | | | | | | | | |
| Greater than 125% | $2.3 | $200.3 | $9.6 | $— | $ 212.2 | $0.8 | $10.6 | $29.8 | $ 41.2 | $ 253.4 |
| 101% – 125% | 5.3 | 356.8 | 6.3 | — | 368.4 | 0.8 | 14.3 | 7.3 | 22.4 | 390.8 |
| 80% – 100% | 132.3 | 601.0 | 38.6 | — | 771.9 | 22.8 | 35.8 | 7.6 | 66.2 | 838.1 |
| Less than 80% | 1,438.0 | 879.8 | 1,781.2 | 7.4 | 4,106.4 | 396.8 | 303.2 | 11.2 | 711.2 | 4,817.6 |
| Not Applicable(1) | — | — | 8.9 | — | 8.9 | — | — | — | — | 8.9 |
| Total | $1,577.9 | $2,037.9 | $1,844.6 | $7.4 | $ 5,467.8 | $421.2 | $363.9 | $55.9 | $ 841.0 | $ 6,308.8 |
| December 31, 2016 | | | | | | | | | | |
| Greater than 125% | $2.2 | $261.4 | $12.3 | $— | $ 275.9 | $0.6 | $8.8 | $33.8 | $ 43.2 | $ 319.1 |
| 101% – 125% | 4.7 | 443.7 | 13.6 | — | 462.0 | 1.2 | 12.7 | 7.9 | 21.8 | 483.8 |
| 80% – 100% | 226.6 | 588.1 | 40.5 | — | 855.2 | 24.0 | 42.3 | 7.5 | 73.8 | 929.0 |
| Less than 80% | 1,515.6 | 872.4 | 1,713.1 | 9.2 | 4,110.3 | 405.4 | 304.9 | 9.8 | 720.1 | 4,830.4 |
| Not Applicable(1) | — | — | 2.9 | — | 2.9 | — | — | — | — | 2.9 |
| Total | $1,749.1 | $2,165.6 | $1,782.4 | $9.2 | $ 5,706.3 | $431.2 | $368.7 | $59.0 | $ 858.9 | $ 6,565.2 |

(1) Certain Consumer Loans do not have LTV's, including the Credit Card portfolio.

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Past Due and Non-accrual Loans

The table that follows presents portfolio delinquency status, regardless of accrual/non-accrual classification:
Past Due Finance and Held for Sale Loans (dollars in millions)

| | Past Due 30–59 Days Past Due | 60–89 Days Past Due | 90 Days or Greater | Total Past Due | Current[1] | PCI Loans[2] | Total |
|---|---|---|---|---|---|---|---|
| June 30, 2017 | | | | | | | |
| Commercial Banking | | | | | | | |
| Commercial Finance | $19.7 | $11.6 | $68.7 | $100.0 | $9,419.3 | $35.6 | $9,554.9 |
| Real Estate Finance | — | — | 3.3 | 3.3 | 5,532.5 | 65.4 | 5,601.2 |
| Business Capital | 95.7 | 30.3 | 16.0 | 142.0 | 7,074.0 | — | 7,216.0 |
| Rail | 1.0 | 0.6 | 0.6 | 2.2 | 101.4 | — | 103.6 |
| Total Commercial Banking | 116.4 | 42.5 | 88.6 | 247.5 | 22,127.2 | 101.0 | 22,475.7 |
| Consumer Banking | | | | | | | |
| Legacy Consumer Mortgages | 20.9 | 3.8 | 37.1 | 61.8 | 2,392.6 | 2,101.1 | 4,555.5 |
| Other Consumer Banking | 0.6 | — | 1.0 | 1.6 | 2,187.4 | 2.4 | 2,191.4 |
| Total Consumer Banking | 21.5 | 3.8 | 38.1 | 63.4 | 4,580.0 | 2,103.5 | 6,746.9 |
| Non-Strategic Portfolios | 3.9 | 3.8 | 6.7 | 14.4 | 100.2 | — | 114.6 |
| Total | $141.8 | $50.1 | $133.4 | $325.3 | $26,807.4 | $2,204.5 | $29,337.2 |
| December 31, 2016 | | | | | | | |
| Commercial Banking | | | | | | | |
| Commercial Finance | $21.4 | $— | $17.6 | $39.0 | $10,193.8 | $42.7 | $10,275.5 |
| Real Estate Finance | 0.1 | — | — | 0.1 | 5,496.0 | 70.5 | 5,566.6 |
| Business Capital | 143.6 | 42.4 | 16.3 | 202.3 | 6,771.8 | — | 6,974.1 |
| Rail | 5.9 | 0.6 | 2.3 | 8.8 | 94.9 | — | 103.7 |
| Total Commercial Banking | 171.0 | 43.0 | 36.2 | 250.2 | 22,556.5 | 113.2 | 22,919.9 |
| Consumer Banking | | | | | | | |
| Legacy Consumer Mortgages | 22.6 | 6.1 | 36.6 | 65.3 | 2,563.6 | 2,233.8 | 4,862.7 |
| Other Consumer Banking | 7.4 | 4.9 | 0.6 | 12.9 | 2,163.4 | 2.8 | 2,179.1 |
| Total Consumer Banking | 30.0 | 11.0 | 37.2 | 78.2 | 4,727.0 | 2,236.6 | 7,041.8 |
| Non-Strategic Portfolios | 3.0 | 1.1 | 7.0 | 11.1 | 198.9 | — | 210.0 |
| Total | $204.0 | $55.1 | $80.4 | $339.5 | $27,482.4 | $2,349.8 | $30,171.7 |

(1) Due to their nature, reverse mortgage loans are included in Current, as they do not have contractual payments due at a specified time.

