SCHWAB CHARLES CORP Form 10-Q August 06, 2013

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

FORM 10-Q

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

For the quarterly period ended June 30, 2013

Commission File Number: 1-9700

THE CHARLES SCHWAB CORPORATION

(Exact name of registrant as specified in its charter)

Delaware 94-3025021

(State or other jurisdiction (I.R.S. Employer Identification No.)

of incorporation or organization)

211 Main Street, San Francisco, CA 94105

(Address of principal executive offices and zip code)

Registrant's telephone number, including area code: (415) 667-7000

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 T 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 T No £

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

Large accelerated filer T

Accelerated filer £

Non-accelerated filer £ (Do not check if a smaller reporting company)

Smaller reporting company £

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act).

Yes £ No T

Indicate the number of shares outstanding of each of the issuer's classes of common stock, as of the latest practicable date.

1,284,909,433 shares of \$.01 par value Common Stock Outstanding on July 24, 2013

THE CHARLES SCHWAB CORPORATION

Quarterly Report on Form 10-Q

For the Quarter Ended June 30, 2013

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Part I – FINANCIAL INFORMATION

Item 1. Condensed Consolidated Financial Statements

THE CHARLES SCHWAB CORPORATION

Condensed Consolidated Statements of Income

(In millions, except per share amounts)

(Unaudited)

	Three Months Ended		Six Months Ended		
	June 30,		June 30,	·	
	2013	2012	2013	2012	
Net Revenues					
Asset management and administration fees	\$ 572	\$ 496	\$ 1,124	\$ 980	
Interest revenue	499	497	996	969	
Interest expense	(26)	(39)	(54)	(77)	
Net interest revenue	473	458	942	892	
Trading revenue	235	219	458	462	
Other	59	121	115	167	
Provision for loan losses	1	(4)	(5)	(4)	
Net impairment losses on securities (1)	(3)	(7)	(7)	(25)	
Total net revenues	1,337	1,283	2,627	2,472	
Expenses Excluding Interest					
Compensation and benefits	494	446	1,030	911	
Professional services	106	93	205	189	
Occupancy and equipment	77	80	154	156	
Advertising and market development	67	57	141	124	
Communications	56	55	110	113	
Depreciation and amortization	51	48	102	96	
Other	74	72	142	138	
Total expenses excluding interest	925	851	1,884	1,727	
Income before taxes on income	412	432	743	745	
Taxes on income	156	157	281	275	
Net Income	256	275	462	470	
Preferred stock dividends	23	14	31	14	
Net Income Available to Common Stockholders	\$ 233	\$ 261	\$ 431	\$ 456	
Weighted-Average Common Shares Outstanding — Diluted	1,288	1,274	1,285	1,273	

Earnings Per Common Share — Basic	\$.18	\$.20	\$.33	\$.36
Earnings Per Common Share — Diluted	\$.18	\$.20	\$.33	\$.36

(1) Net impairment losses on securities include total other-than-temporary impairment losses of \$2 million and \$12 million, net of \$(1) million and \$5 million reclassified from or recognized in other comprehensive income, for the three months ended June 30, 2013 and 2012, respectively. Net impairment losses on securities include total other-than-temporary impairment losses of \$2 million and \$14 million, net of \$(5) million and \$(11) million reclassified from other comprehensive income, for the six months ended June 30, 2013 and 2012, respectively.

See Notes to Condensed Consolidated Financial Statements.

