

FEDERAL HOME LOAN BANKS

Combined Financial Report for the Quarterly Period Ended September 30, 2013

This Combined Financial Report provides financial information on the Federal Home Loan Banks. Investors should use this Combined Financial Report with other information provided by the Federal Home Loan Banks when considering whether or not to purchase Federal Home Loan Bank consolidated bonds and consolidated discount notes (collectively referred to as consolidated obligations).

Consolidated obligations are the joint and several obligations of all 12 Federal Home Loan Banks, even though each Federal Home Loan Bank is a separately chartered entity with its own board of directors and management. This means that each individual Federal Home Loan Bank is responsible for the payment of principal and interest on all consolidated obligations issued by the Federal Home Loan Banks. There is no centralized, system-wide management or oversight by a single board of directors of the Federal Home Loan Banks.

Federal Home Loan Bank consolidated obligations are not obligations of the United States and are not guaranteed by either the United States or any government agency.

The Securities Act of 1933 does not require the registration of consolidated obligations; therefore, no registration statement has been filed with the U.S. Securities and Exchange Commission. Neither the U.S. Securities and Exchange Commission, the Federal Housing Finance Agency nor any state securities commission has approved or disapproved of these securities or determined if this report is truthful or complete.

Carefully consider the risk factors provided in the Combined Financial Reports. Neither the Combined Financial Report nor any offering material provided on behalf of the Federal Home Loan Banks describes all the risks of investing in Federal Home Loan Bank consolidated obligations. Investors should consult with their financial and legal advisors about the risks of investing in these consolidated obligations.

The financial information contained in this Combined Financial Report is for the quarterly period ended September 30, 2013. This Combined Financial Report should be read in conjunction with the Federal Home Loan Banks Combined Financial Report for the year ended December 31, 2012, issued on March 29, 2013. Combined Financial Reports are available on the Federal Home Loan Banks Office of Finance web site at www.fhlp-of.com. This web site address is provided as a matter of convenience only, and its contents are not made part of this report and are not intended to be incorporated by reference into this report.

Investors should direct questions about Federal Home Loan Bank consolidated obligations or the Combined Financial Report to the Federal Home Loan Banks Office of Finance at (703) 467-3600.

This Combined Financial Report was issued on November 13, 2013.

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TABLE OF CONTENTS

	Page
Explanatory Statement about Federal Home Loan Banks Combined Financial Report	i
Combined Financial Statements (Unaudited)	F-1
Combined Statement of Condition	F-1
Combined Statement of Income	F-2
Combined Statement of Comprehensive Income	F-3
Combined Statement of Capital	F-4
Combined Statement of Cash Flows	F-6
Notes to Combined Financial Statements (Unaudited)	F-8
Note 1 - Summary of Significant Accounting Policies	F-8
Note 2 - Recently Issued and Adopted Accounting Guidance	F-11
Note 3 - Trading Securities	F-13
Note 4 - Available-for-Sale Securities	F-13
Note 5 - Held-to-Maturity Securities	F-16
Note 6 - Other-than-Temporary Impairment Analysis	F-18
Note 7 - Advances	F-22
Note 8 - Mortgage Loans	F-23
Note 9 - Allowance for Credit Losses	F-24
Note 10 - Derivatives and Hedging Activities	F-31
Note 11 - Deposits	F-38
Note 12 - Consolidated Obligations	F-38
Note 13 - Capital	F-39
Note 14 - Accumulated Other Comprehensive Income (Loss)	F-43
Note 15 - Fair Value	F-45
Note 16 - Commitments and Contingencies	F-53
Note 17 - Subsequent Events	F-54
Condensed Combining Schedules (Unaudited)	F-56
Selected Financial Data	1
Financial Discussion and Analysis of Combined Financial Condition and Combined Results of Operations	2
Forward-Looking Information	2
Executive Summary	3
Combined Financial Condition	6
Combined Results of Operations	15
Capital Adequacy	26
Liquidity	28
Critical Accounting Estimates	29
Recent Accounting Developments	32
Legislative and Regulatory Developments	32
Recent Rating Agency Actions	34
Risk Management	35
Quantitative and Qualitative Disclosures about Market Risk	50
Controls and Procedures	54
Legal Proceedings	55
Risk Factors	55
Market for Capital Stock and Related Stockholder Matters	56
Security Ownership of Certain Beneficial Owners and Certain Relationships and Related Transactions	58
Supplemental Information	S-1
Index of Tables Contained in the Combined Financial Report	Index

Consolidated obligations issued under the Federal Home Loan Banks' Global Debt Program may be listed on the Euro MTF market of the Luxembourg Stock Exchange. The Luxembourg Stock Exchange has allocated the number 2306 to the Federal Home Loan Banks' Global Debt Program for listing purposes. Under the Federal Home Loan Banks' agreement with the underwriter(s) of a particular series of consolidated obligations, any series of consolidated obligations listed on the Luxembourg Stock Exchange may be delisted if the continuation of the listing has become unduly onerous in the opinion of the issuer, and the issuer has agreed with the underwriter(s) that it will use reasonable efforts to list the consolidated obligations on another stock exchange.

EXPLANATORY STATEMENT ABOUT FEDERAL HOME LOAN BANKS COMBINED FINANCIAL REPORT

The Federal Home Loan Banks Office of Finance (Office of Finance) is responsible for preparing the Combined Financial Report of the 12 Federal Home Loan Banks (FHLBanks). Each FHLBank is responsible for the financial information and underlying data it provides to the Office of Finance for inclusion in the Combined Financial Report. The Office of Finance is responsible for combining the financial information it receives from each of the FHLBanks.

The FHLBanks Combined Financial Report is intended to be used by investors in consolidated obligations (consolidated bonds and consolidated discount notes) of the FHLBanks as these are the joint and several obligations of all 12 FHLBanks. This Combined Financial Report is provided using combination accounting principles generally accepted in the United States of America. This combined presentation in no way indicates that these assets and liabilities are under joint management and control as each individual FHLBank manages its operations independently.

Because of the FHLBank System's structure, the Office of Finance does not prepare consolidated financial statements. Consolidated financial statements are generally considered to be appropriate when a controlling financial interest rests directly or indirectly in one of the enterprises included in the consolidation. This is the case in the typical holding company structure, where there is a parent corporation that owns, directly or indirectly, one or more subsidiaries. However, the FHLBanks do not have a parent company that controls each of the FHLBanks. Instead, each of the FHLBanks is owned by its respective members and former members and is managed independently.

Each FHLBank is a separately chartered cooperative with its own board of directors and management and is responsible for establishing its own accounting and financial reporting policies in accordance with accounting principles generally accepted in the United States of America (GAAP). Although the FHLBanks work together in an effort to achieve consistency on significant accounting policies, the FHLBanks' accounting and financial reporting policies and practices are not necessarily identical because alternative policies and presentations are permitted under GAAP in certain circumstances. Statements in this report may be qualified by a term such as "generally," "primarily," "typically" or words of similar meaning to indicate that the statement is generally applicable, but may not be applicable to all FHLBanks or transactions as a result of their different business practices and accounting and financial reporting policies under GAAP.

An investor may not be able to obtain easily a system-wide view of the FHLBanks' business, risk profile and financial information because there is no centralized, system-wide management or centralized board of director oversight of the individual FHLBanks. This decentralized structure is not conducive to preparing disclosures from a system-wide view in the same manner that is generally expected of U.S. Securities and Exchange Commission (SEC) registrants. For example, a conventional Management's Discussion and Analysis is not provided in this Combined Financial Report; instead, this report includes a "Financial Discussion and Analysis" prepared by the Office of Finance using information provided by each FHLBank.

Each FHLBank is subject to the reporting requirements of the Securities Exchange Act of 1934 as amended, and must file periodic reports and other information with the SEC. Each FHLBank prepares an annual financial report, filed on SEC Form 10-K, and quarterly financial reports, filed on SEC Form 10-Q. Those reports contain additional information that is not contained in this Combined Financial Report. FHLBank financial reports are made available on the web site of each FHLBank and on the SEC's web site at www.sec.gov. This web site address is provided as a matter of convenience only, and its contents are not made part of this report and are not intended to be incorporated by reference into this report.

An investor should review available information on individual FHLBanks to obtain additional detail on each FHLBank's business, risk profile, and accounting and financial reporting policies.

FEDERAL HOME LOAN BANKS
COMBINED STATEMENT OF CONDITION
(Unaudited)

<i>(dollars in millions, except par value)</i>	September 30, 2013	December 31, 2012
Assets		
Cash and due from banks	\$ 34,094	\$ 18,560
Interest-bearing deposits	1,008	1,007
Securities purchased under agreements to resell	17,600	35,839
Federal funds sold	32,883	44,010
Investment securities		
Trading securities <i>(Note 3)</i>	10,879	11,133
Available-for-sale securities <i>(Note 4)</i>	67,221	65,733
Held-to-maturity securities fair value of \$114,146 and \$111,167 <i>(Note 5)</i>	112,736	108,103
Total investment securities	190,836	184,969
Advances, includes \$24,651 and \$7,900 at fair value held under fair value option <i>(Note 7)</i>	465,110	425,750
Mortgage loans held for portfolio, net		
Mortgage loans held for portfolio <i>(Note 8)</i>	45,269	49,557
Allowance for credit losses on mortgage loans <i>(Note 9)</i>	(99)	(132)
Total mortgage loans held for portfolio, net	45,170	49,425
Accrued interest receivable	1,140	1,255
Premises, software and equipment, net	221	213
Derivative assets, net <i>(Note 10)</i>	487	815
Other assets	555	611
Total assets	<u>\$ 789,104</u>	<u>\$ 762,454</u>
Liabilities		
Deposits <i>(Note 11)</i>		
Interest-bearing	\$ 9,896	\$ 12,160
Non-interest-bearing	561	1,561
Total deposits	10,457	13,721
Consolidated obligations <i>(Note 12)</i>		
Discount notes, includes \$1,925 and \$3,198 at fair value held under fair value option	235,180	216,282
Bonds, includes \$44,425 and \$47,645 at fair value held under fair value option	486,548	475,856
Total consolidated obligations	721,728	692,138
Mandatorily redeemable capital stock	5,812	6,929
Accrued interest payable	1,621	1,400
Affordable Housing Program payable	773	746
Derivative liabilities, net <i>(Note 10)</i>	2,076	2,544
Other liabilities	2,387	1,427
Subordinated notes	1,000	1,000
Total liabilities	745,854	719,905
Commitments and contingencies <i>(Note 16)</i>		
Capital <i>(Note 13)</i>		
Capital stock		
Class B putable (\$100 par value) issued and outstanding shares	31,810	33,021
Class A putable (\$100 par value) issued and outstanding shares	475	514
Total capital stock	32,285	33,535
Retained earnings		
Unrestricted	8,805	7,935
Restricted	2,961	2,589
Total retained earnings	11,766	10,524
Accumulated other comprehensive income (loss) <i>(Note 14)</i>	(801)	(1,510)
Total capital	43,250	42,549
Total liabilities and capital	<u>\$ 789,104</u>	<u>\$ 762,454</u>

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

FEDERAL HOME LOAN BANKS
COMBINED STATEMENT OF INCOME
(Unaudited)

<i>(dollars in millions)</i>	Three Months Ended September 30,		Nine Months Ended September 30,	
	2013	2012	2013	2012
Interest income				
Advances	\$ 641	\$ 780	\$ 1,918	\$ 2,403
Prepayment fees on advances, net	37	69	101	227
Interest-bearing deposits	2	6	8	13
Securities purchased under agreements to resell	2	13	20	33
Federal funds sold	14	22	55	58
Trading securities	51	79	158	254
Available-for-sale securities	342	378	1,026	1,155
Held-to-maturity securities	537	629	1,624	1,977
Mortgage loans	450	538	1,419	1,676
Other	—	—	2	2
Total interest income	2,076	2,514	6,331	7,798
Interest expense				
Consolidated obligations - Discount notes	120	140	385	379
Consolidated obligations - Bonds	1,045	1,330	3,251	4,264
Deposits	—	—	2	3
Subordinated notes	13	14	42	43
Mandatorily redeemable capital stock	53	15	124	46
Total interest expense	1,231	1,499	3,804	4,735
Net interest income	845	1,015	2,527	3,063
Provision (reversal) for credit losses	(3)	6	(13)	19
Net interest income after provision (reversal) for credit losses	848	1,009	2,540	3,044
Non-interest income				
Other-than-temporary impairment losses				
Total other-than-temporary impairment losses	(6)	(19)	(15)	(69)
Net amount of impairment losses reclassified to/(from) accumulated other comprehensive income (loss)	(1)	11	2	(25)
Net other-than-temporary impairment losses	(7)	(8)	(13)	(94)
Net gains (losses) on trading securities	(33)	(22)	(225)	(97)
Net realized gains (losses) from sale of available-for-sale securities	1	—	21	—
Net realized gains (losses) from sale of held-to-maturity securities	—	—	—	29
Net gains (losses) on financial instruments held under fair value option	(26)	(8)	—	15
Net gains (losses) on derivatives and hedging activities	12	(9)	305	(10)
Other, net	48	6	90	(1)
Total non-interest income	(5)	(41)	178	(158)
Non-interest expense				
Compensation and benefits	134	121	388	379
Other operating expenses	83	78	245	235
Federal Housing Finance Agency	12	19	37	57
Office of Finance	9	7	32	29
Other	3	10	(40)	20
Total non-interest expense	241	235	662	720
Income before assessments	602	733	2,056	2,166
Assessments				
Affordable Housing Program	65	73	209	221
Total assessments	65	73	209	221
Net income	\$ 537	\$ 660	\$ 1,847	\$ 1,945