(2) PCI loans are written down at acquisition to their fair value using an estimate of cash flows deemed to be collectible. Accordingly, such loans are no longer classified as past due or non-accrual even though they may be contractually past due as we expect to fully collect the new carrying values.

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The following table sets forth non-accrual loans, assets received in satisfaction of loans (OREO and repossessed assets) and loans 90 days or more past due and still accruing.
Loans on Non-Accrual Status (dollars in millions)[1]

| | June 30, 2017 | | | December 31, 2016 | | |
|---|---|---|---|---|---|---|
| | Held for Investment | Held for Sale | Total | Held for Investment | Held for Sale | Total |
| Commercial Banking | | | | | | |
| Commercial Finance | $158.1 | $8.0 | $166.1 | $156.7 | $32.1 | $188.8 |
| Real Estate Finance | 3.6 | — | 3.6 | 20.4 | — | 20.4 |
| Business Capital | 59.5 | — | 59.5 | 41.7 | — | 41.7 |
| Total Commercial Banking | 221.2 | 8.0 | 229.2 | 218.8 | 32.1 | 250.9 |
| Consumer Banking | | | | | | |
| Legacy Consumer Mortgages | 18.7 | — | 18.7 | 17.3 | — | 17.3 |
| Other Consumer Banking | 0.8 | — | 0.8 | 0.1 | — | 0.1 |
| Total Consumer Banking | 19.5 | — | 19.5 | 17.4 | — | 17.4 |
| Non-Strategic Portfolios | — | 8.1 | 8.1 | — | 10.3 | 10.3 |
| Total | $240.7 | $16.1 | $256.8 | $236.2 | $42.4 | $278.6 |
| Repossessed assets and OREO | | | 78.6 | | | 72.7 |
| Total non-performing assets | | | $335.4 | | | $351.3 |
| Commercial loans past due 90 days or more accruing | | | $12.0 | | | $7.2 |
| Consumer loans past due 90 days or more accruing | | | 21.0 | | | 24.8 |
| Total Accruing loans past due 90 days or more | | | $33.0 | | | $32.0 |

(1) Factored receivables within our Business Capital division do not accrue interest and therefore are not considered within non-accrual loan balances, however are considered for credit provisioning purposes.

Payments received on non-accrual financing receivables are generally applied first against outstanding principal, though in certain instances where the remaining recorded investment is deemed fully collectible, interest income is recognized on a cash basis. Reverse mortgages are not included in the non-accrual balances.

The table below summarizes the residential mortgage loans in the process of foreclosure and OREO:
Loans in Process of Foreclosure (dollars in millions)

| | June 30, 2017 | December 31, 2016 |
|---|---|---|
| PCI | $ 172.3 | $ 201.7 |
| Non-PCI | 117.6 | 106.3 |
| Loans in process of foreclosure | $ 289.9 | $ 308.0 |
| OREO | $ 65.4 | $ 69.9 |

Impaired Loans

The Company's policy is to review for impairment loans greater than $500,000 that are on non-accrual status, as well as short-term factoring receivables greater than $500,000 when events or circumstances indicate that it is probable that CIT will be unable to collect all amounts due according to the contractual terms of the factoring agreement. Small-ticket loan and lease receivables that have not been modified in a restructuring are included (if appropriate) in the reported non-accrual balances above, but are excluded from the impaired loans disclosure below as charge-offs are typically determined and recorded for such loans when they are more than 90 – 150 days past due.

The following table contains information about impaired loans and the related allowance for loan losses by class, exclusive of loans that were identified as impaired at the date of the OneWest Transaction (the "Acquisition Date") for which the Company is applying the income recognition and disclosure guidance in ASC 310-30 (Loans and Debt Securities Acquired with Deteriorated Credit Quality), which are disclosed further below in this note. Impaired loans exclude PCI loans.

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Impaired Loans (dollars in millions)

| | | | | Average Recorded Investment[3] | | | |
|---|---|---|---|---|---|---|---|
| | Recorded Investment | Unpaid Principal Balance | Related Allowance | Quarter Ended June 30, 2017 | Quarter Ended June 30, 2016 | Six Months Ended June 30, 2017 | Six Months Ended June 30, 2016 |
| June 30, 2017 | | | | | | | |
| With no related allowance recorded: | | | | | | | |
| Commercial Banking | | | | | | | |
| Commercial Finance | $ 70.5 | $80.0 | $ — | $67.5 | $10.0 | $63.1 | $11.8 |
| Business Capital | 3.5 | 4.1 | — | 6.4 | 8.3 | 4.5 | 7.7 |
| Real Estate Finance | 0.7 | 0.7 | — | 0.7 | 2.5 | 0.7 | 1.7 |
| With an allowance recorded: | | | | | | | |
| Commercial Banking | | | | | | | |
| Commercial Finance | 135.3 | 135.4 | 22.6 | 135.1 | 132.6 | 137.7 | 122.6 |
| Business Capital | 18.7 | 18.7 | 10.4 | 23.2 | 10.4 | 17.7 | 10.2 |
| Real Estate Finance | 2.9 | 2.9 | 0.4 | 2.9 | 3.2 | 7.5 | 2.1 |
| Total Impaired Loans[1] | 231.6 | 241.8 | 33.4 | 235.8 | 167.0 | 231.2 | 156.1 |
| Total Loans Impaired at Acquisition Date[2] | 2,204.5 | 3,210.3 | 17.7 | 2,243.3 | 2,516.9 | 2,278.8 | 2,575.2 |
| Total | $ 2,436.1 | $3,452.1 | $ 51.1 | $2,479.1 | $2,683.9 | $2,510.0 | $2,731.3 |