THE CHARLES SCHWAB CORPORATION

Condensed Consolidated Statements of Comprehensive (Loss) Income

(In millions)

(Unaudited)

	Three Months Ended June 30, 2013 2012			Six Mor Ended	Six Months Ended June 30,	
				June 30,		
				2013	2012	
Net Income	\$	256	\$	275	\$ 462	\$ 470
Other comprehensive (loss) income, before tax:						
Change in net unrealized gain on securities available for sale:						
Net unrealized (loss) gain		(477)		119	(480)	208
Reclassification of impairment charges included in net						
impairment losses on securities		3		7	7	25
Other reclassifications included in other revenue		(3)		(1)	(3)	(1)
Other		-		-	1	-
Other comprehensive (loss) income, before tax		(477)		125	(475)	232
Income tax effect		180		(47)	180	(86)
Other comprehensive (loss) income, net of tax		(297)		78	(295)	146
Comprehensive (Loss) Income	\$	(41)	\$	353	\$ 167	\$ 616

See Notes to Condensed Consolidated Financial Statements.

THE CHARLES SCHWAB CORPORATION

Condensed Consolidated Balance Sheets

(In millions, except per share and share amounts)

(Unaudited)

	June 30, 2013	December 31, 2012
Assets Cash and cash equivalents	\$ 6,234	\$ 12,663
Cash and cash equivalents Cash and investments segregated and on deposit for regulatory purposes	\$ 0,234	\$ 12,003
(including resale agreements of \$18,214 at June 30, 2013 and \$19,325		
at December 31, 2012)	27,011	28,469
Receivables from brokers, dealers, and clearing organizations	395	333
Receivables from brokerage clients — net	12,825	13,458
Other securities owned — at fair value	488	636
Securities available for sale	48,414	46,123
Securities held to maturity (fair value — \$25,288 at June 30, 2013 and		
\$18,732 at December 31, 2012)	25,818	18,194
Loans to banking clients — net	11,732	10,726
Equipment, office facilities, and property — net	711	675
Goodwill	1,231	1,228
Intangible assets — net	290	319
Other assets	758	813
Total assets	\$ 135,907	\$ 133,637
Liabilities and Stockholders' Equity		
Deposits from banking clients	\$ 84,345	\$ 79,377
Payables to brokers, dealers, and clearing organizations	2,150	1,068
Payables to brokerage clients	36,852	40,330
Accrued expenses and other liabilities	1,210	1,641
Long-term debt	1,630	1,632
Total liabilities	126,187	124,048
Stockholders' equity:		
Preferred stock — \$.01 par value per share; aggregated liquidation		
preference of \$885 at both June 30, 2013 and December 31, 2012	867	865
Common stock — 3 billion shares authorized; \$.01 par value per share;		
1,487,543,446 shares issued	15	15

Additional paid-in capital	3,932	3,881
Retained earnings	8,830	8,554
Treasury stock, at cost — 203,545,769 shares at June 30, 2013 and		
210,014,305 shares at December 31, 2012	(3,927)	(4,024)
Accumulated other comprehensive income	3	298
Total stockholders' equity	9,720	9,589
Total liabilities and stockholders' equity	\$ 135,907	\$ 133,637

See Notes to Condensed Consolidated Financial Statements.

THE CHARLES SCHWAB CORPORATION

Condensed Consolidated Statement of Cash Flows

(In millions)

(Unaudited)

	Six Months June 30,	Ended
	2013	2012
Cash Flows from Operating Activities		
Net income	\$ 462	\$ 470
Adjustments to reconcile net income to net cash provided by (used for) operating activities:		
Provision for loan losses	5	4
Net impairment losses on securities	7	25
Stock-based compensation	59	54
Depreciation and amortization	102	96
Premium amortization, net, on securities available for sale and securities held to maturity	92	98
Other	20	1
Originations of loans held for sale	-	(435)
Proceeds from sales of loans held for sale	-	505
Net change in:		
Cash and investments segregated and on deposit for regulatory purposes	1,458	3,311
Receivables from brokers, dealers, and clearing organizations	(62)	(86)
Receivables from brokerage clients	631	(885)
Other securities owned	148	168
Other assets	16	49
Payables to brokers, dealers, and clearing organizations	662	212
Payables to brokerage clients	(3,478)	(3,656)
Accrued expenses and other liabilities	42	(163)
Net cash provided by (used for) operating activities	164	(232)
Cash Flows from Investing Activities		
Purchases of securities available for sale	(12,587)	(14,114)
Proceeds from sales of securities available for sale	3,004	1,323
Principal payments on securities available for sale	7,017	6,904
Purchases of securities held to maturity	(9,914)	(3,029)
Principal payments on securities held to maturity	2,413	2,566