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

FEDERAL HOME LOAN BANKS
COMBINED STATEMENT OF COMPREHENSIVE INCOME
(Unaudited)

<i>(dollars in millions)</i>	Three Months Ended September 30,		Nine Months Ended September 30,	
	2013	2012	2013	2012
Net income	\$ 537	\$ 660	\$ 1,847	\$ 1,945
Other comprehensive income (loss)				
Net unrealized gains/losses on available-for-sale securities				
Unrealized gains (losses)	(64)	340	(712)	566
Reclassification of realized (gains) losses included in net income	(1)	—	(3)	—
Total net unrealized gains/losses on available-for-sale securities	(65)	340	(715)	566
Net unrealized gains/losses on held-to-maturity securities transferred from available-for-sale securities				
Reclassification of (gains) losses included in net income	1	—	2	2
Total net unrealized gains/losses on held-to-maturity securities transferred from available-for-sale securities	1	—	2	2
Net non-credit portion of other-than-temporary impairment losses on available-for-sale securities				
Non-credit portion of other-than-temporary impairment losses transferred from held-to-maturity securities	(1)	(15)	(5)	(29)
Net change in fair value of other-than-temporarily impaired securities	71	851	684	1,325
Reclassification of non-credit portion included in net income	1	5	1	49
Reclassification of (gains) losses included in net income	—	—	(18)	—
Unrealized gains (losses)	28	163	206	321
Total net non-credit portion of other-than-temporary impairment losses on available-for-sale securities	99	1,004	868	1,666
Net non-credit portion of other-than-temporary impairment losses on held-to-maturity securities				
Non-credit portion of other-than-temporary impairment losses	(1)	(18)	(5)	(44)
Reclassification of non-credit portion included in net income	1	2	2	20
Accretion of non-credit portion	37	45	117	141
Transfer of non-credit portion from held-to-maturity securities to available-for-sale securities	1	15	5	29
Total net non-credit portion of other-than-temporary impairment losses on held-to-maturity securities	38	44	119	146
Net unrealized gains/losses relating to hedging activities				
Unrealized gains (losses)	16	(55)	434	(162)
Reclassification of (gains) losses included in net income	(1)	1	(6)	2
Total net unrealized gains/losses relating to hedging activities	15	(54)	428	(160)
Pension and postretirement benefits	5	(2)	7	1
Total other comprehensive income (loss)	93	1,332	709	2,221
Total comprehensive income	\$ 630	\$ 1,992	\$ 2,556	\$ 4,166

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

FEDERAL HOME LOAN BANKS
COMBINED STATEMENT OF CAPITAL
NINE MONTHS ENDED SEPTEMBER 30, 2013 AND 2012
(Unaudited)

<i>(dollars and shares in millions)</i>	Capital Stock - Putable			
	Class B		Class A	
	Shares	Par Value	Shares	Par Value
Balance, December 31, 2011	325	\$ 32,485	6	\$ 655
Proceeds from issuance of capital stock	64	6,583	—	4
Repurchases/redemptions of capital stock	(76)	(7,761)	(1)	(71)
Net shares reclassified (to)/from mandatorily redeemable capital stock	(7)	(673)	(1)	(57)
Conversion to/transfer between Class B and Class A shares	24	2,386	—	16
Comprehensive income	—	—	—	—
Dividends on capital stock				
Cash	—	—	—	—
Stock	—	27	—	—
Balance, September 30, 2012	<u>330</u>	<u>\$ 33,047</u>	<u>4</u>	<u>\$ 547</u>
Balance, December 31, 2012	332	\$ 33,021	5	\$ 514
Proceeds from issuance of capital stock	117	12,123	—	—
Repurchases/redemptions of capital stock	(112)	(11,298)	(2)	(171)
Net shares reclassified (to)/from mandatorily redeemable capital stock	(19)	(1,854)	—	(78)
Transfer between Class B and Class A shares	(2)	(210)	2	210
Comprehensive income	—	—	—	—
Dividends on capital stock				
Cash	—	—	—	—
Stock	—	28	—	—
Balance, September 30, 2013	<u>316</u>	<u>\$ 31,810</u>	<u>5</u>	<u>\$ 475</u>

Capital Stock - Putable				Retained Earnings			Accumulated Other Comprehensive Income (Loss)	Total Capital
Pre-conversion		Total		Unrestricted	Restricted	Total		
Shares	Par Value	Shares	Par Value					
24	\$ 2,402	355	\$ 35,542	\$ 6,603	\$ 1,974	\$ 8,577	\$ (4,298)	\$ 39,821
—	—	64	6,587	—	—	—	—	6,587
—	—	(77)	(7,832)	—	—	—	—	(7,832)
—	—	(8)	(730)	—	—	—	—	(730)
(24)	(2,402)	—	—	—	—	—	—	—
—	—	—	—	1,460	485	1,945	2,221	4,166
—	—	—	—	(433)	—	(433)	—	(433)
—	—	—	27	(27)	—	(27)	—	—
—	\$ —	334	\$ 33,594	\$ 7,603	\$ 2,459	\$ 10,062	\$ (2,077)	\$ 41,579
—	\$ —	337	\$ 33,535	\$ 7,935	\$ 2,589	\$ 10,524	\$ (1,510)	\$ 42,549
—	—	117	12,123	—	—	—	—	12,123
—	—	(114)	(11,469)	—	—	—	—	(11,469)
—	—	(19)	(1,932)	—	—	—	—	(1,932)
—	—	—	—	—	—	—	—	—
—	—	—	—	1,475	372	1,847	709	2,556
—	—	—	—	(577)	—	(577)	—	(577)
—	—	—	28	(28)	—	(28)	—	—
—	\$ —	321	\$ 32,285	\$ 8,805	\$ 2,961	\$ 11,766	\$ (801)	\$ 43,250

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

FEDERAL HOME LOAN BANKS
COMBINED STATEMENT OF CASH FLOWS
(Unaudited)

<i>(dollars in millions)</i>	Nine Months Ended September 30,	
	2013	2012
Operating activities		
Net income	\$ 1,847	\$ 1,945
Adjustments to reconcile net income to net cash provided by operating activities		
Depreciation and amortization	(24)	567
Change in net derivatives and hedging activities	446	142
Net other-than-temporary impairment losses	13	94
Other adjustments	(13)	60
Net change in fair value adjustments on trading securities	225	97
Net change in fair value adjustments on financial instruments held under fair value option	—	(15)
Net change in		
Trading securities	331	(131)
Accrued interest receivable	115	144
Other assets	(53)	(12)
Accrued interest payable	218	100
Other liabilities	(24)	39
Total adjustments	1,234	1,085
Net cash provided by (used in) operating activities	3,081	3,030
Investing activities		
Net change in		
Interest-bearing deposits	2,495	57
Securities purchased under agreements to resell	18,239	(18,698)
Federal funds sold	11,278	(10,187)
Premises, software and equipment	(54)	(36)
Trading securities		
Net decrease (increase) in short-term	(1,238)	1,987
Proceeds from long-term	2,966	5,448
Purchases of long-term	(2,530)	(4,395)
Available-for-sale securities		
Net decrease (increase) in short-term	(1,835)	4,172
Proceeds from long-term	7,668	16,262
Purchases of long-term	(7,701)	(8,945)
Held-to-maturity securities		
Net decrease (increase) in short-term	(621)	6,030
Proceeds from long-term	19,660	23,170
Purchases of long-term	(22,635)	(19,812)
Advances		
Principal collected	2,524,330	2,243,351
Made	(2,568,364)	(2,238,190)
Mortgage loans held for portfolio		
Principal collected	9,706	11,144
Purchases	(5,601)	(8,627)
Proceeds from sales of foreclosed assets	131	103
Principal collected on other loans	1	1
Net cash provided by (used in) investing activities	(14,105)	2,835

FEDERAL HOME LOAN BANKS
COMBINED STATEMENT OF CASH FLOWS (continued)
(Unaudited)

<i>(dollars in millions)</i>	Nine Months Ended September 30,	
	2013	2012
Financing activities		
Net change in		
Deposits and pass-through reserves	\$ (2,926)	\$ (105)
Securities sold under agreements to repurchase and other borrowings	—	(437)
Net proceeds (payments) on derivative contracts with financing element	(601)	(849)
Net proceeds from issuance of consolidated obligations		
Discount notes	2,385,053	2,547,104
Bonds	271,578	321,044
Payments for maturing and retiring consolidated obligations		
Discount notes	(2,366,154)	(2,520,042)
Bonds	(257,420)	(365,439)
Proceeds from issuance of capital stock	12,123	6,587
Payments for repurchases/redemptions of mandatorily redeemable capital stock	(3,049)	(1,604)
Payments for repurchases/redemptions of capital stock	(11,469)	(7,832)
Cash dividends paid	(577)	(433)
Net cash provided by (used in) financing activities	26,558	(22,006)
Net increase (decrease) in cash and due from banks	15,534	(16,141)
Cash and due from banks at beginning of the period	18,560	20,182
Cash and due from banks at end of the period	\$ 34,094	\$ 4,041
Supplemental disclosures		
Interest paid	\$ 3,998	\$ 5,060
AHP payments, net	\$ 183	\$ 195
Transfers of mortgage loans to real estate owned	\$ 132	\$ 144
Transfers of other-than-temporarily impaired held-to-maturity securities to available-for-sale securities	\$ 67	\$ 151

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

NOTES TO COMBINED FINANCIAL STATEMENTS (Unaudited)

Background Information

These financial statements present the combined financial position and combined results of operations of the 12 Federal Home Loan Banks (FHLBanks). The FHLBanks are government-sponsored enterprises (GSEs) that serve the public by enhancing the availability of credit for residential mortgages and targeted community development. They are financial cooperatives that provide a readily available, competitively-priced source of funds to their member institutions. All members must purchase stock in their district's FHLBank. On a combined basis, member institutions own most of the FHLBanks' capital stock. Former members (including certain non-members that own FHLBank capital stock as a result of merger or acquisition, relocation, charter termination, or involuntary termination of an FHLBank member) own the remaining capital stock to support business transactions still carried on an FHLBank's statement of condition. All holders of an FHLBank's capital stock may, to the extent declared by that FHLBank's board of directors, receive dividends on their capital stock. Regulated financial depositories and insurance companies engaged in residential housing finance may apply for membership. Additionally, qualified community development financial institutions are eligible to be members of an FHLBank. Housing associates, including state and local housing authorities, that meet certain statutory and regulatory criteria may also borrow from the FHLBanks. While eligible to borrow, housing associates are not members of the FHLBanks and, as such, are not allowed to hold capital stock.

Each FHLBank operates as a separate entity with its own management, employees and board of directors. The FHLBanks do not have any special purpose entities or any other type of off-balance sheet conduits.

The Federal Housing Finance Agency (FHFA) was established and became the independent Federal regulator of the FHLBanks, Federal Home Loan Mortgage Corporation (Freddie Mac) and Federal National Mortgage Association (Fannie Mae), effective July 30, 2008 with the passage of the Housing and Economic Recovery Act of 2008 (the Housing Act). Pursuant to the Housing Act, all regulations, orders, determinations, and resolutions that were issued, made, prescribed, or allowed to become effective by the former Federal Housing Finance Board will remain in effect until modified, terminated, set aside, or superseded by the Director of the FHFA, any court of competent jurisdiction, or operation of law. The FHFA's stated mission is to ensure that the housing GSEs operate in a safe and sound manner so that they serve as a reliable source of liquidity and funding for housing finance and community investment.

The Office of Finance is a joint office of the FHLBanks established to facilitate the issuance and servicing of the debt instruments of the FHLBanks, known as consolidated obligations (consolidated bonds and consolidated discount notes), and to prepare the combined quarterly and annual financial reports of the 12 FHLBanks. As provided by the Federal Home Loan Bank Act of 1932, as amended (FHLBank Act), and applicable regulations, consolidated obligations are backed only by the financial resources of the 12 FHLBanks. Consolidated obligations are the primary source of funds for the FHLBanks in addition to deposits, other borrowings and capital stock issued to members. The FHLBanks primarily use these funds to provide advances to members. Certain FHLBanks also use these funds to acquire mortgage loans from members (acquired member assets) through their respective FHLBank's Mortgage Purchase Program (MPP) or the Mortgage Partnership Finance® (MPF) Program. "Mortgage Partnership Finance," "MPF," "MPF Shared Funding," "eMPF" and "MPF Xtra" are registered trademarks of the FHLBank of Chicago. In addition, some FHLBanks offer correspondent services to their member institutions, including wire transfer, security safekeeping, and settlement services.

Unless otherwise stated, amounts disclosed in this Combined Financial Report represent values rounded to the nearest million. Amounts less than one million may not be reflected in this Combined Financial Report.

Note 1 - Summary of Significant Accounting Policies

These unaudited quarterly combined financial statements do not include all disclosures associated with annual combined financial statements, and accordingly should be read in conjunction with the audited combined financial statements included in the Federal Home Loan Banks Combined Financial Report for the year ended December 31, 2012.

Basis of Presentation

These combined financial statements include the financial statements and records of the 12 FHLBanks that are prepared in accordance with generally accepted accounting principles in the United States of America (GAAP). The information contained

in these combined financial statements is not audited. Each FHLBank's financial statements, in the opinion of its management, contain all the necessary adjustments for a fair presentation of its interim financial information.