| | Recorded Investment | Unpaid Principal Balance | Related Allowance | Average Recorded Investment [3] |
|---|---|---|---|---|
| December 31, 2016 | | | | |
| With no related allowance recorded: | | | | |
| Commercial Banking | | | | |
| Commercial Finance | $ 54.3 | $72.2 | $ — | $29.5 |
| Business Capital | 0.5 | 1.8 | — | 5.1 |
| Real Estate Finance | 0.7 | 0.7 | — | 1.3 |
| With an allowance recorded: | | | | |
| Commercial Banking | | | | |
| Commercial Finance | 143.0 | 146.2 | 25.5 | 132.1 |
| Business Capital | 6.6 | 6.6 | 4.2 | 8.2 |
| Real Estate Finance | 16.7 | 16.8 | 4.0 | 5.2 |
| Total Impaired Loans[1] | 221.8 | 244.3 | 33.7 | 181.4 |
| Total Loans Impaired at Acquisition Date[2] | 2,349.8 | 3,440.7 | 13.6 | 2,504.4 |
| Total | $ 2,571.6 | $3,685.0 | $ 47.3 | $2,685.8 |

(1) Interest income recorded for the three and six months ended June 30, 2017 while the loans were impaired was $1.0 million of which none was recognized using cash-basis method of accounting. Interest income recorded for the year ended December 31, 2016 while the loans were impaired was $1.6 million of which $0.6 million was interest recognized using cash-basis method of accounting.

(2)

Details of finance loans that were identified as impaired at the Acquisition Date are presented under Loans Acquired with Deteriorated Credit Quality.

(3) Average recorded investment for the quarters and six months ended June 30, 2017, June 30, 2016 and year ended December 31, 2016.

Loans Acquired with Deteriorated Credit Quality

The Company applied the income recognition and disclosure guidance in ASC 310-30 (Loans and Debt Securities Acquired with Deteriorated Credit Quality) to loans that were identified as impaired as of the Acquisition Date. PCI loans were initially recorded at estimated fair value with no allowance for loan losses carried over, since the initial fair values reflected credit losses expected to be incurred over the remaining lives of the loans. The acquired loans are subject to the Company's internal credit review. See Note 4 — Allowance for Loan Losses.

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CIT GROUP INC. AND SUBSIDIARIES – NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Unaudited)

Purchased Credit Impaired Loans (dollars in millions)

| June 30, 2017 | Unpaid Principal Balance | Carrying Value | Allowance for Loan Losses |
|---|---|---|---|
| Commercial Banking | | | |
| Commercial Finance | $60.1 | $35.6 | $ 1.2 |
| Real Estate Finance | 91.1 | 65.4 | 6.2 |
| Consumer Banking | | | |
| Other Consumer Banking | 3.1 | 2.4 | — |
| Legacy Consumer Mortgages | 3,056.0 | 2,101.1 | 10.3 |
| | $3,210.3 | $2,204.5 | $ 17.7 |
| December 31, 2016 | | | |
| Commercial Banking | | | |
| Commercial Finance | $70.0 | $42.7 | $ 2.4 |
| Real Estate Finance | 108.1 | 70.5 | 4.9 |
| Consumer Banking | | | |
| Other Consumer Banking | 3.7 | 2.8 | — |
| Legacy Consumer Mortgages | 3,258.9 | 2,233.8 | 6.3 |
| | $3,440.7 | $2,349.8 | $ 13.6 |

The following table summarizes the carrying value of commercial PCI loans within Commercial Banking, which are monitored for credit quality based on internal risk classifications. See previous table Consumer Loan LTV Distributions for credit quality metrics on consumer PCI loans.

| | June 30, 2017 | | | December 31, 2016 | | |
|---|---|---|---|---|---|---|
| (dollars in millions) | Non-criticized | Criticized | Total | Non-criticized | Criticized | Total |
| Commercial Finance | $6.1 | $ 29.5 | $35.6 | $5.4 | $ 37.3 | $42.7 |
| Real Estate Finance | 25.8 | 39.6 | 65.4 | 35.6 | 34.9 | 70.5 |
| Total | $31.9 | $ 69.1 | $101.0 | $41.0 | $ 72.2 | $113.2 |

Non-criticized loans generally include loans that are expected to be repaid in accordance with contractual loan terms. Criticized loans are risk rated as special mention or classified.