Net increase in loans to banking clients	(976)	(62)
Purchase of equipment, office facilities, and property	(111)	(76)
Other investing activities	2	-
Net cash used for investing activities	(11,152)	(6,488)
Cash Flows from Financing Activities		
Net change in deposits from banking clients	4,968	5,403
Repayment of commercial paper	(300)	-
Repayment of long-term debt	(3)	(3)
Net proceeds from preferred stock offerings	-	864
Dividends paid	(184)	(154)
Proceeds from stock options exercised and other	81	20
Other financing activities	(3)	-
Net cash provided by financing activities	4,559	6,130
Decrease in Cash and Cash Equivalents	(6,429)	(590)
Cash and Cash Equivalents at Beginning of Period	12,663	8,679
Cash and Cash Equivalents at End of Period	\$ 6,234	\$ 8,089
Supplemental Cash Flow Information		
Cash paid during the period for:		
Interest	\$ 51	\$ 74
Income taxes	\$ 277	\$ 221
Non-cash investing activities:		
Securities purchased during the period but settled after period end	\$ 420	\$ 22

See Notes to Condensed Consolidated Financial Statements.

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THE CHARLES SCHWAB CORPORATION

Notes to Condensed Consolidated Financial Statements

(Tabular Amounts in Millions, Except Per Share Data, Ratios, or as Noted)

(Unaudited)

1. Introduction and Basis of Presentation

The Charles Schwab Corporation (CSC) is a savings and loan holding company engaged, through its subsidiaries, in securities brokerage, banking, money management, and financial advisory services. Charles Schwab & Co., Inc. (Schwab) is a securities broker-dealer with over 300 domestic branch offices in 45 states, as well as a branch in each of the Commonwealth of Puerto Rico and London, U.K. In addition, Schwab serves clients in Hong Kong through one of CSC's subsidiaries. Other subsidiaries include Charles Schwab Bank (Schwab Bank), a federal savings bank, and Charles Schwab Investment Management, Inc. (CSIM), the investment advisor for Schwab's proprietary mutual funds, which are referred to as the Schwab Funds®, and for Schwab's exchange-traded funds, which are referred to as the Schwab ETFsTM.

The accompanying unaudited condensed consolidated financial statements include CSC and its majority-owned subsidiaries (collectively referred to as the Company). Intercompany balances and transactions have been eliminated. These condensed consolidated financial statements have been prepared in conformity with accounting principles generally accepted in the United States (U.S.), which require management to make certain estimates and assumptions that affect the reported amounts in the accompanying financial statements. Certain estimates relate to other-than-temporary impairment of securities available for sale and securities held to maturity, valuation of goodwill, allowance for loan losses, and legal and regulatory reserves. Actual results may differ from those estimates. These condensed consolidated financial statements reflect all adjustments that are, in the opinion of management, necessary for a fair presentation of the results for the periods presented. These adjustments are of a normal recurring nature. Certain prior period amounts have been reclassified to conform to the 2013 presentation. The Company's results for any interim period are not necessarily indicative of results for a full year or any other interim period. These condensed consolidated financial statements should be read in conjunction with the consolidated financial statements and notes thereto included in the Company's Annual Report on Form 10-K for the year ended December 31, 2012, as updated by the Company's Current Report on Form 8-K filed on June 24, 2013, relating to the realignment of the Company's reportable segments.

The Company's significant accounting policies are included in note "2 – Summary of Significant Accounting Policies" in the Company's Annual Report on Form 10-K for the year ended December 31, 2012, as updated by its Current Report on Form 8-K filed on June 24, 2013. There have been no significant changes to these accounting policies during the first half of 2013.