Principles of Combination. Transactions between the FHLBanks have been eliminated in accordance with combination accounting principles similar to consolidation under GAAP. The most significant transactions between the FHLBanks are:

1. *Transfers of Direct Liability on Consolidated Bonds between FHLBanks.* These transfers occur when the primary obligation under consolidated bonds issued on behalf of one FHLBank are transferred to and assumed by another FHLBank. The transferring FHLBank treats the transfer as a debt extinguishment because it is released from being the primary obligor when the Office of Finance records the transfer, pursuant to its duties under applicable regulations. The assuming FHLBank then becomes the primary obligor while the transferring FHLBank has a contingent liability because it still has joint and several liability with respect to repaying the transferred consolidated bonds.

The FHLBank assuming the consolidated bond liability initially records the consolidated bond at fair value, which represents the amount paid to the assuming FHLBank by the transferring FHLBank to assume the debt. A premium or discount exists for the amount paid above or below par. Because these transfers represent inter-company transfers under combination accounting principles, an inter-company elimination is made for any gain or loss on transfer. As a result, the subsequent amortization of premium or discount, amortization of concession fees and recognition of hedging-related adjustments in the combined financial statements represent those of the transferring FHLBank.

2. *Purchases of Consolidated Bonds.* These purchases occur when consolidated bonds issued on behalf of one FHLBank are purchased by another FHLBank in the open market. All purchase transactions occur at market prices with third parties and the purchasing FHLBanks treat these consolidated bonds as investments. Under combination accounting principles, the investment and the consolidated bonds and related contractual interest income and expense are eliminated in combination.

No other transactions among the FHLBanks had a material effect on operating results. (See the [Condensed Combining Schedules](#) for the combining adjustments made to the combined financial statements.)

Segment Reporting. FHFA regulations consider each FHLBank to be a segment. However, because there is no centralized, system-wide management or centralized board of director oversight of the individual FHLBanks, there is no single chief operating decision maker. (See the [Condensed Combining Schedules](#) for segment information.)

Reclassifications and Revisions to Prior Period Amounts. During the fourth quarter of 2012, the FHLBank of New York made a change to its accounting policy for the presentation of fair value hedging adjustments related to modified advances. As a result of this change, the Combined Statement of Income reflects adjustments of \$30 million and \$88 million, increasing interest income on advances, with offsetting amounts to net losses on derivatives and hedging activities for the three and nine months ended September 30, 2012.

Certain other amounts in the 2012 combined financial statements have been reclassified or revised to conform to the financial statement presentation for the three and nine months ended September 30, 2013. Additionally, certain prior period amounts have been revised and may not agree to the Federal Home Loan Banks Combined Financial Report for the year ended December 31, 2012. These amounts were not deemed to be material.

Correction of Errors by the FHLBank of Seattle. Subsequent to filing its SEC Form 10-K for the year ended December 31, 2012, and as a result of ongoing enhancements to its statement of cash flows preparation process, the FHLBank of Seattle's management became aware of presentation errors in cash flows from certain financing and investment activities in its statement of cash flows. These errors affected the years ended December 31, 2012, 2011 and 2010; the three months ended March 31, 2012 and 2011; the six months ended June 30, 2012 and 2011; and the nine months ended September 30, 2012 and 2011. At a meeting on April 24, 2013, the FHLBank of Seattle's management discussed the matter with its Board's Audit and Compliance Committee and its independent registered public accounting firm. On April 25, 2013, the FHLBank of Seattle's management and its Board concluded that the referenced financial statements should not be relied upon. In May 2013, the FHLBank of Seattle filed an amendment for each of its affected SEC annual reports on Form 10-K/A and SEC quarterly reports on Form 10-Q/A.

The result of the FHLBank of Seattle's restatements will be provided as part of each of the 2013 quarterly and annual Combined Financial Reports. These restatements will be labeled "as restated" for the FHLBank of Seattle's statement of cash flows presented in the [Condensed Combining Schedule - Statements of Cash Flows](#) for the affected prior periods. Table 1.1 presents the effect of the FHLBank of Seattle's restatements by affected prior period and activity on its statement of cash flows as presented in the [Condensed Combining Schedule - Statements of Cash Flows](#).

Table 1.1 - FHLBank of Seattle's Restatement of Prior Period Statements of Cash Flows
(dollars in millions)

	As Reported	As Restated
Year ended December 31, 2011		
Net cash provided by (used in) operating activities	\$ 137	\$ 165
Net cash provided by (used in) investing activities	7,115	7,091
Net cash provided by (used in) financing activities	(7,252)	(7,256)
Three months ended March 31, 2012		
Net cash provided by (used in) operating activities	20	22
Net cash provided by (used in) investing activities	4,099	4,099
Net cash provided by (used in) financing activities	(4,119)	(4,121)
Six months ended June 30, 2012		
Net cash provided by (used in) operating activities	68	76
Net cash provided by (used in) investing activities	4,022	4,019
Net cash provided by (used in) financing activities	(4,090)	(4,095)
Nine months ended September 30, 2012		
Net cash provided by (used in) operating activities	(27)	(11)
Net cash provided by (used in) investing activities	4,847	4,841
Net cash provided by (used in) financing activities	(4,821)	(4,831)
Year ended December 31, 2012		
Net cash provided by (used in) operating activities	(5)	19
Net cash provided by (used in) investing activities	5,107	5,098
Net cash provided by (used in) financing activities	(5,103)	(5,118)

Given the nature and structure of the FHLBank System as a whole, including the above analysis, the FHLBanks' Office of Finance concluded that the FHLBank of Seattle's presentation errors in each corresponding period's Combined Statement of Cash Flows were not material to the combined financial reports of the FHLBank System.

Subsequent Events. For purposes of this Combined Financial Report, subsequent events have been evaluated from October 1, 2013 through the time of publication. (See [Note 17 - Subsequent Events](#) for more information.)

Use of Estimates

The preparation of financial statements in accordance with GAAP requires each FHLBank's management to make subjective assumptions and estimates that may affect the reported amounts of assets and liabilities, the disclosure of contingent assets and liabilities, and the reported amounts of income and expense. The most significant of these estimates include the determination of other-than-temporary impairments of certain mortgage-backed securities (MBS) and fair value of derivatives, certain advances, certain investment securities and certain consolidated obligations that are reported at fair value in the Combined Statement of Condition. Actual results could differ from these estimates significantly.

Fair Value. The fair value amounts, recorded on the Combined Statement of Condition and in the note disclosures for the periods presented, have been determined by the FHLBanks using available market and other pertinent information, and reflect each FHLBank's best judgment of appropriate valuation methods. Although an FHLBank uses its best judgment in estimating the fair value of these financial instruments, there are inherent limitations in any valuation technique. Therefore, these fair values may not be indicative of the amounts that would have been realized in market transactions at the reporting dates. (See [Note 15 - Fair Value](#) for more information.)

Financial Instruments Meeting Netting Requirements

The FHLBanks present certain financial instruments on a net basis when they have a legal right of offset and all other requirements for netting are met (collectively referred to as the netting requirements). For these financial instruments, each of the affected FHLBanks has elected to offset its asset and liability positions, as well as cash collateral received or pledged, when it has met the netting requirements.

The net exposure for these financial instruments can change on a daily basis; therefore, there may be a delay between the time this exposure change is identified and additional collateral is requested, and the time when this collateral is received or pledged. Likewise, there may be a delay for excess collateral to be returned. For derivative instruments that meet the requirements for netting, any excess cash collateral received or pledged is recognized as a derivative liability or derivative asset. (See [Note 10 - Derivatives and Hedging Activities](#) for additional information regarding these agreements.)

At September 30, 2013, the FHLBanks had \$17.6 billion in securities purchased under agreements to resell and there were no offsetting liabilities related to these securities at September 30, 2013. Based on the fair value of the related collateral held, the securities purchased under agreements to resell were fully collateralized for the periods presented. Additional information about the FHLBanks' investments in securities purchased under agreements to resell is disclosed in *Note 1 - Summary of Significant Accounting Policies*, page F-12, of the audited combined financial statements included in the Federal Home Loan Banks Combined Financial Report for the year ended December 31, 2012.

Variable Interest Entities

Certain FHLBanks have investments in variable interest entities (VIEs) that include, but are not limited to, senior interests in private-label MBS and asset-backed securities (ABS). The carrying amounts and classification of the assets that relate to the FHLBanks' investments in VIEs are included in investment securities on the Combined Statement of Condition. The affected FHLBanks have no liabilities related to these VIEs. The maximum loss exposure for these VIEs is limited to the carrying value of the FHLBanks' investments in the VIEs.

If an FHLBank determines it is the primary beneficiary of a VIE, it would be required to consolidate that VIE. On an ongoing basis, each affected FHLBank performs a quarterly evaluation to determine whether it is the primary beneficiary in any VIE. To perform this evaluation, an FHLBank considers whether it possesses both of the following characteristics:

- the power to direct the VIE's activities that most significantly affect the VIE's economic performance; and
- the obligation to absorb the VIE's losses or the right to receive benefits from the VIE that could potentially be significant to the VIE.

Based on an evaluation of these characteristics, each affected FHLBank has determined that consolidation is not required for its VIEs for the periods presented. In addition, each of these FHLBanks has not provided financial or other support (explicitly or implicitly) during the periods presented. Furthermore, each affected FHLBank was not previously contractually required to provide, nor does it intend to provide, that support in the future.

Note 2 - Recently Issued and Adopted Accounting Guidance

Inclusion of the Fed Funds Effective Swap Rate (or Overnight Index Swap Rate) as a Benchmark Interest Rate for Hedge Accounting Purposes

On July 17, 2013, the Financial Accounting Standards Board (FASB) amended existing guidance to include the Fed Funds Effective Swap Rate (also referred to as Overnight Index Swap Rate (OIS)) as a U.S. benchmark interest rate for hedge accounting purposes. Including OIS as an acceptable U.S. benchmark interest rate, in addition to United States Treasuries and London Interbank Offered Rates (LIBOR), provides a more comprehensive spectrum of interest rate resets to use as the designated benchmark interest rate risk component under the hedge accounting guidance. The amendments also remove the restriction on using different benchmark interest rates for similar hedges. The amendments apply to all entities that elect to apply hedge accounting of the benchmark interest rate, and were effective prospectively for qualifying new or redesignated hedging relationships entered into on or after July 17, 2013. The adoption of this guidance did not have a material effect on any of the FHLBanks' respective hedging strategies.

Joint and Several Liability Arrangements

On February 28, 2013, the Financial Accounting Standards Board (FASB) issued guidance for the recognition, measurement and disclosure of obligations resulting from joint and several liability arrangements for which the total amount of the obligation within the scope of this guidance is fixed at the reporting date. This guidance requires an entity to measure these obligations as the sum of (1) the amount the reporting entity agreed to pay on the basis of its arrangement among its co-obligors and (2) any additional amount the reporting entity expects to pay on behalf of its co-obligors. In addition, this guidance requires an entity to disclose the nature and amount of the obligations as well as other information about these obligations. This guidance is effective for interim and annual periods beginning on or after December 15, 2013 and should be applied retrospectively to obligations with joint and several liabilities existing at the beginning of an entity's fiscal year of adoption. This guidance will have no effect on the FHLBanks' combined financial condition, combined results of operations or combined cash flows.

Framework for Adversely Classifying Certain Assets

On April 9, 2012, the FHFA issued an advisory bulletin that establishes a standard and uniform methodology for adversely classifying loans, other real estate owned, and certain other assets (excluding investment securities), and prescribes the timing of asset charge-offs based on these classifications. This guidance is generally consistent with the *Uniform Retail Credit Classification and Account Management Policy* issued by the federal banking regulators in June 2000. The adverse classification requirements should be implemented by January 1, 2014, and the charge-off requirements should be implemented no later than January 1, 2015. The FHLBanks are currently implementing and assessing the provisions of this advisory bulletin and have not yet determined its effect on the FHLBanks' combined financial condition, combined results of operations and combined cash flows.

Disclosures about Offsetting Assets and Liabilities

On December 16, 2011, the FASB and the International Accounting Standards Board issued common disclosure requirements intended to help investors and other financial statement users better assess the effect or potential effect of offsetting arrangements on a company's financial position, whether a company's financial statements are prepared on the basis of GAAP or International Financial Reporting Standards. This guidance was amended on January 31, 2013 to clarify that its scope includes only certain financial instruments that are either offset on the balance sheet or are subject to an enforceable master netting arrangement or similar agreement. The FHLBanks are required to disclose both gross and net information about derivative, repurchase and security lending instruments that meet these criteria. This guidance, as amended, became effective for the FHLBanks for interim and annual periods beginning on January 1, 2013 and was applied retrospectively for all comparative periods presented. The adoption of this guidance resulted in additional financial statement disclosures, but did not affect the FHLBanks' combined financial condition, combined results of operations or combined cash flows. (See [Note 1 - Summary of Significant Accounting Policies](#) and [Note 10 - Derivatives and Hedging Activities](#) for disclosures related to this accounting guidance.)