Accretable Yield

The excess of cash flows expected to be collected over the recorded investment (estimated fair value at acquisition) of the PCI loans represents the accretable yield and is recognized in interest income on an effective yield basis over the remaining life of the loan, or pools of loans. The accretable yield is adjusted for changes in interest rate indices for variable rate PCI loans, changes in prepayment assumptions and changes in expected principal and interest payments and collateral values. Further, if a loan within a pool of loans is modified, the modified loan remains part of the pool of loans. The difference between the cash flows contractually required to be paid, measured as of the Acquisition Date, over the expected cash flows is referred to as the non-accretable difference.

Subsequent to acquisition, we evaluate our estimates of the cash flows expected to be collected on a quarterly basis. Probable and significant decreases in expected cash flows as a result of further credit deterioration result in a charge to the provision for credit losses and a corresponding increase to the allowance for credit losses. Probable and significant increases in expected cash flows due to improved credit quality result in reversal of any previously recorded allowance for loan losses, to the extent applicable, and an increase in the accretable yield applied prospectively for any remaining increase. Changes in expected cash flows caused by changes in market interest rates or by prepayments are recognized as adjustments to the accretable yield on a prospective basis.

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Changes in the accretable yield for PCI loans are summarized below for the quarters ended June 30, 2017 and 2016.

Change in Accretable Yield (dollars in millions)

| (dollars in millions) | June 30, 2017 Quarter Ended | June 30, 2017 Six months ended |
|---|---|---|
| Balance, beginning of period | $1,233.7 | $1,261.4 |
| Accretion into interest income | (53.7) | (106.3) |
| Reclassification from non-accretable difference | 0.3 | 33.7 |
| Disposals and Other | (4.3) | (12.8) |
| Balance at June 30, 2017 | $1,176.0 | $1,176.0 |

| | June 30, 2016 Quarter Ended | June 30, 2016 Six months ended |
|---|---|---|
| Balance, beginning of period | $1,281.4 | $1,299.1 |
| Accretion into interest income | (50.5) | (103.5) |
| Reclassification from non-accretable difference | 55.8 | 110.4 |
| Disposals and Other | (9.4) | (28.7) |
| Balance at June 30, 2016 | $1,277.3 | $1,277.3 |

Troubled Debt Restructuring

The Company periodically modifies the terms of loans in response to borrowers' difficulties. Modifications that include a financial concession to the borrower are accounted for as troubled debt restructurings (TDRs). See the Company's Annual Report on Form 10-K for the year ended December 31, 2016 for discussion of policies on TDRs.

At June 30, 2017, the loans in trial modification period were $5.6 million under the Home Affordable Modification Program ("HAMP"), $0.3 million under the Second Lien Modification Program ("2MP") and $12.0 million under proprietary programs. Trial modifications with a recorded investment of $17.2 million at June 30, 2017 were accruing loans and $0.7 million were non-accruing loans. At December 31, 2016, the loans in trial modification period were $36.4 million under HAMP, $0.1 million under 2MP and $3.0 million under proprietary programs. Trial modifications with a recorded investment of $38.1 million at December 31, 2016 were accruing loans and $1.4 million were non-accruing loans. Our experience is that substantially all of the mortgages that enter a trial payment period program are successful in completing the program requirements and are then permanently modified at the end of the trial period. Our allowance process considers the impact of those modifications that are probable to occur.

The recorded investment of TDRs, excluding those classified as PCI and those within a trial modification period discussed in the preceding paragraph, at June 30, 2017 and December 31, 2016 was $114.7 million and $82.3 million, of which 46% and 41%, respectively, were on non-accrual. See the preceding paragraph on discussion related to TDRs in trial modification period. Commercial Banking and Consumer Banking receivables accounted for 86% and 14% of the total TDRs, respectively, at June 30, 2017. Commercial Banking and Consumer Banking receivables accounted for 85.0% and 15.0% of the total TDRs, respectively at December 31, 2016. There were $7.7 million and $5.4 million as of June 30, 2017 and December 31, 2016, respectively, of commitments to lend additional funds to borrowers whose loan terms have been modified in TDRs.

The recorded investment related to modifications qualifying as TDRs that occurred during the quarters ended June 30, 2017 and 2016 were $18.7 million and $6.1 million, and $92.7 million and $19.8 million for the six month periods, respectively. The recorded investment as of June 30, 2017 and 2016 of TDRs that experience a payment default (payment default is one missed payment), during the quarters ended June 30, 2017 and 2016, and for which the payment default occurred within one year of the modification totaled $64.0 million and $2.0 million, respectively, and $65.6 million and $4.1 million for the six month periods, respectively. The defaults that occurred during the current quarter and year to date related to Commercial Banking and Consumer Banking.

The financial impact of the various modification strategies that the Company employs in response to borrower difficulties is described below. While the discussion focuses on the 2017 amounts, the overall nature and impact of modification programs were comparable in the prior year.