2. Securities Available for Sale and Securities Held to Maturity

The amortized cost, gross unrealized gains and losses, and fair value of securities available for sale and securities held to maturity are as follows:

		Gross	Gross	
	Amortized	Unrealized	Unrealized	Fair
June 30, 2013	Cost	Gains	Losses	Value
Securities available for sale:				
U.S. agency mortgage-backed securities	\$ 18,422	\$ 202	\$ 16	\$ 18,608
Asset-backed securities	11,895	21	77	11,839
Corporate debt securities	8,306	39	26	8,319
Certificates of deposit	4,915	7	1	4,921
U.S. agency notes	3,740	-	105	3,635
Non-agency residential mortgage-backed securities	700	5	54	651
Commercial paper	160	-	-	160
Other securities	272	9	-	281
Total securities available for sale	\$ 48,410	\$ 283	\$ 279	\$ 48,414
Securities held to maturity:				
U.S. agency mortgage-backed securities	\$ 24,887	\$ 184	\$ 643	\$ 24,428
Other securities	931	-	71	860
Total securities held to maturity	\$ 25,818	\$ 184	\$ 714	\$ 25,288

THE CHARLES SCHWAB CORPORATION

Notes to Condensed Consolidated Financial Statements

(Tabular Amounts in Millions, Except Per Share Data, Ratios, or as Noted)

(Unaudited)

		Gross	Gross		
	Amortized	Unrealized	Unrealized	Fair	
December 31, 2012	Cost	Gains	Losses	Value	
Securities available for sale:					
U.S. agency mortgage-backed securities	\$ 20,080	\$ 396	\$ -	\$ 20,476	
Asset-backed securities	8,104	62	2	8,164	
Corporate debt securities	6,197	61	2	6,256	
Certificates of deposit	6,150	12	1	6,161	
U.S. agency notes	3,465	2	3	3,464	
Non-agency residential mortgage-backed securities	796	2	65	733	
Commercial paper	574	-	-	574	
Other securities	278	17	-	295	
Total securities available for sale	\$ 45,644	\$ 552	\$ 73	\$ 46,123	
Securities held to maturity:					
U.S. agency mortgage-backed securities	\$ 17,750	\$ 558	\$ 19	\$ 18,289	
Other securities	444	-	1	443	
Total securities held to maturity	\$ 18,194	\$ 558	\$ 20	\$ 18,732	

A summary of securities with unrealized losses, aggregated by category and period of continuous unrealized loss, is as follows:

June 30, 2013	Less than 12 months Fair Value	Unrealized Losses	12 month or longer Fair Value	-	Total Fair Value	Unrealized Losses
Securities available for sale:	* *					
U.S agency mortgage-backed securities	\$ 2,416	\$ 16	\$ -	\$ -	\$ 2,416	\$ 16
Asset-backed securities	8,704	70	481	7	9,185	77
Corporate debt securities	2,555	25	250	1	2,805	26
Certificates of deposit	774	1	-	-	774	1
U.S. agency notes	3,635	105	-	-	3,635	105
Non-agency residential						
mortgage-backed						
securities	181	5	401	49	582	54
Total	\$ 18,265	\$ 222	\$ 1,132	\$ 57	\$ 19,397	\$ 279
Securities held to maturity:						

U.S. agency mortgage-backed securities	\$ 16,315	\$ 643	\$ -	\$ -	\$ 16,315	\$ 643
Other securities	760	71	-	-	760	71
Total	\$ 17,075	\$ 714	\$ -	\$ -	\$ 17,075	\$ 714
Total securities with unrealized losses (1)	\$ 35 340	\$ 936	\$ 1 132	\$ 57	\$ 36 472	\$ 993

⁽¹⁾ The number of investment positions with unrealized losses totaled 238 for securities available for sale and 135 for securities held to maturity.