Presentation of Comprehensive Income

On February 5, 2013, the FASB issued guidance to improve the transparency of reporting reclassifications out of accumulated other comprehensive income (loss) (AOCI). This guidance does not change the current requirements for reporting net income or comprehensive income in financial statements. However, it requires the FHLBanks to provide information about the amounts reclassified out of AOCI by component. In addition, the FHLBanks are required to present significant amounts reclassified out of AOCI either on the face of the financial statement where net income is presented or in the footnotes. These amounts are presented based on the respective lines of net income only if the amount reclassified is required under GAAP to be reclassified to net income in its entirety in the same reporting period. For other amounts that are not required under GAAP to be reclassified in their entirety to net income, the FHLBanks are required to cross-reference to other required disclosures that provide additional detail about these other amounts. This guidance became effective for the FHLBanks for interim and annual periods beginning on January 1, 2013 and was applied prospectively. The adoption of this guidance resulted in additional financial statement disclosures, but did not affect the FHLBanks' combined financial condition, combined results of operations or combined cash flows. (See [Note 14 - Accumulated Other Comprehensive Income \(Loss\)](#) for disclosures related to this accounting guidance.)

Note 3 - Trading Securities

Table 3.1 - Trading Securities by Major Security Type
(dollars in millions)

Fair Value	September 30, 2013	December 31, 2012
Non-mortgage-backed securities		
U.S. Treasury obligations	\$ 1,038	\$ 1,003
Commercial paper	325	60
Certificates of deposit	600	325
Other U.S. obligations	277	310
GSE and Tennessee Valley Authority obligations	7,383	7,983
State or local housing agency obligations	1	2
Other	282	306
Total non-mortgage-backed securities	9,906	9,989
Mortgage-backed securities		
Other U.S. obligations residential MBS	35	38
GSE residential MBS	707	854
GSE commercial MBS	231	252
Total mortgage-backed securities	973	1,144
Total	\$ 10,879	\$ 11,133

Table 3.2 - Net Gains (Losses) on Trading Securities
(dollars in millions)

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2013	2012	2013	2012
Net unrealized gains (losses) on trading securities held at period-end	\$ (32)	\$ 11	\$ (221)	\$ (3)
Net unrealized and realized gains (losses) on trading securities sold/ matured during the year	(1)	(33)	(4)	(94)
Net gains (losses) on trading securities	\$ (33)	\$ (22)	\$ (225)	\$ (97)

Note 4 - Available-for-Sale Securities

Table 4.1 - Available-for-Sale (AFS) Securities by Major Security Type
(dollars in millions)

	September 30, 2013				Fair Value
	Amortized Cost(1)	OTTI Recognized in AOCI(2)	Gross Unrealized Gains(3)	Gross Unrealized Losses(3)	
Non-mortgage-backed securities					
Certificates of deposit	\$ 1,835	\$ —	\$ —	\$ —	\$ 1,835
Other U.S. obligations	3,325	—	52	(8)	3,369
GSE and Tennessee Valley Authority obligations	14,443	—	55	(91)	14,407
State and local housing agency obligations	41	—	—	(3)	38
Federal Family Education Loan Program ABS	6,539	—	447	(17)	6,969
Other	1,181	—	8	(24)	1,165
Total non-mortgage-backed securities	27,364	—	562	(143)	27,783
Mortgage-backed securities					
Other U.S. obligations residential MBS	3,370	—	135	(4)	3,501
GSE residential MBS	22,756	—	648	(102)	23,302
GSE commercial MBS	43	—	1	—	44
Private-label residential MBS	12,719	(545)	412	(11)	12,575
Home equity loan ABS	13	—	3	—	16
Total mortgage-backed securities	38,901	(545)	1,199	(117)	39,438
Total	\$ 66,265	\$ (545)	\$ 1,761	\$ (260)	\$ 67,221

	December 31, 2012				
	Amortized Cost(1)	OTTI Recognized in AOCI(2)	Gross Unrealized Gains(3)	Gross Unrealized Losses(3)	Fair Value
Non-mortgage-backed securities					
Other U.S. obligations	\$ 1,999	\$ —	\$ 80	\$ —	\$ 2,079
GSE and Tennessee Valley Authority obligations	14,136	—	119	(56)	14,199
State and local housing agency obligations	20	—	—	—	20
Federal Family Education Loan Program ABS	6,958	—	508	(14)	7,452
Other	1,362	—	10	(29)	1,343
Total non-mortgage-backed securities	24,475	—	717	(99)	25,093
Mortgage-backed securities					
Other U.S. obligations residential MBS	3,194	—	193	—	3,387
GSE residential MBS	22,394	—	1,058	(55)	23,397
GSE commercial MBS	147	—	—	—	147
Private-label residential MBS	14,706	(1,206)	196	(1)	13,695
Home equity loan ABS	14	(1)	1	—	14
Total mortgage-backed securities	40,455	(1,207)	1,448	(56)	40,640
Total	\$ 64,930	\$ (1,207)	\$ 2,165	\$ (155)	\$ 65,733

- (1) Amortized cost of AFS securities includes adjustments made to the cost basis of an investment for accretion, amortization, previous other-than-temporary impairment (OTTI) recognized in earnings, and/or fair value hedge accounting adjustments.
- (2) OTTI recognized in AOCI does not include \$402 million and \$196 million in subsequent unrealized gains (losses) in fair value of previously other-than-temporarily impaired AFS securities at September 30, 2013 and December 31, 2012, which is included in net non-credit portion of OTTI losses on AFS securities in [Note 14 - Accumulated Other Comprehensive Income \(Loss\)](#).
- (3) Gross unrealized gains and gross unrealized losses on AFS securities include \$402 million and \$196 million in subsequent unrealized gains (losses) in fair value of previously other-than-temporarily impaired AFS securities at September 30, 2013 and December 31, 2012, which is not included in net unrealized gains (losses) on AFS securities in [Note 14 - Accumulated Other Comprehensive Income \(Loss\)](#).

At September 30, 2013 and December 31, 2012, the amortized cost of the FHLBanks' MBS classified as AFS included credit losses, OTTI-related accretion adjustments, and purchased premiums and discounts totaling \$2,522 million and \$2,749 million.

Table 4.2 presents the AFS securities with unrealized losses by major security type and length of time that individual securities have been in a continuous unrealized loss position.

Table 4.2 - AFS Securities in a Continuous Unrealized Loss Position
(dollars in millions)

	September 30, 2013					
	Less than 12 Months		12 months or more		Total	
	Fair Value	Unrealized Losses	Fair Value	Unrealized Losses	Fair Value	Unrealized Losses(1)
Non-mortgage-backed securities						
Other U.S. obligations	\$ 1,658	\$ (8)	\$ —	\$ —	\$ 1,658	\$ (8)
GSE and Tennessee Valley Authority obligations	5,688	(39)	666	(52)	6,354	(91)
State or local housing agency obligations	28	(2)	9	(1)	37	(3)
Federal Family Education Loan Program ABS	24	—	1,011	(17)	1,035	(17)
Other	253	(1)	446	(23)	699	(24)
Total non-mortgage-backed securities	7,651	(50)	2,132	(93)	9,783	(143)
Mortgage-backed securities						
Other U.S. obligations residential MBS	620	(4)	39	—	659	(4)
GSE residential MBS	5,149	(68)	3,556	(34)	8,705	(102)
Private-label residential MBS	1,233	(13)	5,126	(543)	6,359	(556)
Total mortgage-backed securities	7,002	(85)	8,721	(577)	15,723	(662)
Total	\$ 14,653	\$ (135)	\$ 10,853	\$ (670)	\$ 25,506	\$ (805)

	December 31, 2012					
	Less than 12 Months		12 months or more		Total	
	Fair Value	Unrealized Losses	Fair Value	Unrealized Losses	Fair Value	Unrealized Losses(1)
Non-mortgage-backed securities						
GSE and Tennessee Valley Authority obligations	\$ 1,704	\$ (3)	\$ 490	\$ (53)	\$ 2,194	\$ (56)
Federal Family Education Loan Program ABS	—	—	1,079	(14)	1,079	(14)
Other	141	—	473	(29)	614	(29)
Total non-mortgage-backed securities	1,845	(3)	2,042	(96)	3,887	(99)
Mortgage-backed securities						
GSE residential MBS	268	(1)	3,798	(54)	4,066	(55)
Private-label residential MBS	360	(2)	9,323	(1,205)	9,683	(1,207)
Home equity loan ABS	—	—	3	(1)	3	(1)
Total mortgage-backed securities	628	(3)	13,124	(1,260)	13,752	(1,263)
Total	\$ 2,473	\$ (6)	\$ 15,166	\$ (1,356)	\$ 17,639	\$ (1,362)

(1) Total unrealized losses in Table 4.2 will not agree to total gross unrealized losses in Table 4.1. Total unrealized losses in Table 4.2 include non-credit-related OTTI losses recorded in AOCI.

Table 4.3 - AFS Securities by Contractual Maturity
(dollars in millions)

Year of Maturity	September 30, 2013		December 31, 2012	
	Amortized Cost	Fair Value	Amortized Cost	Fair Value
Non-mortgage-backed securities				
Due in one year or less	\$ 3,191	\$ 3,200	\$ 2,054	\$ 2,064
Due after one year through five years	8,708	8,749	7,799	7,860
Due after five years through ten years	4,284	4,280	4,667	4,736
Due after ten years	4,642	4,585	2,997	2,981
Federal Family Education Loan Program ABS(1)	6,539	6,969	6,958	7,452
Total non-mortgage-backed securities	27,364	27,783	24,475	25,093
Mortgage-backed securities(1)	38,901	39,438	40,455	40,640
Total	\$ 66,265	\$ 67,221	\$ 64,930	\$ 65,733

(1) Federal Family Education Loan Program ABS and MBS are not presented by contractual maturity because their expected maturities will likely differ from contractual maturities as borrowers may have the right to call or prepay obligations with or without call or prepayment fees.

Table 4.4 - Proceeds from Sale and Gross Gains and Losses on AFS Securities
(dollars in millions)

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2013	2012	2013	2012
Proceeds from sale of AFS securities	\$ 237	\$ 28	\$ 421	\$ 84
Gross gains on sale of AFS securities	\$ 1	\$ —	\$ 21	\$ —
Gross losses on sale of AFS securities	—	—	—	—
Net realized gains/(losses) from sale of AFS securities	\$ 1	\$ —	\$ 21 ^(a)	\$ —

(a) The nine months ended September 30, 2013 include \$18 million of net realized gains relating to sales of previously other-than-temporarily impaired securities.

See [Note 6 - Other-than-Temporary Impairment Analysis](#) for analysis related to OTTI and information on the transfers of securities between the AFS portfolio and the held-to-maturity (HTM) portfolio.

Note 5 - Held-to-Maturity Securities

Table 5.1 - HTM Securities by Major Security Type
(dollars in millions)

	September 30, 2013					
	Amortized Cost(1)	OTTI Recognized in AOCI(2)	Carrying Value(2)	Gross Unrecognized Holding Gains(3)	Gross Unrecognized Holding Losses(3)	Fair Value
Non-mortgage-backed securities						
Commercial paper	\$ 741	\$ —	\$ 741	\$ —	\$ —	\$ 741
Certificates of deposit	4,069	—	4,069	—	—	4,069
Other U.S. obligations	1,821	—	1,821	53	(1)	1,873
GSE and Tennessee Valley Authority obligations	3,926	—	3,926	42	(23)	3,945
State or local housing agency obligations	3,130	—	3,130	11	(216)	2,925
Other	1	—	1	—	—	1
Total non-mortgage-backed securities	13,688	—	13,688	106	(240)	13,554
Mortgage-backed securities						
Other U.S. obligations residential MBS	8,866	—	8,866	118	(22)	8,962
Other U.S. obligations commercial MBS	240	—	240	1	—	241
GSE residential MBS	73,026	—	73,026	1,094	(435)	73,685
GSE commercial MBS	7,440	—	7,440	167	(75)	7,532
Private-label residential MBS	9,828	(770)	9,058	798	(170)	9,686
Private-label commercial MBS	1	—	1	—	—	1
Manufactured housing loan ABS	131	—	131	3	(2)	132
Home equity loan ABS	342	(56)	286	77	(10)	353
Total mortgage-backed securities	99,874	(826)	99,048	2,258	(714)	100,592
Total	\$ 113,562	\$ (826)	\$ 112,736	\$ 2,364	\$ (954)	\$ 114,146

	December 31, 2012					
	Amortized Cost(1)	OTTI Recognized in AOCI(2)	Carrying Value(2)	Gross Unrecognized Holding Gains(3)	Gross Unrecognized Holding Losses(3)	Fair Value
Non-mortgage-backed securities						
Certificates of deposit	\$ 2,958	\$ —	\$ 2,958	\$ —	\$ —	\$ 2,958
Other U.S. obligations	2,561	—	2,561	141	—	2,702
GSE and Tennessee Valley Authority obligations	3,131	—	3,131	94	—	3,225
State or local housing agency obligations	2,713	—	2,713	23	(211)	2,525
Other	2	—	2	—	—	2
Total non-mortgage-backed securities	11,365	—	11,365	258	(211)	11,412
Mortgage-backed securities						
Other U.S. obligations residential MBS	9,109	—	9,109	177	(1)	9,285
Other U.S. obligations commercial MBS	457	—	457	8	—	465
GSE residential MBS	70,253	—	70,253	2,042	(11)	72,284
GSE commercial MBS	5,203	—	5,203	381	(1)	5,583
Private-label residential MBS	12,122	(881)	11,241	638	(264)	11,615
Private-label commercial MBS	10	—	10	—	—	10
Manufactured housing loan ABS	147	—	147	2	(4)	145
Home equity loan ABS	382	(64)	318	67	(17)	368
Total mortgage-backed securities	97,683	(945)	96,738	3,315	(298)	99,755
Total	\$ 109,048	\$ (945)	\$ 108,103	\$ 3,573	\$ (509)	\$ 111,167

- (1) Amortized cost of HTM securities includes adjustments made to the cost basis of an investment for accretion, amortization, and/or previous OTTI recognized in earnings.
(2) Carrying value of HTM securities represents amortized cost after adjustment for the non-credit-related OTTI recognized in AOCI.
(3) Gross unrecognized holding gains (losses) represent the difference between fair value and carrying value.