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The nature of modifications qualifying as TDR's based upon recorded investment at June 30, 2017 was comprised of payment deferrals for 44% and covenant relief and/or other for 56%. December 31, 2016 TDR recorded investment was comprised of payment deferrals for 12% and covenant relief and/or other for 88%.
Payment deferrals result in lower net present value of cash flows, if not accompanied by additional interest or fees, and increased provision for credit losses to the extent applicable. The financial impact of these modifications is not significant given the moderate length of deferral periods.
Interest rate reductions result in lower amounts of interest being charged to the customer, but are a relatively small part of the Company's restructuring programs. Additionally, in some instances, modifications improve the Company's economic return through increased interest rates and fees, but are reported as TDRs due to assessments regarding the borrowers' ability to independently obtain similar funding in the market and assessments of the relationship between modified rates and terms and comparable market rates and terms. The weighted average change in interest rates for all TDRs occurring during the quarters ended June 30, 2017 and 2016 was not significant.
Debt forgiveness, or the reduction in amount owed by borrower, results in incremental provision for credit losses, in the form of higher charge-offs. While these types of modifications have the greatest individual impact on the allowance, the amounts of principal forgiveness for TDRs occurring during quarters ended June 30, 2017 and 2016 was not significant, as debt forgiveness is a relatively small component of the Company's modification programs.
The other elements of the Company's modification programs that are not TDRs, do not have a significant impact on financial results given their relative size, or do not have a direct financial impact, as in the case of covenant changes.

Reverse Mortgages

Consumer loans within continuing operations include an outstanding balance of $841.0 million and $858.9 million at June 30, 2017 and December 31, 2016, respectively, related to the reverse mortgage portfolio, of which $746.3 million and $769.6 million at June 30, 2017 and December 31, 2016, respectively, was uninsured.

The uninsured reverse mortgage portfolio consists of approximately 1,600 loans with an average borrowers' age of 83 years old and an unpaid principal balance of $984.1 million at June 30, 2017. At December 31, 2016, the uninsured reverse mortgage portfolio consisted of approximately 1,700 loans with an average borrowers' age of 83 years old and an unpaid principal balance of $1,027.9 million. The realizable collateral value (the lower of the collectible principal and interest or the estimated value of the home) exceeds the outstanding book balance at June 30, 2017 and December 31, 2016.

As of June 30, 2017, the Company's estimated future advances to reverse mortgagors are as follows:

| Future Advances (dollars in millions) | |
|---|---|
| Year Ending: | |
| 2017 | $7.7 |
| 2018 | 11.4 |
| 2019 | 9.5 |
| 2020 | 7.8 |
| 2021 | 6.4 |
| Years 2022 – 2026 | 17.6 |
| Years 2027 – 2031 | 5.4 |
| Years 2032 – 2036 | 1.4 |

| | |
|---|---|
| Thereafter | 0.3 |
| Total [1],[2] | $67.5 |

(1) This table does not take into consideration cash inflows including payments from mortgagors or payoffs based on contractual terms.

(2) This table includes the reverse mortgages supported by the Company as a result of the IndyMac loss-share agreements with the FDIC. As of June 30, 2017, the Company is responsible for funding up to a remaining $62 million of the total amount.

Serviced Loans

As a result of the OneWest Transaction, the Company services Home Equity Conversion Mortgages (“HECM”) reverse mortgage loans sold to Agencies (Fannie Mae) and securitized into GNMA HECM mortgage-backed securities (“HMBS”) pools. HECM loans transferred into the HMBS program have not met all the requirements for sale accounting, and therefore,

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the Company has accounted for these transfers as a financing transaction with the loans remaining on the Company's statement of financial position and the proceeds received are recorded as a secured borrowing. The pledged loans and secured borrowings are reported in Assets of discontinued operations and Liabilities of discontinued operations, respectively. See Note 2 — Discontinued Operations.

In the quarter ended June 30, 2017, the Company repurchased $27.4 million (unpaid principal balance) of additional HECM loans, of which $21.2 million were classified as AHFS and the remaining $6.2 million were classified as HFI. As of June 30, 2017, the Company had an outstanding balance of $147.1 million of HECM loans, of which $52.4 million (unpaid principal balance) is classified as AHFS with no remaining purchase discount and $63.7 million is classified as HFI accounted for as PCI loans with an associated remaining purchase discount of $7.9 million. Serviced loans also include $38.9 million that are classified as HFI, which are accounted for under the effective yield method, with no remaining purchase discount. As of December 31, 2016, the Company had an outstanding balance of $122.2 million of HECM loans, of which $32.8 million (unpaid principal balance) were classified as AHFS with a remaining purchase discount of $0.1 million, $68.1 million were classified as HFI accounted for as PCI loans with an associated remaining purchase discount of $9.1 million. Serviced loans also included $30.4 million that were classified as HFI, accounted for under the effective yield method and have no remaining purchase discount.

NOTE 4 — ALLOWANCE FOR LOAN LOSSES

The Company maintains an allowance for loan losses for estimated credit losses in its HFI loan portfolio. The allowance is adjusted through a provision for credit losses, which is charged against current period earnings, and reduced by any charge-offs for losses, net of recoveries.