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THE CHARLES SCHWAB CORPORATION

Notes to Condensed Consolidated Financial Statements

(Tabular Amounts in Millions, Except Per Share Data, Ratios, or as Noted)

(Unaudited)

	Less than			12 month	ıs					
	12 month	S		or longer	•		T	'otal		
	Fair	Un	realized	Fair	Ur	realized	F	air	Un	realized
December 31, 2012	Value Losses		Value Losses		Value		Losses			
Securities available for sale:										
Asset-backed securities	\$ -	\$	-	\$ 801	\$	2	\$	801	\$	2
Corporate debt securities	878		2	-		-		878		2
Certificates of deposit	599		1	-		-		599		1
U.S. agency notes	2,102		3	-		-		2,102		3
Non-agency residential mortgage-backed										
securities	46		1	549		64		595		65
Total	\$ 3,625	\$	7	\$ 1,350	\$	66	\$	4,975	\$	73
Securities held to maturity:										
U.S. agency mortgage-backed										
securities	\$ 2,680	\$	19	\$ -	\$	-	\$	2,680	\$	19
Other securities	240		1	-		-		240		1
Total	\$ 2,920	\$	20	\$ -	\$	-	\$	2,920	\$	20
Total securities with unrealized losses (1)	\$ 6,545	\$	27	\$ 1,350	\$	66	\$	7,895	\$	93

⁽¹⁾ The number of investment positions with unrealized losses totaled 139 for securities available for sale and 24 for securities held to maturity.

Non-agency residential mortgage-backed securities include securities collateralized by loans that are considered to be "Prime" (defined as loans to borrowers with a Fair Isaac Corporation (FICO) credit score of 620 or higher at origination), and "Alt-A" (defined as Prime loans with reduced documentation at origination). Based on the Company's cash flow projections, management determined that it does not expect to recover all of the amortized cost of certain of its Alt-A and Prime residential mortgage-backed securities and therefore determined that these securities were other-than-temporarily impaired (OTTI). Because the Company does not intend to sell these securities and it is not "more likely than not" that the Company will be required to sell these securities, the Company recognized an impairment charge equal to the securities' expected credit losses of \$3 million and \$7 million during the second quarter and first half of 2013, respectively. The expected credit losses were measured as the difference between the present value of expected cash flows and the amortized cost of the securities. Further deterioration in the performance of the underlying loans in the Company's non-agency residential mortgage-backed securities portfolio could result in the recognition of additional impairment losses.

The following table is a rollforward of the amount of credit losses recognized in earnings for OTTI securities held by the Company during the period for which a portion of the impairment was recognized in or reclassified from other comprehensive (loss) income:

			Six Mo	nths	
	Three Mo	onths Ended	Ended		
	June 30,		June 30,		
	2013	2012	2013	2012	
Balance at beginning of period	\$ 163	\$ 145	\$ 159	\$ 127	
Credit losses recognized into current period earnings on debt securities for					
which an other-than-temporary impairment was not previously recognized	1	4	1	5	
Credit losses recognized into current period earnings on debt securities for					
which an other-than-temporary impairment was previously recognized	2	3	6	20	
Balance at end of period	\$ 166	\$ 152	\$ 166	\$ 152	

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THE CHARLES SCHWAB CORPORATION

Notes to Condensed Consolidated Financial Statements

(Tabular Amounts in Millions, Except Per Share Data, Ratios, or as Noted)

(Unaudited)

The maturities of securities available for sale and securities held to maturity at June 30, 2013, are as follows:

		After 1			
		year	After 5 years		
	Within	through	through	After	
	1 year	5 years	10 years	10 years	Total
Securities available for sale:					
U.S. agency mortgage-backed securities (1)	\$ -	\$ 122	\$ 3,974	\$ 14,512	\$ 18,608
Asset-backed securities	-	856	1,060	9,923	11,839
Corporate debt securities	2,234	6,085	-	-	8,319
Certificates of deposit	3,028	1,893	-	-	4,921
U.S. agency notes	-	1,781	1,854	-	3,635
Non-agency residential mortgage-backed					
securities (1)	-	2	3	646	651
Commercial paper	160	-	-	-	160
Other securities	-	-	-	281	281
Total fair value	\$ 5,422	\$ 10,739	\$ 6,891	\$ 25,362	\$ 48,414
Total amortized cost	\$ 5,412	\$ 10,773	\$ 6,888	\$ 25,337	\$ 48,410
Securities held to maturity:					
U.S. agency mortgage-backed securities (1)	\$ -	\$ -	\$ 11,458	\$ 12,970	\$ 24,428
Other securities	-	100	334	426	860
Total fair value	\$ -	\$ 100	\$ 11,792	\$ 13,396	\$ 25,288
Total amortized cost	\$ -	\$ 100	\$ 12,219	\$ 13,499	\$ 25,818

⁽¹⁾ Mortgage-backed securities have been allocated to maturity groupings based on final contractual maturities. Actual maturities will differ from final contractual maturities because borrowers on a certain portion of loans underlying these securities have the right to prepay their obligations.

Proceeds and gross realized gains (losses) from sales of securities available for sale are as follows:

	June 30,		June 30,				
	2013	2012	2013	2012			
Proceeds	\$ 3,004	\$ 1,073	\$ 3,004	\$ 1,323			
Gross realized gains	\$ 3	\$ 2	\$ 3	\$ 2			
Gross realized losses	\$ -	\$ -	\$ -	\$ -			

3. Loans to Banking Clients and Related Allowance for Loan Losses

The composition of loans to banking clients by loan segment is as follows:

		December
	June 30,	31,
	2013	2012
Residential real estate mortgages	\$ 7,470	\$ 6,507
Home equity lines of credit	3,125	3,287
Personal loans secured by securities	1,166	963
Other	28	25
Total loans to banking clients (1)	11,789	10,782
Allowance for loan losses	(57)	(56)
Total loans to banking clients – net	\$ 11,732	\$ 10,726

⁽¹⁾ All loans are evaluated for impairment by loan segment.

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THE CHARLES SCHWAB CORPORATION

Notes to Condensed Consolidated Financial Statements

(Tabular Amounts in Millions, Except Per Share Data, Ratios, or as Noted)

(Unaudited)

The Company has commitments to extend credit related to unused home equity lines of credit (HELOCs), personal loans secured by securities, and other lines of credit, which totaled \$5.5 billion and \$5.4 billion at June 30, 2013, and December 31, 2012, respectively.

Changes in the allowance for loan losses were as follows:

Three Months Ended	June 30 Resider			June 30 Resider		
	real	Home		real	Home	
	estate	equity		estate	equity	
		lines				
		of				
	mortgag	ge s redit	Total	mortgag	Total	
Balance at beginning of period	\$ 40	\$ 19	\$ 59	\$ 37	\$ 13	\$ 50
Balance at beginning of period Charge-offs			\$ 59 (2)	\$ 37 (1)	\$ 13 (2)	\$ 50 (3)
	\$ 40	\$ 19				
Charge-offs	\$ 40	\$ 19				

Six Months Ended	June 30	, 2013		June 30, 2012				
	Residen	tial		Resider				
	real	Home		real	Home			
	estate	equity	•	estate	equity			
		lines		lines				
		of						
	mortgage credit		Total	mortgag	ge s redit	Total		
Balance at beginning of period	\$ 36	\$ 20	\$ 56	\$ 40	\$ 14	\$ 54		
Charge-offs	(3)	(3)	(6)	(4)	(4)	(8)		
Recoveries	1	1	2	1	-	1		
Provision for loan losses	6	(1)	5	(3)	7	4		
Balance at end of period	\$ 40	\$ 17	\$ 57	\$ 34	\$ 17	\$ 51		

Included in the loan portfolio are nonaccrual loans totaling \$43 million and \$48 million at June 30, 2013 and December 31, 2012, respectively. There were no loans accruing interest that were contractually 90 days or more past due at June 30, 2013 or December 31, 2012. Nonperforming assets, which include nonaccrual loans and other real estate owned, totaled \$46 million and \$54 million at June 30, 2013 and December 31, 2012, respectively. Troubled debt restructurings were not material at June 30, 2013 or December 31, 2012.