At September 30, 2013 and December 31, 2012, the amortized cost of the FHLBanks' MBS classified as HTM included credit losses, OTTI-related accretion adjustments, and purchased premiums and discounts totaling \$913 million and \$986 million.

Table 5.2 presents the HTM securities with unrealized losses, which are aggregated by major security type and length of time that individual securities have been in a continuous unrealized loss position.

Table 5.2 - HTM Securities in a Continuous Unrealized Loss Position
(dollars in millions)

	September 30, 2013					
	Less than 12 Months		12 months or more		Total	
	Fair Value	Unrealized Losses	Fair Value	Unrealized Losses	Fair Value	Unrealized Losses(1)
Non-mortgage-backed securities						
Other U.S. obligations	\$ 158	\$ (1)	\$ 17	\$ —	\$ 175	\$ (1)
GSE and Tennessee Valley Authority obligations	1,321	(23)	—	—	1,321	(23)
State or local housing agency obligations	1,252	(14)	958	(202)	2,210	(216)
Total non-mortgage-backed securities	2,731	(38)	975	(202)	3,706	(240)
Mortgage-backed securities						
Other U.S. obligations residential MBS	2,231	(18)	439	(4)	2,670	(22)
GSE residential MBS	24,516	(426)	735	(9)	25,251	(435)
GSE commercial MBS	3,636	(75)	—	—	3,636	(75)
Private-label residential MBS	1,768	(24)	5,299	(639)	7,067	(663)
Manufactured housing loan ABS	—	—	11	(2)	11	(2)
Home equity loan ABS	59	(1)	250	(11)	309	(12)
Total mortgage-backed securities	32,210	(544)	6,734	(665)	38,944	(1,209)
Total	\$ 34,941	\$ (582)	\$ 7,709	\$ (867)	\$ 42,650	\$ (1,449)
December 31, 2012						
	Less than 12 Months		12 months or more		Total	
	Fair Value	Unrealized Losses	Fair Value	Unrealized Losses	Fair Value	Unrealized Losses(1)
Non-mortgage-backed securities						
State or local housing agency obligations	\$ 1	\$ —	\$ 1,072	\$ (211)	\$ 1,073	\$ (211)
Total non-mortgage-backed securities	1	—	1,072	(211)	1,073	(211)
Mortgage-backed securities						
Other U.S. obligations residential MBS	275	—	463	(1)	738	(1)
GSE residential MBS	1,278	(5)	847	(6)	2,125	(11)
GSE commercial MBS	296	(1)	—	—	296	(1)
Private-label residential MBS	96	(2)	7,733	(950)	7,829	(952)
Manufactured housing loan ABS	—	—	67	(4)	67	(4)
Home equity loan ABS	62	(1)	263	(23)	325	(24)
Total mortgage-backed securities	2,007	(9)	9,373	(984)	11,380	(993)
Total	\$ 2,008	\$ (9)	\$ 10,445	\$ (1,195)	\$ 12,453	\$ (1,204)

- (1) Total unrealized losses in Table 5.2 will not agree to total gross unrecognized holding losses in Table 5.1. Total unrealized losses in Table 5.2 include non-credit-related OTTI recognized in AOCI and gross unrecognized holding gains on previously other-than-temporarily impaired securities.

Table 5.3 - HTM Securities by Contractual Maturity*(dollars in millions)*

Year of Maturity	September 30, 2013			December 31, 2012		
	Amortized Cost	Carrying Value(1)	Fair Value	Amortized Cost	Carrying Value(1)	Fair Value
Non-mortgage-backed securities						
Due in one year or less	\$ 5,801	\$ 5,801	\$ 5,802	\$ 4,604	\$ 4,604	\$ 4,608
Due after one year through five years	3,227	3,227	3,206	2,285	2,285	2,290
Due after five years through ten years	912	912	911	820	820	840
Due after ten years	3,748	3,748	3,635	3,656	3,656	3,674
Total non-mortgage-backed securities	13,688	13,688	13,554	11,365	11,365	11,412
Mortgage-backed securities(2)	99,874	99,048	100,592	97,683	96,738	99,755
Total	\$ 113,562	\$ 112,736	\$ 114,146	\$ 109,048	\$ 108,103	\$ 111,167

(1) Carrying value of HTM securities represents amortized cost after adjustment for non-credit-related OTTI recognized in AOCI.

(2) MBS are not presented by contractual maturity because their expected maturities will likely differ from contractual maturities as borrowers may have the right to call or prepay obligations with or without call or prepayment fees.

Realized Gains and Losses

Certain FHLBanks sold securities out of their respective HTM portfolio that were either within three months of maturity or had less than 15% of the acquired principal outstanding at the time of the sale. These sales are considered maturities for purposes of security classification.

Table 5.4 - Proceeds and Gains (Losses) from Sale of HTM Securities*(dollars in millions)*

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2013	2012	2013	2012
Carrying value of HTM securities sold	\$ —	\$ —	\$ —	\$ 484
Net realized gains (losses) from sale of HTM securities	—	—	—	29
Proceeds from sale of HTM securities	\$ —	\$ —	\$ —	\$ 513

See [Note 6 - Other-than-Temporary Impairment Analysis](#) for analysis related to OTTI and information on the transfers of securities between the AFS portfolio and the HTM portfolio.

Note 6 - Other-than-Temporary Impairment Analysis

Each FHLBank evaluates its individual AFS and HTM investment securities holdings in an unrealized loss position for OTTI on a quarterly basis. As part of its evaluation of securities for OTTI, an FHLBank considers its intent to sell each debt security and whether it is more likely than not that it will be required to sell the security before its anticipated recovery. If either of these conditions is met, an FHLBank recognizes an OTTI charge to earnings equal to the entire difference between the security's amortized cost basis and its fair value at the statement of condition date. For securities in an unrealized loss position that meet neither of these conditions, each FHLBank performs a cash flow analysis to determine whether the entire amortized cost basis of these impaired securities, including all previously other-than-temporarily impaired securities, will be recovered. If the FHLBank does not expect to recover the entire amount, the unrealized loss position is considered to be other-than-temporarily impaired. The FHLBank evaluates the security's OTTI to determine the amount of credit loss recognized in earnings, which is limited to the amount of that security's unrealized loss.

The FHLBanks have developed a uniform framework for completing their OTTI analyses in accordance with FASB guidance on the recognition and presentation of OTTI in the financial statements. To assess whether the entire amortized cost bases of its private-label residential MBS and home equity loan ABS would be recovered, each FHLBank performed a cash flow analysis using two third-party models for each such security where fair value was less than amortized cost as of the most recent statement of condition date, except for certain private-label residential MBS and home equity loan ABS where underlying loan-level collateral data were not available using the uniform OTTI modeling methodology under the FHLBanks' uniform framework. A description of the uniform framework and the two third-party models are disclosed in [Note 7 - Other-than-](#)

Certain Private-label MBS

The FHLBanks' OTTI Governance Committee developed a short-term housing price forecast with projected changes ranging from a decrease of 5.0% to an increase of 8.0% over the twelve month period beginning July 1, 2013. For the vast majority of markets, the short-term housing price forecast has changes from a decrease of 1.0% to an increase of 7.0%. Thereafter, home prices were projected to recover using one of five different recovery paths.

Table 6.1 presents projected home price recovery by months following the short-term housing price forecast.

Table 6.1 - Recovery Ranges of Housing Price Change

Months	Recovery Range (Annualized Rates)		
1 - 6	0.0%	—	3.0%
7 - 12	1.0%	—	4.0%
13 - 18	2.0%	—	4.0%
19 - 30	2.0%	—	5.0%
31 - 54	2.0%	—	6.0%
Thereafter	2.3%	—	5.6%

Table 6.2 presents the significant inputs used to measure the amount of credit loss recognized in earnings during the three months ended September 30, 2013 for those securities for which an OTTI was determined to have occurred as well as related current credit enhancement for each applicable FHLBank. Credit enhancement is defined as the percentage of credit subordination, excess spread and over-collateralization, if any, in a security structure that will generally absorb losses before each FHLBank will experience a credit loss on the security. The calculated averages represent the dollar-weighted averages of all the private-label residential MBS and home equity loan ABS in each category shown.

Table 6.2 - Significant Inputs for OTTI

Year of Securitization	Significant Inputs for OTTI Private-label Residential MBS(1)			Weighted-Average Current Credit Enhancement(2)
	Weighted-Average Prepayment Rate(2)	Weighted-Average Default Rate(2)	Weighted-Average Loss Severity(2)	
Prime				
2006	8.3%	12.5%	37.0%	1.0%
2005	9.1%	11.0%	34.5%	2.7%
2004 and prior	13.4%	10.5%	32.1%	25.5%
Total prime	8.7%	12.0%	36.1%	2.1%
Alt-A				
2007	6.6%	56.1%	45.9%	15.5%
2005	7.4%	19.5%	43.0%	16.6%
2004 and prior	11.7%	10.9%	34.7%	14.3%
Total Alt-A	8.1%	31.8%	42.1%	15.6%
Total OTTI Private-label residential MBS	8.2%	31.3%	42.0%	15.2%
Year of Securitization	Significant Inputs for OTTI Home Equity Loan ABS(1)			Weighted-Average Current Credit Enhancement(2)
	Weighted-Average Prepayment Rate(2)	Weighted-Average Default Rate(2)	Weighted-Average Loss Severity(2)	
Subprime				
2004 and prior	1.1%	38.1%	91.6%	10.9%
Total subprime	1.1%	38.1%	91.6%	10.9%
Total OTTI Home equity loan ABS	1.1%	38.1%	91.6%	10.9%

(1) The classification (prime, Alt-A and subprime) is based on the model used to run the estimated cash flows for the CUSIP, which may not necessarily be the same as the classification at the time of origination.

(2) Weighted-average percentage is based on unpaid principal balance.

Certain changes in circumstances may cause an FHLBank to change its intent to hold a certain security to maturity without calling into question its intent to hold other debt securities to maturity in the future. Thus, the sale or transfer of an HTM security due to certain changes in circumstances, such as evidence of significant deterioration in the issuer's creditworthiness, is not considered to be inconsistent with its original classification. Additionally, other events that are isolated, nonrecurring, or unusual for an FHLBank that could not have been reasonably anticipated may cause an FHLBank to sell or transfer an HTM security without necessarily calling into question its intent to hold other debt securities to maturity.

During the three and nine months ended September 30, 2013 and 2012, certain FHLBanks elected to transfer from their respective HTM portfolio to their respective AFS portfolio private-label residential MBS that had credit-related OTTI recorded during the applicable period. Each of these FHLBanks recognized an OTTI credit loss on these HTM private-label residential MBS, which each FHLBank believes is evidence of a significant deterioration in the issuer's creditworthiness. This deterioration is the basis for the transfers to the AFS portfolio. These transfers allow management the option to decide to sell these securities prior to maturity in response to changes in interest rates, changes in prepayment risk, or other factors. For the AFS securities in an unrealized loss position, each of the affected FHLBanks asserted as of September 30, 2013 that it has no intent to sell and believes it is not more likely than not that it will be required to sell any security before its anticipated recovery of the remaining amortized cost basis.

Table 6.3 presents information on private-label residential MBS transferred during the three and nine months ended September 30, 2013 and 2012. The amounts represent the values as of the transfer date.

Table 6.3 - HTM Securities Transferred to AFS Securities
(dollars in millions)

Three Months Ended September 30, 2013					
	Amortized Cost	OTTI Recognized in AOCI	Carrying Value	Gross Unrecognized Holding Gains (Losses)	Fair Value
FHLBank of San Francisco(1)	\$ 37	\$ (1)	\$ 36	\$ —	\$ 36
Total	\$ 37	\$ (1)	\$ 36	\$ —	\$ 36
Three Months Ended September 30, 2012					
	Amortized Cost	OTTI Recognized in AOCI	Carrying Value	Gross Unrecognized Holding Gains (Losses)	Fair Value
FHLBank of San Francisco(1)	\$ 94	\$ (15)	\$ 79	\$ —	\$ 79
Total	\$ 94	\$ (15)	\$ 79	\$ —	\$ 79
Nine Months Ended September 30, 2013					
	Amortized Cost	OTTI Recognized in AOCI	Carrying Value	Gross Unrecognized Holding Gains (Losses)	Fair Value
FHLBank of Atlanta(1)	\$ 12	\$ (1)	\$ 11	\$ —	\$ 11
FHLBank of San Francisco(1)	60	(4)	56	—	56
Total	\$ 72	\$ (5)	\$ 67	\$ —	\$ 67
Nine Months Ended September 30, 2012					
	Amortized Cost	OTTI Recognized in AOCI	Carrying Value	Gross Unrecognized Holding Gains (Losses)	Fair Value
FHLBank of Pittsburgh(1)	\$ 12	\$ (1)	\$ 11	\$ —	\$ 11
FHLBank of Atlanta(1)	6	—	6	—	6
FHLBank of San Francisco(1)	162	(28)	134	—	134
Total	\$ 180	\$ (29)	\$ 151	\$ —	\$ 151

(1) Transfer included all private-label residential MBS that had credit-related OTTI recorded during the applicable period.