The Company maintains a separate reserve for credit losses on off-balance sheet commitments, which is reported in Other Liabilities. Off-balance sheet credit exposures include items such as unfunded loan commitments, issued standby letters of credit and deferred purchase agreements. The Company's methodology for assessing the appropriateness of this reserve is similar to the allowance process for outstanding loans.
Allowance for Loan Losses and Recorded Investment in Loans (dollars in millions)

| | Commercial Banking | Consumer Banking | Total |
|---|---|---|---|
| Quarter Ended June 30, 2017 | | | |
| Balance - March 31, 2017 | $424.0 | $24.6 | $448.6 |
| Provision for credit losses | (0.2) | 4.6 | 4.4 |
| Other[1] | 1.0 | (0.3) | 0.7 |
| Gross charge-offs[2] | (32.3) | (0.9) | (33.2) |
| Recoveries | 5.3 | 0.2 | 5.5 |
| Balance - June 30, 2017 | $397.8 | $28.2 | $426.0 |
| Six Months Ended June 30, 2017 | | | |
| Balance - December 31, 2016 | $408.4 | $24.2 | $432.6 |
| Provision for credit losses | 49.0 | 5.1 | 54.1 |
| Other[1] | (5.2) | (0.3) | (5.5) |
| Gross charge-offs[2] | (64.7) | (1.5) | (66.2) |
| Recoveries | 10.3 | 0.7 | 11.0 |
| Balance - June 30, 2017 | $397.8 | $28.2 | $426.0 |
| Allowance balance at June 30, 2017 | | | |

| | | | |
|---|---|---|---|
| Loans individually evaluated for impairment | $33.4 | $— | $33.4 |
| Loans collectively evaluated for impairment | 357.0 | 17.9 | 374.9 |
| Loans acquired with deteriorated credit quality(3) | 7.4 | 10.3 | 17.7 |
| Allowance for loan losses | $397.8 | $28.2 | $426.0 |
| Other reserves(1) | $49.0 | $— | $49.0 |
| Loans at June 30, 2017 | | | |
| Loans individually evaluated for impairment | $231.6 | $— | $231.6 |
| Loans collectively evaluated for impairment | 22,008.6 | 4,587.0 | 26,595.6 |
| Loans acquired with deteriorated credit quality(3) | 101.0 | 2,103.5 | 2,204.5 |
| Ending balance | $22,341.2 | $6,690.5 | $29,031.7 |
| Percent of loans to total loans | 77.0 % | 23.0 % | 100 % |

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CIT GROUP INC. AND SUBSIDIARIES – NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Unaudited)

Allowance for Loan Losses and Recorded Investment in Loans (dollars in millions)

| | Commercial Banking | Consumer Banking | Total |
|---|---|---|---|
| Quarter Ended June 30, 2016 | | | |
| Balance - March 31, 2016 | $386.0 | $14.8 | $400.8 |
| Provision for credit losses | 22.2 | 1.1 | 23.3 |
| Other[1] | 3.5 | (0.1) | 3.4 |
| Gross charge-offs[2] | (38.0) | (0.5) | (38.5) |
| Recoveries | 3.3 | 0.8 | 4.1 |
| Balance - June 30, 2016 | $377.0 | $16.1 | $393.1 |
| Six Months Ended June 30, 2016 | | | |
| Balance - December 31, 2015 | $336.8 | $10.2 | $347.0 |
| Provision for credit losses | 108.6 | 4.2 | 112.8 |
| Other[1] | (1.6) | 1.3 | (0.3) |
| Gross charge-offs[2] | (74.1) | (1.2) | (75.3) |
| Recoveries | 7.3 | 1.6 | 8.9 |
| Balance - June 30, 2016 | $377.0 | $16.1 | $393.1 |
| Allowance balance at June 30, 2016 | | | |
| Loans individually evaluated for impairment | $29.4 | $— | $29.4 |
| Loans collectively evaluated for impairment | 345.0 | 15.4 | 360.4 |
| Loans acquired with deteriorated credit quality[3] | 2.6 | 0.7 | 3.3 |
| Allowance for loan losses | $377.0 | $16.1 | $393.1 |
| Other reserves[1] | $44.7 | $0.2 | $44.9 |
| Loans at June 30, 2016 | | | |
| Loans individually evaluated for impairment | $157.3 | $— | $157.3 |
| Loans collectively evaluated for impairment | 22,691.2 | 4,767.3 | 27,458.5 |
| Loans acquired with deteriorated credit quality[3] | 125.2 | 2,352.8 | 2,478.0 |
| Ending balance | $22,973.7 | $7,120.1 | $30,093.8 |
| Percentage of loans to total loans | 76.3 % | 23.7 % | 100 % |

(1) “Other reserves” represents additional credit loss reserves for unfunded lending commitments, letters of credit and for deferred purchase agreements, all of which is recorded in Other liabilities. “Other” also includes changes relating to loans that were charged off and reimbursed by the FDIC under the indemnification provided by the FDIC, sales and foreign currency translations.

(2) Gross charge-offs of amounts specifically reserved in prior periods that were charged directly to the Allowance for loan losses included $16.8 million and $31.6 million for the quarter and six months ended June 30, 2017, respectively, and $15.0 million and $22.4 million for the quarter and six months ended June 30, 2016, respectively. The charge-offs related to Commercial Banking for all periods.

(3) Represents loans considered impaired as part of the OneWest transaction and are accounted for under the guidance in ASC 310-30 (Loans and Debt Securities Acquired with Deteriorated Credit Quality).

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CIT GROUP INC. AND SUBSIDIARIES – NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Unaudited)

NOTE 5 — INVESTMENT SECURITIES

Investments include debt and equity securities. The Company's debt securities include U.S. Government Agency securities, U.S. Treasury securities, residential mortgage-backed securities ("MBS"), and supranational securities. Equity securities include common stock and warrants, along with restricted stock in the Federal Home Loan Bank ("FHLB") and FRB.