In 2012, Schwab Bank launched a co-branded loan origination program for Schwab Bank clients (the Program) with Quicken Loans, Inc. (Quicken® Loans®). Pursuant to the Program, Quicken Loans originates and services first lien residential real estate mortgage loans (First Mortgages) and HELOCs for Schwab Bank clients. Under the Program, Schwab Bank purchases certain First Mortgages and HELOCs that are originated by Quicken Loans. Schwab Bank sets the underwriting guidelines and pricing for all loans it intends to purchase for its portfolio. Schwab Bank purchased First Mortgages of \$928 million and \$515 million during the second quarters of 2013 and 2012, respectively, and \$2.2 billion and \$586 million during the first halves of 2013 and 2012, respectively. The First Mortgages purchased under the Program are included in the First mortgages loan class in the tables below.

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THE CHARLES SCHWAB CORPORATION

Notes to Condensed Consolidated Financial Statements

(Tabular Amounts in Millions, Except Per Share Data, Ratios, or as Noted)

(Unaudited)

The delinquency analysis by loan class is as follows:

						pa	0 days st e and			
		30-	-59 days	60-	89 days	oth	ner naccrual	To	tal	Total
June 30, 2013	Current	pas	st due	pas	t due		ns	pa	st due	loans
Residential real estate mortgages:										
First mortgages	\$ 7,259	\$	14	\$	1	\$	27	\$	42	\$ 7,301
Purchased first mortgages	162		2		-		5		7	169
Home equity lines of credit	3,108		4		3		10		17	3,125
Personal loans secured by securities	1,165		-		-		1		1	1,166
Other	28		-		-		-		-	28
Total loans to banking clients	\$ 11,722	\$	20	\$	4	\$	43	\$	67	\$ 11,789

						pas	0 days st e and			
		30-	59 days	60-	89 days	oth		То	tal	Total
December 31, 2012	Current	pas	t due	pas	t due	loa	ins	pa	st due	loans
Residential real estate mortgages:										
First mortgages	\$ 6,291	\$	22	\$	2	\$	33	\$	57	\$ 6,348
Purchased first mortgages	154		1		-		4		5	159
Home equity lines of credit	3,269		5		2		11		18	3,287
Personal loans secured by securities	963		-		-		-		-	963
Other	22		3		-		-		3	25
Total loans to banking clients	\$ 10,699	\$	31	\$	4	\$	48	\$	83	\$ 10,782

In addition to monitoring delinquency, the Company monitors the credit quality of residential real estate mortgages and HELOCs by stratifying the portfolios by the year of origination, borrower FICO scores at origination (Origination FICO), updated borrower FICO scores (Updated FICO), LTV ratios at origination (Origination LTV), and estimated

current LTV ratios (Estimated Current LTV), as presented in the following tables. Borrowers' FICO scores are provided by an independent third party credit reporting service and were last updated in June 2013. The Origination LTV and Estimated Current LTV ratios for a HELOC include any first lien mortgage outstanding on the same property at the time of the HELOC's origination. The Estimated Current LTV for each loan is estimated by reference to a home price appreciation index.