Table 6.4 presents the September 30, 2013 balance of the total HTM and AFS MBS with OTTI charges during the life of the security (which represent securities other-than-temporarily impaired prior to and at September 30, 2013), based on each individual FHLBank's impairment analyses of its investment portfolio.

Table 6.4 - Total MBS Other-than-Temporarily Impaired during the Life of the Security
(dollars in millions)

	September 30, 2013 (1)							
	Held-to-Maturity Securities				Available-for-Sale Securities			
	Unpaid Principal Balance	Amortized Cost	Carrying Value	Fair Value	Unpaid Principal Balance	Amortized Cost	Fair Value	
Private-label residential MBS(2)								
Prime	\$ 1,403	\$ 1,118	\$ 836	\$ 1,144	\$ 4,491	\$ 3,724	\$ 3,911	
Alt-A	1,969	1,510	1,117	1,437	10,822	8,988	8,657	
Subprime	747	472	377	527	2	2	1	
Total private-label residential MBS	4,119	3,100	2,330	3,108	15,315	12,714	12,569	
Home equity loan ABS(2)								
Alt-A	—	—	—	—	18	13	15	
Subprime	211	172	116	193	—	—	—	
Total home equity loan ABS	211	172	116	193	18	13	15	
Total	\$ 4,330	\$ 3,272	\$ 2,446	\$ 3,301	\$ 15,333	\$ 12,727	\$ 12,584	

- (1) Table 6.4 does not include all HTM and AFS securities that are in an unrealized loss position as of September 30, 2013. This table includes only HTM and AFS MBS with OTTI charges during the life of the security.
- (2) The FHLBanks classify securities as prime, Alt-A and subprime based on the originator's classification at the time of origination or based on classification by a nationally recognized statistical rating organization upon issuance of the securities.

Table 6.5 presents a rollforward of the amounts related to credit losses recognized in earnings. The rollforward relates to the amount of credit losses on investment securities held by the FHLBanks for which a portion of OTTI losses was recognized in accumulated other comprehensive income (loss).

Table 6.5 - Rollforward of the Amounts Related to Credit Losses Recognized into Earnings
(dollars in millions)

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2013	2012	2013	2012
Balance, at beginning of period	\$ 3,996	\$ 4,237	\$ 4,115	\$ 4,201
Additions:				
Credit losses for which OTTI was not previously recognized(1)	—	—	—	1
Additional OTTI credit losses for securities upon which an OTTI charge was previously recognized(2)	6	8	12	93
Reductions:				
Securities sold, matured, paid down or prepaid during the period	(15)	(28)	(88)	(53)
Credit losses on securities that an FHLBank intends to sell before recovery of its amortized cost basis	—	—	(8)	—
Increases in cash flows expected to be collected that are recognized over the remaining life of the securities	(38)	(12)	(82)	(37)
Balance, at end of period	\$ 3,949	\$ 4,205	\$ 3,949	\$ 4,205

- (1) Table 6.5 does not include \$1 million of OTTI charges related to an AFS non-mortgage-backed security for the three and nine months ended September 30, 2013 that the FHLBank of Des Moines intends to sell.
- (2) For the three months ended September 30, 2013, and 2012, additional OTTI credit losses for securities upon which an OTTI charge was previously recognized relates to all securities that were also previously impaired prior to July 1, 2013 and 2012. For the nine months ended September 30, 2013, and 2012, additional OTTI credit losses for securities upon which an OTTI charge was previously recognized relates to all securities that were also previously impaired prior to January 1, 2013 and 2012.

All other AFS and HTM Investment Securities

At September 30, 2013, the FHLBanks held certain other AFS and HTM securities in unrealized loss positions. These unrealized losses are primarily due to illiquidity and interest rate volatility. These losses are considered temporary as each FHLBank expects to recover the entire amortized cost basis on its remaining AFS and HTM securities in unrealized loss positions and neither intends to sell these securities nor considers it more likely than not that it will be required to sell these securities before its anticipated recovery of each security's remaining amortized cost basis. As a result, each FHLBank does not consider these other AFS and HTM investments to be other-than-temporarily impaired at September 30, 2013.

Note 7 - Advances

The FHLBanks offer a wide range of fixed- and variable-rate advance products with different maturities, interest rates, payment characteristics and optionality. Fixed-rate advances generally have maturities ranging from one day to 30 years. Variable-rate advances generally have maturities ranging from less than 30 days to 20 years, where the interest rates reset periodically at a fixed spread to LIBOR or other specified index.

Table 7.1 - Advances Redemption Terms

(dollars in millions)

Redemption Term	September 30, 2013		December 31, 2012	
	Amount	Weighted-Average Interest Rate	Amount	Weighted-Average Interest Rate
Overdrawn demand and overnight deposit accounts	\$ 4	0.60%	\$ 38	2.27%
Due in 1 year or less	176,723	0.60%	165,019	0.82%
Due after 1 year through 2 years	55,435	1.39%	40,669	1.75%
Due after 2 years through 3 years	47,516	2.06%	41,153	1.94%
Due after 3 years through 4 years	51,673	1.89%	43,471	2.35%
Due after 4 years through 5 years	66,008	2.14%	52,663	2.20%
Thereafter	58,274	2.19%	68,267	2.35%
Index-amortizing advances(1)	2,035	3.70%	2,320	3.94%
Total par value	457,668	1.43%	413,600	1.63%
Commitment fees	(6)		(8)	
Discounts on AHP advances	(43)		(49)	
Premiums	202		256	
Discounts	(110)		(104)	
Hedging adjustments	7,248		11,766	
Fair value option valuation adjustments	151		289	
Total	\$ 465,110		\$ 425,750	

(1) Index-amortizing advances require repayment according to predetermined amortization schedules linked to the level of various indices. Generally, as market interest rates rise (fall), the maturity of an index-amortizing advance extends (contracts).

Table 7.2 - Advances by Year of Contractual Maturity or Next Call Date and Next Put or Convert Date

(dollars in millions)

Redemption Term	Year of Contractual Maturity or Next Call Date		Year of Contractual Maturity or Next Put or Convert Date	
	September 30, 2013	December 31, 2012	September 30, 2013	December 31, 2012
Overdrawn demand and overnight deposit accounts	\$ 4	\$ 38	\$ 4	\$ 38
Due in 1 year or less	219,460	186,434	202,731	199,801
Due after 1 year through 2 years	51,387	39,050	54,789	39,779
Due after 2 years through 3 years	45,068	38,814	45,962	40,466
Due after 3 years through 4 years	47,331	39,793	45,163	39,214
Due after 4 years through 5 years	44,826	48,868	58,046	36,832
Thereafter	47,557	58,283	48,938	55,150
Index-amortizing advances	2,035	2,320	2,035	2,320
Total par value	\$ 457,668	\$ 413,600	\$ 457,668	\$ 413,600

The FHLBanks offer advances to members and eligible non-members that provide the right, based upon predetermined option exercise dates, to call the advance prior to maturity without incurring prepayment or termination fees (callable advances). In exchange for receiving the right to call the advance on a predetermined call schedule, the member pays a higher fixed rate for the advance relative to an equivalent maturity, non-callable, fixed-rate advance. If the call option is exercised, replacement funding may be available. Other advances may only be prepaid by paying a fee to the FHLBank (prepayment fee) that makes the FHLBank financially indifferent to the prepayment of the advance. At September 30, 2013 and December 31, 2012, the FHLBanks had callable advances outstanding totaling \$53.1 billion and \$34.2 billion.

Some advances contain embedded options allowing an FHLBank to offer puttable and convertible advances. A member can either sell an embedded option to an FHLBank or it can purchase an embedded option from an FHLBank.

With a puttable advance to a member, an FHLBank effectively purchases a put option from the member that allows that FHLBank to put or extinguish the fixed-rate advance to the member on predetermined exercise dates, and offer, subject to certain conditions, replacement funding at prevailing market rates. Generally, these put options are exercised when interest rates increase. At September 30, 2013 and December 31, 2012, the FHLBanks had puttable advances outstanding totaling \$27.1 billion and \$31.7 billion.

Convertible advances allow an FHLBank to convert an advance from one interest-payment term structure to another. When issuing convertible advances, an FHLBank may purchase put options from a member that allow that FHLBank to convert the fixed-rate advance to a variable-rate advance at the current market rate or another structure after an agreed-upon lockout period. A convertible advance carries a lower interest rate than a comparable-maturity fixed-rate advance without the conversion feature. Variable- to fixed-rate convertible advances have a defined lockout period during which the interest rates adjust based on a spread to LIBOR. At the end of the lockout period, these advances may convert to fixed-rate advances. The fixed rates on the converted advances are determined at origination. At September 30, 2013 and December 31, 2012, the FHLBanks had convertible advances outstanding totaling \$7.7 billion and \$9.9 billion.

Table 7.3 - Advances by Current Interest Rate Terms
(dollars in millions)

	September 30, 2013	December 31, 2012
Total fixed-rate	\$ 295,188	\$ 294,371
Total variable-rate	162,480	119,229
Total par value	<u>\$ 457,668</u>	<u>\$ 413,600</u>

Credit Risk Exposure and Security Terms

The FHLBanks' potential credit risk from advances is concentrated in commercial banks and thrifts. The FHLBanks' advances outstanding that were greater than or equal to \$1.0 billion per borrower were \$309.3 billion and \$273.1 billion at September 30, 2013 and December 31, 2012. These advances were made to 71 and 70 borrowers (members and non-members) at September 30, 2013 and December 31, 2012, which represented 67.6% and 66.0% of total advances outstanding at September 30, 2013 and December 31, 2012. (See [Note 9 - Allowance for Credit Losses](#) for information related to the FHLBanks' credit risk on advances and allowance methodology for credit losses.)

Note 8 - Mortgage Loans

Mortgage Loans Held for Portfolio

Mortgage loans held for portfolio consist of loans obtained through the MPP and MPF Program and are either conventional or government-guaranteed or -insured mortgage loans. The MPP and MPF Program involve the purchase by the FHLBanks of single-family mortgage loans that are originated or acquired by participating financial institutions. These mortgage loans are credit-enhanced by participating financial institutions or are guaranteed or insured by Federal agencies. The FHLBanks are authorized to hold acquired member assets, such as assets acquired under the MPP and MPF Program.

Currently, the FHLBanks of Atlanta, Chicago, Dallas, San Francisco, and Seattle are not accepting additional master commitments to acquire loans for their own portfolio or purchasing additional mortgage loans under either the MPP or MPF Program, except for certain FHLBanks' purchases of MPF Loans to support affordable housing. The remaining FHLBanks participating in the MPP and MPF Program continue to have the ability to purchase and fund both conventional and

government-guaranteed or -insured loans. The FHLBank of San Francisco announced that it is renewing its participation in the MPF Program. Starting in 2014, the FHLBank of San Francisco will begin purchasing conventional, conforming, fixed-rate mortgage loans and Federal Housing Administration/Department of Veterans Affairs-insured mortgage loans from members for its own portfolio under the MPF Original and MPF Government products.

Table 8.1 - Mortgage Loans Held for Portfolio
(dollars in millions)

	September 30, 2013	December 31, 2012
Fixed-rate, medium-term(1) single-family mortgage loans	\$ 9,765	\$ 11,157
Fixed-rate, long-term single-family mortgage loans	34,794	37,634
Multifamily mortgage loans	—	20
Total unpaid principal balance	44,559	48,811
Premiums	701	688
Discounts	(112)	(126)
Deferred loan costs, net	—	2
Hedging adjustments	121	182
Total mortgage loans held for portfolio	<u>\$ 45,269</u>	<u>\$ 49,557</u>

(1) Medium-term is defined as a term of 15 years or less at origination.

Table 8.2 - Mortgage Loans Held for Portfolio by Collateral/Guarantee Type
(dollars in millions)

	September 30, 2013	December 31, 2012
Conventional mortgage loans	\$ 38,923	\$ 42,479
Government-guaranteed or -insured mortgage loans	5,636	6,312
Multifamily mortgage loans	—	20
Total unpaid principal balance	<u>\$ 44,559</u>	<u>\$ 48,811</u>

Note 9 - Allowance for Credit Losses

The FHLBanks have established an allowance methodology for each FHLBank's portfolio segments:

- credit products (advances, letters of credit and other extensions of credit to borrowers);
- government-guaranteed or -insured mortgage loans held for portfolio;
- conventional MPF loans held for portfolio, conventional MPP loans held for portfolio, and other loans;
- term Federal funds sold; and
- term securities purchased under agreements to resell.

See *Note 1 - Summary of Significant Accounting Policies* and *Note 10 - Allowance for Credit Losses* on pages F-15 to F-16 and pages F-36 to F-44 of the audited combined financial statements included in the Federal Home Loan Banks Combined Financial Report for the year ended December 31, 2012 for a description of allowance methodologies related to the FHLBanks' portfolio segments as well as the FHLBanks' policies for impairing financing receivables, placing them on non-accrual status and charging them off when necessary.

Credit Products

Using a risk-based approach and taking into consideration each borrower's financial strength, the FHLBanks consider the types and level of collateral to be the primary indicator of credit quality on their credit products. At September 30, 2013 and December 31, 2012, each FHLBank had rights to collateral on a borrower-by-borrower basis with an estimated value in excess of its outstanding extensions of credit.