Investment Securities (dollars in millions)

| | June 30, 2017 | December 31, 2016 |
|---|---|---|
| Available-for-sale securities | | |
| Debt securities | $4,765.0 | $ 3,674.1 |
| Equity securities | 34.5 | 34.1 |
| Held-to-maturity securities | | |
| Debt securities(1) | 218.6 | 243.0 |
| Securities carried at fair value with changes recorded in net income | | |
| Debt securities | 255.6 | 283.5 |
| Non-marketable investments(2) | 256.3 | 256.4 |
| Total investment securities | $5,530.0 | $ 4,491.1 |

(1) Recorded at amortized cost.

(2) Non-marketable investments include restricted stock of the FRB and FHLB carried at cost of $233.4 million at June 30, 2017 and $239.7 million at December 31, 2016. The remaining non-marketable investments include ownership interests greater than 3% in limited partnership investments that are accounted for under the equity method, other investments carried at cost, which include qualified Community Reinvestment Act (CRA) investments, equity fund holdings and shares issued by customers during loan work out situations or as part of an original loan investment, totaling $22.9 million and $16.7 million at June 30, 2017 and December 31, 2016, respectively.

Realized investment gains totaled $0.8 million and $0.9 million for the quarters ended June 30, 2017 and 2016, and $2.3 million and $1.5 million for the six months ended June 30, 2017 and 2016, respectively, and exclude losses from OTTI.

In addition, the Company had $4.7 billion and $5.6 billion of interest bearing deposits at banks at June 30, 2017 and December 31, 2016, respectively, which are cash equivalents and are classified separately on the balance sheet.

The following table presents interest and dividends on interest bearing deposits and investments:

Interest and Dividend Income (dollars in millions)

| | Quarters Ended June 30, | | Six Months Ended June 30, | |
|---|---|---|---|---|
| | 2017 | 2016 | 2017 | 2016 |
| Interest income — investments | $30.6 | $19.8 | $58.4 | $39.0 |
| Interest income — interest bearing deposits | 23.8 | 8.3 | 36.3 | 16.7 |
| Dividends — investments | 2.5 | 3.0 | 5.8 | 6.4 |
| Total interest and dividends | $56.9 | $31.1 | $100.5 | $62.1 |

Item 1. Consolidated Financial Statements 27

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CIT GROUP INC. AND SUBSIDIARIES – NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Unaudited)

The following table presents amortized cost and fair value of securities available for sale (“AFS”) and securities held-to-maturity ("HTM").
Amortized Cost and Fair Value (dollars in millions)

| June 30, 2017 | Amortized Cost | Gross Unrealized Gains | Gross Unrealized Losses | Fair Value |
|---|---|---|---|---|
| Debt securities AFS | | | | |
| Mortgage-backed Securities | | | | |
| U.S. government agency securities | $ 3,124.7 | $ 2.3 | $ (35.9 ) | $ 3,091.1 |
| Non-agency securities | 429.0 | 28.7 | (0.8 ) | 456.9 |
| U.S. government agency obligations | 549.9 | — | (4.2 ) | 545.7 |
| U.S. Treasury Securities | 372.3 | — | (0.3 ) | 372.0 |
| Supranational securities | 299.3 | — | — | 299.3 |
| Total debt securities AFS | 4,775.2 | 31.0 | (41.2 ) | 4,765.0 |
| Equity securities AFS | 35.4 | — | (0.9 ) | 34.5 |
| Total securities AFS | 4,810.6 | 31.0 | (42.1 ) | 4,799.5 |
| Debt securities HTM | | | | |
| Mortgage-backed securities | | | | |
| U.S. government agency securities | 95.5 | 0.5 | (2.7 ) | 93.3 |
| State and municipal | 18.8 | — | (0.4 ) | 18.4 |
| Corporate — foreign | 104.3 | 7.6 | — | 111.9 |
| Total debt securities HTM | 218.6 | 8.1 | (3.1 ) | 223.6 |
| Total | $ 5,029.2 | $ 39.1 | $ (45.2 ) | $ 5,023.1 |
| | | | | |
| December 31, 2016 | | | | |
| Debt Securities AFS | | | | |
| Mortgage-backed Securities | | | | |
| U.S. government agency securities | $ 2,073.6 | $ 1.6 | $ (32.3 ) | $ 2,042.9 |
| Non-agency securities | 471.7 | 15.6 | (1.8 ) | 485.5 |
| U.S. government agency obligations | 649.9 | — | (3.9 ) | 646.0 |
| U.S. Treasury Securities | 299.9 | — | (0.4 ) | 299.5 |
| Supranational securities | 200.2 | — | — | 200.2 |
| Total debt securities AFS | 3,695.3 | 17.2 | (38.4 ) | 3,674.1 |
| Equity securities AFS | 35.0 | — | (0.9 ) | 34.1 |
| Total securities AFS | 3,730.3 | 17.2 | (39.3 ) | 3,708.2 |
| Debt securities HTM | | | | |
| Mortgage-backed securities | | | | |
| U.S. government agency securities | 110.0 | 0.7 | (3.3 ) | 107.4 |
| State and municipal | 27.7 | — | (0.5 ) | 27.2 |
| Foreign government | 2.4 | — | — | 2.4 |
| Corporate — foreign | 102.9 | 6.2 | — | 109.1 |
| Total debt securities HTM | 243.0 | 6.9 | (3.8 ) | 246.1 |
| Total | $ 3,973.3 | $ 24.1 | $ (43.1 ) | $ 3,954.3 |