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THE CHARLES SCHWAB CORPORATION

Notes to Condensed Consolidated Financial Statements

(Tabular Amounts in Millions, Except Per Share Data, Ratios, or as Noted)

(Unaudited)

		esidenti ortgage		eal estate				
		irst	Pu	rchased			Н	ome equity
June 30, 2013	m	ortanaa	firs	st ortgages	Total		1;,	nes of credit
	111	ortgage	SIIIC	rigages	1	Otai	111	ies of credit
Year of origination Pre-2009	Φ	756	\$	56	Φ	012	Φ	2 172
	Ф	756	Ф		Ф	812	\$	2,172
2009		238		4		242		292
2010		644		9		653		215
2011		912		42		954		175
2012		2,731		27		2,758		172
2013		2,020		31		2,051		99
Total	\$	7,301	\$	169	\$	7,470	\$	3,125
Origination FICO								
<620	\$	10	\$	2	\$	12	\$	-
620 - 679		99		15		114		21
680 - 739		1,285		34		1,319		599
>740		5,907		118		6,025		2,505
Total	\$	7,301	\$	169	\$	7,470	\$	3,125
Updated FICO		ŕ				•		,
<620	\$	50	\$	5	\$	55	\$	44
620 - 679		192		11		203		111
680 - 739		1,020		32		1,052		488
>740		6,039		121		6,160		2,482
Total	\$	7,301	\$	169	\$	7,470	\$	3,125
Origination LTV								
<70%	\$	4,900	\$	114	\$	5,014	\$	2,101
>70% -<90%		2,385		49		2,434		999
>90% -<100%		16		6		22		25
Total	\$	7,301	\$	169	\$	7,470	\$	3,125
20001	Ψ	.,501	Ψ	207	Ψ	.,	Ψ	2,120

		Weighted Average	Utilization	Percent of Loans that are 90+ Days Past Due and Less than 90 Days Past Due but on
		Updated	Cumzanon	Tast Due out on
June 30, 2013	Balance	FICO	Rate (1)	Nonaccrual Status

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Residential real estate mortgages:

Estimated Current LTV					
<70%	\$ 5,830	773	N/A	0.04	%
>70% -<90%	1,355	763	N/A	0.27	%
>90% -<100%	119	744	N/A	0.88	%
>100%	166	733	N/A	7.72	%
Total	\$ 7,470	770	N/A	0.27	%
Home equity lines of credit:					
Estimated Current LTV					
<70%	\$ 1,945	772	36 %	0.10	%
>70% -<90%	783	764	48 %	0.24	%
>90% -<100%	173	754	56 %	0.45	%
>100%	224	747	59 %	0.95	%
Total	\$ 3,125	767	40 %	0.22	%

⁽¹⁾ The Utilization Rate is calculated using the outstanding HELOC balance divided by the associated total line of credit.

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N/A Not applicable.

THE CHARLES SCHWAB CORPORATION

Notes to Condensed Consolidated Financial Statements

(Tabular Amounts in Millions, Except Per Share Data, Ratios, or as Noted)

(Unaudited)

	m	esidenti ortgage irst	~ ~				Но	ome equity
December 31, 2012	m	mortgagesmortgages		Total		lin	es of credit	
Year of origination		0 0						
Pre-2009	\$	867	\$	62	\$	929	\$	2,338
2009		305		6		311		338
2010		909		12		921		249
2011		1,270		53		1,323		198
2012		2,997		26		3,023		164
Total	\$	6,348	\$	159	\$	6,507	\$	3,287
Origination FICO								
<620	\$	10	\$	1	\$	11	\$	-
620 - 679		98		16		114		23
680 - 739		1,141		40		1,181		633
>740		5,099		102		5,201		2,631
Total	\$	6,348	\$	159	\$	6,507	\$	3,287
Updated FICO								
<620	\$	54	\$	6	\$	60	\$	49
620 - 679		191		13		204		117
680 - 739		940		34		974		510
>740		5,163		106		5,269		2,611
Total	\$	6,348	\$	159	\$	6,507	\$	3,287
Origination LTV								
<70%	\$	4,189	\$	97	\$	4,286	\$	2,225
>70% -<90%		2,142		54				