Each FHLBank continues to evaluate and make changes to its collateral guidelines, as necessary, based on current market conditions. At September 30, 2013 and December 31, 2012, none of the FHLBanks had any credit products that were past due,

on non-accrual status, or considered impaired. In addition, there were no troubled debt restructurings related to credit products at any of the FHLBanks during the nine months ended September 30, 2013 and 2012.

Based on the collateral held as security, each FHLBank management's credit extension and collateral policies and repayment history on credit products, the FHLBanks have not incurred any losses on their credit products. Accordingly, at September 30, 2013 and December 31, 2012, the FHLBanks did not record any allowance for credit losses on these credit products, nor did they record any liability to reflect an allowance for credit losses for off-balance sheet credit exposures. (See [Note 16 - Commitments and Contingencies](#) for additional information on the FHLBanks' off-balance sheet credit exposure.)

Government-Guaranteed or -Insured Mortgage Loans Held for Portfolio

The FHLBanks invest in fixed-rate mortgage loans that are insured or guaranteed by the Federal Housing Administration, the Department of Veterans Affairs, the Rural Housing Service of the Department of Agriculture, and/or the Department of Housing and Urban Development. The servicer provides and maintains insurance or a guarantee from the applicable government agency. The servicer is responsible for compliance with all government agency requirements and for obtaining the benefit of the applicable guarantee or insurance with respect to defaulted government-guaranteed or -insured mortgage loans. Any losses incurred on such loans that are not recovered from the issuer or the guarantor are absorbed by the servicer. Therefore, the FHLBanks only have credit risk for these loans if the servicer fails to pay for losses not covered by the guarantee or insurance. Based on each FHLBank's assessment of its servicers, no FHLBank established an allowance for credit losses for its government-guaranteed or -insured mortgage loan portfolio at September 30, 2013 and December 31, 2012. Furthermore, none of these mortgage loans have been placed on non-accrual status because of the U.S. government guarantee or insurance on these loans and the contractual obligation of the loan servicer to repurchase the loans when certain criteria are met.

Mortgage Loans Held for Portfolio - Conventional MPF, Conventional MPP and Other Loans

Rollforward of Allowance for Credit Losses on Mortgage Loans. Each FHLBank established an allowance for credit losses on its conventional mortgage loans held for portfolio. Tables 9.1 and 9.2 present a rollforward of the allowance for credit losses on mortgage loans for the three and nine months ended September 30, 2013 and 2012 and the recorded investment in mortgage loans by impairment methodology at September 30, 2013 and December 31, 2012. The recorded investment in a loan is the unpaid principal balance of the loan, adjusted for accrued interest, net deferred loan fees or costs, unamortized premiums or discounts, fair value hedge adjustments and direct write-downs. The recorded investment is not net of any valuation allowance.

Table 9.1 - Rollforward of Allowance for Credit Losses on Mortgage Loans
(dollars in millions)

	Three Months Ended September 30,							
	2013				2012			
	Conventional MPP	Conventional MPF	Other	Total	Conventional MPP	Conventional MPF	Other	Total
Balance, at beginning of period	\$ 16	\$ 90	\$ 1	\$ 107	\$ 31	\$ 108	\$ 1	\$ 140
Charge-offs and recoveries	—	(4)	(1)	(5)	(3)	(6)	—	(9)
Provision (reversal) for credit losses(1)	(3)	—	—	(3)	3	3	—	6
Balance, at end of period	\$ 13	\$ 86	\$ —	\$ 99	\$ 31	\$ 105	\$ 1	\$ 137

	Nine Months Ended September 30,							
	2013				2012			
	Conventional MPP	Conventional MPF	Other	Total	Conventional MPP	Conventional MPF	Other	Total
Balance, at beginning of period	\$ 30	\$ 101	\$ 1	\$ 132	\$ 30	\$ 107	\$ 1	\$ 138
Charge-offs and recoveries	(4)	(15)	(1)	(20)	(5)	(15)	—	(20)
Provision (reversal) for credit losses(1)	(13)	—	—	(13)	6	13	—	19
Balance, at end of period	\$ 13	\$ 86	\$ —	\$ 99	\$ 31	\$ 105	\$ 1	\$ 137

(1) The provision (reversal) for credit losses includes only the provision (reversal) related specifically to mortgage loans and does not include provision or reversal for credit losses related to Banking on Business loans specific to the FHLBank of Pittsburgh of less than \$1 million for the periods presented.

Table 9.2 - Allowance for Credit Losses and Recorded Investment by Impairment Methodology*(dollars in millions)*

	September 30, 2013				December 31, 2012			
	Conventional MPP	Conventional MPF	Other	Total	Conventional MPP	Conventional MPF	Other	Total
Allowances for credit losses, end of period								
Individually evaluated for impairment	\$ 1	\$ 46	\$ —	\$ 47	\$ 1	\$ 51	\$ —	\$ 52
Collectively evaluated for impairment	12	40	—	52	29	50	1	80
	<u>\$ 13</u>	<u>\$ 86</u>	<u>\$ —</u>	<u>\$ 99</u>	<u>\$ 30</u>	<u>\$ 101</u>	<u>\$ 1</u>	<u>\$ 132</u>
Recorded investment, end of period(1)								
Individually evaluated for impairment								
Impaired, with or without a related allowance	\$ 39	\$ 356	\$ —	\$ 395	\$ 35	\$ 380	\$ —	\$ 415
Not impaired, no related allowance	—	1,805	—	1,805	—	1,756	—	1,756
Total individually evaluated for impairment	39	2,161	—	2,200	35	2,136	—	2,171
Collectively evaluated for impairment	11,793	25,723	—	37,516	12,547	28,606	21	41,174
Total recorded investment	<u>\$ 11,832</u>	<u>\$ 27,884</u>	<u>\$ —</u>	<u>\$ 39,716</u>	<u>\$ 12,582</u>	<u>\$ 30,742</u>	<u>\$ 21</u>	<u>\$ 43,345</u>

(1) Excludes government-guaranteed or -insured loans at September 30, 2013 and December 31, 2012.

Credit Quality Indicators. Key credit quality indicators for mortgage loans include the migration of past due loans, non-accrual loans, loans in process of foreclosure and impaired loans. Table 9.3 presents the FHLBanks' key credit quality indicators for mortgage loans at September 30, 2013 and December 31, 2012.

Table 9.3 - Recorded Investment in Delinquent Mortgage Loans*(dollars in millions)*

	September 30, 2013				
	Conventional MPP	Conventional MPF	Government-Guaranteed or -Insured	Other	Total
Past due 30-59 days	\$ 127	\$ 395	\$ 291	\$ —	\$ 813
Past due 60-89 days	40	119	88	—	247
Past due 90 days or more	190	510	262	—	962
Total past due mortgage loans	357	1,024	641	—	2,022
Total current mortgage loans	11,475	26,860	5,121	—	43,456
Total mortgage loans(1)	<u>\$ 11,832</u>	<u>\$ 27,884</u>	<u>\$ 5,762</u>	<u>\$ —</u>	<u>\$ 45,478</u>
Other delinquency statistics					
In process of foreclosure, included above(2)	\$ 135	\$ 307	\$ 82	\$ —	\$ 524
Serious delinquency rate(3)	1.61%	1.84%	4.56%	—	2.12%
Past due 90 days or more and still accruing interest	\$ 147	\$ 31	\$ 262	\$ —	\$ 440
Loans on non-accrual status(4)	\$ 48	\$ 530	\$ —	\$ —	\$ 578

December 31, 2012

	Conventional MPP	Conventional MPF	Government-Guaranteed or -Insured	Other	Total
Past due 30-59 days	\$ 140	\$ 444	\$ 305	\$ —	\$ 889
Past due 60-89 days	53	140	101	—	294
Past due 90 days or more	233	614	318	—	1,165
Total past due mortgage loans	426	1,198	724	—	2,348
Total current mortgage loans	12,156	29,544	5,720	21	47,441
Total mortgage loans(1)	\$ 12,582	\$ 30,742	\$ 6,444	\$ 21	\$ 49,789
Other delinquency statistics					
In process of foreclosure, included above(2)	\$ 181	\$ 392	\$ 114	\$ —	\$ 687
Serious delinquency rate(3)	1.85%	2.01%	4.93%	—	2.35%
Past due 90 days or more and still accruing interest	\$ 182	\$ 67	\$ 318	\$ —	\$ 567
Loans on non-accrual status(4)	\$ 58	\$ 606	\$ —	\$ —	\$ 664

- (1) The difference between the recorded investment and the carrying value of total mortgage loans of \$209 million and \$232 million at September 30, 2013 and December 31, 2012 primarily relates to accrued interest. (See [Note 8 - Mortgage Loans](#) for details on the carrying values of total mortgage loans.)
- (2) Includes loans where the decision of foreclosure or a similar alternative, such as pursuit of deed-in-lieu, has been reported. Loans in the process of foreclosure are included in past due or current loans depending on their delinquency status.
- (3) Represents seriously delinquent loans as a percentage of total mortgage loans. Seriously delinquent loans are comprised of all loans past due 90 days or more delinquent or loans that are in the process of foreclosure (including past due or current loans in the process of foreclosure).
- (4) Generally represents mortgage loans with contractual principal or interest payments 90 days or more past due and not accruing interest.

Individually Evaluated Impaired Loans. Tables 9.4 and 9.5 present the recorded investment, unpaid principal balance and related allowance of impaired loans individually assessed for impairment at September 30, 2013 and December 31, 2012, and the average recorded investment and related interest income recognized on these loans during the three and nine months ended September 30, 2013 and 2012.

Table 9.4 - Individually Evaluated Impaired Loan Statistics by Product Class Level
(dollars in millions)

	September 30, 2013			December 31, 2012		
	Recorded Investment	Unpaid Principal Balance	Related Allowance	Recorded Investment	Unpaid Principal Balance	Related Allowance
With no related allowance						
Conventional MPP Loans	\$ 35	\$ 35	\$ —	\$ 31	\$ 31	\$ —
Conventional MPF Loans	36	36	—	32	32	—
With an allowance						
Conventional MPP Loans	4	4	—	4	4	—
Conventional MPF Loans	320	315	46	348	343	51
Total						
Conventional MPP Loans	\$ 39	\$ 39	\$ —	\$ 35	\$ 35	\$ —
Conventional MPF Loans	\$ 356	\$ 351	\$ 46	\$ 380	\$ 375	\$ 51

Table 9.5 - Average Recorded Investment of Individually Impaired Loans and Related Interest Income Recognized
(dollars in millions)

	Three Months Ended September 30,			
	2013		2012	
	Average Recorded Investment	Interest Income Recognized	Average Recorded Investment	Interest Income Recognized
With no related allowance				
Conventional MPP Loans	\$ 35	\$ —	\$ 14	\$ —
Conventional MPF Loans	35	—	29	—
With an allowance				
Conventional MPP Loans	4	—	5	—
Conventional MPF Loans	327	—	326	3
Total				
Conventional MPP Loans	\$ 39	\$ —	\$ 19	\$ —
Conventional MPF Loans	\$ 362	\$ —	\$ 355	\$ 3

	Nine Months Ended September 30,			
	2013		2012	
	Average Recorded Investment	Interest Income Recognized	Average Recorded Investment	Interest Income Recognized
With no related allowance				
Conventional MPP Loans	\$ 34	\$ 1	\$ 9	\$ —
Conventional MPF Loans	35	—	28	—
With an allowance				
Conventional MPP Loans	3	—	4	—
Conventional MPF Loans	329	1	327	8
Total				
Conventional MPP Loans	\$ 37	\$ 1	\$ 13	\$ —
Conventional MPF Loans	\$ 364	\$ 1	\$ 355	\$ 8

Credit Enhancements. The FHLBanks' allowance for credit losses considers the credit enhancements associated with conventional mortgage loans under the MPF Program and MPP. These credit enhancements apply after a homeowner's equity is exhausted. Credit enhancements considered may include primary mortgage insurance, supplemental mortgage insurance, the credit enhancement amount plus any performance-based credit enhancement fees (for MPF Loans) and Lender Risk Account (for MPP Loans). The amount of credit enhancements estimated to protect the FHLBanks against credit losses is determined through the use of a model. Any incurred losses that would be recovered from the credit enhancements are not reserved as part of the FHLBanks' allowance for credit losses on mortgage loans.

Mortgage Partnership Finance. The conventional MPF loans are required to be credit enhanced so that the risk of loss is limited to the losses equivalent to an investor in a double-A rated mortgage-backed security at the time of purchase. Each MPF FHLBank and its participating financial institution share the risk of credit losses on conventional MPF Loan products, excluding the MPF Xtra product, by structuring potential losses on conventional MPF Loans into layers with respect to each master commitment. Each MPF FHLBank analyzes the risk characteristics of its MPF loans using a model from a nationally recognized statistical rating organization, or an equivalent model using a comparable methodology, to determine the amount of credit enhancement at the time of purchase. This credit enhancement amount is broken into a First Loss Account and a credit enhancement obligation of a participating financial institution, which is calculated based on the risk analysis to equal the difference between the amounts needed for the master commitment to have a rating equivalent to a double-A rated mortgage-backed security and an MPF FHLBank's initial First Loss Account exposure.