CIT GROUP INC. AND SUBSIDIARIES – NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Unaudited)

The following table presents the debt securities AFS and debt securities HTM by contractual maturity dates:
Maturities (dollars in millions)

| | June 30, 2017 | | |
|---|---|---|---|
| | Amortized Cost | Fair Value | Weighted Average Yield |
| Debt securities AFS | | | |
| Mortgage-backed securities — U.S. government agency securities | | | |
| After 5 but within 10 years | $49.2 | $48.4 | 1.52 % |
| Due after 10 years | 3,075.5 | 3,042.7 | 2.36 % |
| Total | 3,124.7 | 3,091.1 | 2.35 % |
| Mortgage-backed securities — non-agency securities | | | |
| After 5 but within 10 years | 21.5 | 21.5 | 4.94 % |
| Due after 10 years | 407.5 | 435.4 | 6.01 % |
| Total | 429.0 | 456.9 | 5.95 % |
| U.S. government agency obligations | | | |
| After 1 but within 5 years | 549.9 | 545.7 | 1.22 % |
| Total | 549.9 | 545.7 | 1.22 % |
| U.S. Treasury Securities | | | |
| Due within 1 year | 349.4 | 349.2 | 0.88 % |
| After 1 but within 5 years | 22.9 | 22.8 | 1.01 % |
| Total | 372.3 | 372.0 | 0.89 % |
| Supranational securities | | | |
| Due within 1 year | 299.3 | 299.3 | 1.06 % |
| Total | 299.3 | 299.3 | 1.06 % |
| Total debt securities AFS | $4,775.2 | $4,765.0 | 2.35 % |
| Debt securities HTM | | | |
| Mortgage-backed securities — U.S. government agency securities | | | |
| Due after 10 years | $95.5 | $93.3 | 2.42 % |
| Total | 95.5 | 93.3 | 2.42 % |
| State and municipal | | | |
| Due within 1 year | 0.4 | 0.4 | 2.09 % |
| After 1 but within 5 years | 0.3 | 0.3 | 2.46 % |
| After 5 but within 10 years | 0.3 | 0.3 | 2.70 % |
| Due after 10 years | 17.8 | 17.4 | 2.33 % |
| Total | 18.8 | 18.4 | 2.34 % |
| Corporate — Foreign securities | | | |
| After 1 but within 5 years | 104.3 | 111.9 | 4.16 % |
| Total | 104.3 | 111.9 | 4.16 % |
| Total debt securities HTM | $218.6 | $223.6 | 3.24 % |

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CIT GROUP INC. AND SUBSIDIARIES – NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Unaudited)

The following table summarizes the gross unrealized losses and estimated fair value of AFS securities and HTM securities aggregated by investment category and length of time that the securities have been in a continuous unrealized loss position.
Gross Unrealized Loss (dollars in millions)

| | June 30, 2017 | | | |
|---|---|---|---|---|
| | Less than 12 months | | 12 months or greater | |
| | Fair Value | Gross Unrealized Loss | Fair Value | Gross Unrealized Loss |
| Securities AFS | | | | |
| Debt securities AFS | | | | |
| Mortgage-backed securities | | | | |
| U.S. government agency securities | $2,379.5 | $ (35.4 ) | $14.1 | $ (0.5 ) |
| Non-agency securities | 14.1 | (0.4 ) | 0.5 | (0.4 ) |
| U.S. government agency obligations | 545.7 | (4.2 ) | — | — |
| U.S. Treasury Securities | 222.2 | (0.3 ) | — | — |
| Total debt securities AFS | 3,161.5 | (40.3 ) | 14.6 | (0.9 ) |
| Equity securities AFS | 34.3 | (0.6 ) | 0.1 | (0.3 ) |
| Total securities available-for-sale | 3,195.8 | (40.9 ) | 14.7 | (1.2 ) |
| Debt Securities HTM | | | | |
| Mortgage-backed securities | | | | |
| U.S. government agency securities | 58.6 | (1.4 ) | 24.3 | (1.3 ) |
| State and municipal | 0.9 | — | 14.9 | (0.4 ) |
| Total debt securities held-to-maturity | 59.5 | (1.4 ) | 39.2 | (1.7 ) |
| Total | $3,255.3 | $ (42.3 ) | $53.9 | $ (2.9 ) |

| | December 31, 2016 | | | |
|---|---|---|---|---|
| | Less than 12 months | | 12 months or greater | |
| | Fair Value | Gross Unrealized Loss | Fair Value | Gross Unrealized Loss |
| Debt securities AFS | | | | |
| Mortgage-backed securities | | | | |
| U.S. government agency securities | $1,589.6 | $ (31.8 ) | $13.8 | $ (0.5 ) |
| Non-agency securities | 56.5 | (1.4 ) | 15.8 | (0.4 ) |
| U.S. government agency obligations | 546.1 | (3.9 ) | — | — |
| U.S. Treasury Securities | 299.5 | (0.4 ) | — | — |
| Total debt securities AFS | 2,491.7 | (37.5 ) | | |