The First Loss Account represents the first layer or portion of credit losses that each MPF FHLBank is obligated to absorb with respect to its MPF Loans after considering the borrower's equity and primary mortgage insurance. The participating financial institution is required to cover the next layer of losses up to an agreed-upon credit enhancement obligation amount, which may consist of a direct liability of the participating financial institution to pay credit losses up to a specified amount, a contractual obligation of a participating financial institution to provide supplemental mortgage insurance or a combination of both. Any remaining unallocated losses are absorbed by the MPF FHLBank.

Participating financial institutions are paid a credit enhancement fee for assuming credit risk, and in some instances all or a portion of the credit enhancement fee may be performance-based. An MPF FHLBank's losses incurred under the First Loss Account may be recovered by withholding future performance credit enhancement fees otherwise payable to the participating financial institutions. If at any time an FHLBank cancels all or a portion of its supplemental mortgage insurance policies, the participating financial institution no longer retains the portion of credit risk on the related mortgage loans purchased by an FHLBank. In those instances, an FHLBank holds additional retained earnings to protect against losses and no credit enhancement fees are paid to the participating financial institution.

At September 30, 2013 and December 31, 2012, the amounts of First Loss Account remaining to cover the losses under the MPF program were \$406 million and \$446 million. This balance excludes amounts that may be recovered through the recapture of performance-based credit enhancement fees. The FHLBanks record credit enhancement fees paid to the participating financial institutions as a reduction to mortgage interest income. Credit enhancement fees totaled \$6 million and \$7 million for the three months ended September 30, 2013 and 2012, and \$17 million and \$22 million for the nine months ended September 30, 2013 and 2012.

Unlike other MPF products, under the MPF Xtra product, participating financial institutions are not required to provide credit enhancement and do not receive credit enhancement fees. Loans sold to the FHLBank of Chicago under the MPF Xtra product are concurrently sold to Fannie Mae, as a third-party investor, and are not held on the participating FHLBank's statement of condition. (See [Note 16 - Commitments and Contingencies](#) for additional information.)

Mortgage Purchase Program. The conventional mortgage loans under the MPP are supported by a combination of primary mortgage insurance, supplemental mortgage insurance and Lender Risk Account, in addition to the associated property as collateral. The Lender Risk Account is funded by an FHLBank either upfront as a portion of the purchase proceeds or through a portion of the net interest remitted monthly by the borrower. The Lender Risk Account is a lender-specific account funded by an FHLBank in an amount approximately sufficient to cover expected losses on the pool of mortgages. The Lender Risk Account is recorded in other liabilities in the Combined Statement of Condition. To the extent available, Lender Risk Account funds are used to offset any losses that occur. Typically after five years, excess funds over required balances are distributed to the member in accordance with a step-down schedule that is established upon execution of a master commitment contract. The Lender Risk Account is released in accordance with the terms of the master commitment.

Table 9.6 - Changes in the MPP Lender Risk Account
(dollars in millions)

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2013	2012	2013	2012
Lender Risk Account, at beginning of period	\$ 151	\$ 121	\$ 138	\$ 100
Additions	8	13	28	46
Claims	(3)	(4)	(8)	(14)
Scheduled distributions	(1)	(1)	(3)	(3)
Lender Risk Account, at end of period	\$ 155	\$ 129	\$ 155	\$ 129

Troubled debt restructurings. A troubled debt restructuring is considered to have occurred when a concession is granted to a borrower for economic or legal reasons related to the borrower's financial difficulties and that concession would not have been considered otherwise. An FHLBank has granted a concession when it does not expect to collect all amounts due to the FHLBank under the original contract as a result of the restructuring. Loans outstanding as of September 30, 2013 and December 31, 2012 that are discharged in Chapter 7 bankruptcy and have not been reaffirmed by the borrowers are also considered to be troubled debt restructurings, except in cases where certain supplemental mortgage insurance policies are held or where all contractual amounts due are still expected to be collected as a result of certain credit enhancements or government guarantees.

The FHLBanks' MPF Loan troubled debt restructurings primarily involve modifying the borrower's monthly payment for a period of up to 36 months to achieve a housing expense ratio of no more than 31% of their qualifying monthly income. The outstanding principal balance is first re-amortized to reflect a principal and interest payment for a term not to exceed 40 years. This would result in a balloon payment at the original maturity date of the loan as the maturity date and the number of remaining monthly payments are not adjusted. If the 31% housing expense ratio is not achieved through re-amortization, the interest rate is reduced in 0.125% increments below the original note rate, to a floor rate of 3.00%, resulting in reduced

principal and interest payments, for the temporary payment modification period of up to 36 months, until the desired 31% housing expense ratio is met.

The FHLBanks' MPP Loan troubled debt restructurings primarily involve loans where an agreement permits the recapitalization of past due amounts up to the original loan amount. Under this type of modification, no other terms of the original loan are modified, including the borrower's original interest rate and contractual maturity.

An MPF or MPP Loan considered to be a troubled debt restructuring is individually evaluated for impairment when determining its related allowance for credit losses. Credit loss is measured by factoring in expected cash shortfalls (i.e., loss severity rate) incurred as of the reporting date as well as the economic loss attributable to delaying the original contractual principal and interest due dates, if applicable. Table 9.7 presents the recorded investment balances of performing and non-performing mortgage loans classified as troubled debt restructurings as of September 30, 2013 and December 31, 2012.

Table 9.7 - Performing and Non-Performing Troubled Debt Restructurings
(dollars in millions)

	September 30, 2013			December 31, 2012		
	Performing	Non-performing	Total	Performing	Non-performing	Total
Conventional MPP Loans	\$ 26	\$ 13	\$ 39	\$ 18	\$ 17	\$ 35
Conventional MPF Loans	51	49	100	43	14	57
Total	\$ 77	\$ 62	\$ 139	\$ 61	\$ 31	\$ 92

During the three and nine months ended September 30, 2013 and 2012, the FHLBanks had a limited number of troubled debt restructurings of mortgage loans. Table 9.8 presents the financial effect of the modifications for the three and nine months ended September 30, 2013 and 2012. The post-modification amounts represent the recorded investment as of the date the troubled debt restructuring was executed.

Table 9.8 - Troubled Debt Restructurings - Recorded Investment Balance at Modification Date
(dollars in millions)

Post-Modification(1)	Three Months Ended September 30,		Nine Months Ended September 30,	
	2013	2012	2013	2012
Conventional MPP Loans	\$ 2	\$ 2	\$ 10	\$ 15
Conventional MPF Loans	15	8	43	17
Total	\$ 17	\$ 10	\$ 53	\$ 32

(1) The pre-modification recorded investment in troubled debt restructurings was not materially different from the post-modification amount as there were no write-offs either due to principal forgiveness or direct write-offs during the three and nine months ended September 30, 2013 and 2012.

During the nine months ended September 30, 2013 and 2012, certain conventional MPF and MPP Loans modified as troubled debt restructurings within the previous twelve months experienced a payment default. A borrower is considered to have defaulted on a troubled debt restructuring if their contractually due principal or interest is 60 days or more past due at any time during the period presented. Table 9.9 presents the amount of these MPF and MPP Loans that subsequently defaulted.

Table 9.9 - Recorded Investment of Troubled Debt Restructurings that Subsequently Defaulted(1)
(dollars in millions)

	Nine Months Ended September 30,	
	2013	2012
Conventional MPP Loans	\$ 2	\$ 4
Conventional MPF Loans	25	9
Total	\$ 27	\$ 13

(1) For the purpose of this disclosure, only the initial default was included in Table 9.9; however, a loan can experience another payment default in a subsequent period.

Real Estate Owned. The FHLBanks had \$112 million and \$138 million of real estate owned recorded in other assets on the Combined Statement of Condition at September 30, 2013 and December 31, 2012.

Term Federal Funds Sold and Term Securities Purchased Under Agreements to Resell

These investments are generally short-term and their recorded balance approximates fair value. The FHLBanks invest in Federal funds with investment-grade counterparties that are only evaluated for purposes of a reserve for credit losses if the investment is not paid when due. All investments in Federal funds sold are unsecured and were repaid or expected to be repaid according to the contractual terms as of September 30, 2013 and December 31, 2012. Securities purchased under agreements to resell are considered collateralized financing arrangements and effectively represent short-term loans with investment-grade counterparties. The terms of these loans are structured such that if the market value of the underlying securities decreases below the market value required as collateral, the counterparty must place an equivalent amount of additional securities as collateral or remit an equivalent amount of cash; otherwise the dollar value of the resale agreement will be decreased accordingly. If an agreement to resell is deemed to be impaired, the difference between the fair value of the collateral and the amortized cost of the agreement is charged to earnings. Based upon the collateral held as security, the FHLBanks determined that no allowance for credit losses was needed for the securities purchased under agreements to resell at September 30, 2013 and December 31, 2012.

Note 10 - Derivatives and Hedging Activities

Nature of Business Activity

The FHLBanks are exposed to interest-rate risk primarily from the effect of interest rate changes on their interest-earning assets and their funding sources that finance these assets. The goal of each FHLBank's interest-rate risk management strategy is not to eliminate interest-rate risk, but to manage it within appropriate limits. To mitigate the risk of loss, each FHLBank has established policies and procedures, which include guidelines on the amount of exposure to interest rate changes it is willing to accept. In addition, each FHLBank monitors the risk to its interest income, net interest margin and average maturity of interest-earning assets and funding sources. (See *Note 11 - Derivatives and Hedging Activities* on pages F-44 to F-52 of the audited combined financial statements included in the Federal Home Loan Banks Combined Financial Report for the year ended December 31, 2012 for additional information on the FHLBanks' derivative transactions.)

Each FHLBank transacts most of its derivatives with large banks and major broker-dealers. Some of these banks and broker-dealers or their affiliates buy, sell, and distribute consolidated obligations. Over-the-counter derivative transactions may be either executed with a counterparty (bilateral derivatives) or cleared through a Futures Commission Merchant (i.e., clearing agent) with a Derivative Clearing Organization (cleared derivatives).

Once a derivative transaction has been accepted for clearing by a Derivative Clearing Organization (Clearinghouse), the derivative transaction is novated and the executing counterparty is replaced with the Clearinghouse. The Clearinghouse notifies the clearing agent of the required initial and variation margin and the clearing agent notifies the FHLBank of the required initial and variation margin. (See *Managing Credit Risk on Derivatives* for a more detailed discussion of cleared derivatives.) FHLBanks are not derivative dealers and do not trade derivatives for short-term profit.

Financial Statement Effect and Additional Financial Information

Derivative Notional Amounts. The notional amount of derivatives serves as a factor in determining periodic interest payments or cash flows received and paid. However, the notional amount of derivatives represents neither the actual amounts exchanged nor the overall exposure of the FHLBanks to credit and market risk. The risks of derivatives can be measured meaningfully on a portfolio basis that takes into account the counterparties, the types of derivatives, the items being hedged and any offsets between the derivatives and the items being hedged.

Table 10.1 presents the fair value of derivative instruments. For purposes of this disclosure, the derivative values include the fair value of derivatives and the related accrued interest.

Table 10.1 - Fair Value of Derivative Instruments
(dollars in millions)

	September 30, 2013		
	Notional Amount of Derivatives	Derivative Assets	Derivative Liabilities
Derivatives designated as hedging instruments			
Interest-rate swaps	\$ 402,922	\$ 3,260	\$ 11,729
Interest-rate caps or floors	282	—	3
Total derivatives in hedging relationships	<u>403,204</u>	<u>3,260</u>	<u>11,732</u>
Derivatives not designated as hedging instruments			
Interest-rate swaps	129,987	833	1,170
Interest-rate swaptions	5,565	66	—
Interest-rate caps or floors	27,763	270	37
Interest-rate futures or forwards	208	—	5
Mortgage delivery commitments	793	11	6
Other	410	5	4
Total derivatives not designated as hedging instruments	<u>164,726</u>	<u>1,185</u>	<u>1,222</u>
Total derivatives before netting and collateral adjustments	<u>\$ 567,930</u>	<u>4,445</u>	<u>12,954</u>
Netting adjustments		(3,463)	(3,463)
Cash collateral and related accrued interest		(495)	(7,415)
Total netting adjustments and cash collateral(1)		<u>(3,958)</u>	<u>(10,878)</u>
Total derivative assets and total derivative liabilities		<u>\$ 487</u>	<u>\$ 2,076</u>
	December 31, 2012		
	Notional Amount of Derivatives	Derivative Assets	Derivative Liabilities
Derivatives designated as hedging instruments			
Interest-rate swaps	\$ 398,541	\$ 4,352	\$ 15,901
Interest-rate caps or floors	285	—	4
Total derivatives in hedging relationships	<u>398,826</u>	<u>4,352</u>	<u>15,905</u>
Derivatives not designated as hedging instruments			
Interest-rate swaps	133,510	1,128	1,808
Interest-rate swaptions	8,740	160	—
Interest-rate caps or floors	32,058	298	30
Interest-rate futures or forwards	250	1	—
Mortgage delivery commitments	1,566	16	16
Other	530	8	7
Total derivatives not designated as hedging instruments	<u>176,654</u>	<u>1,611</u>	<u>1,861</u>
Total derivatives before netting and collateral adjustments	<u>\$ 575,480</u>	<u>5,963</u>	<u>17,766</u>
Netting adjustments		(4,874)	(4,874)
Cash collateral and related accrued interest		(274)	(10,348)
Total netting adjustments and cash collateral(1)		<u>(5,148)</u>	<u>(15,222)</u>
Total derivative assets and total derivative liabilities		<u>\$ 815</u>	<u>\$ 2,544</u>

(1) Amounts represent the application of the netting requirements that allow an FHLBank to settle positive and negative positions and also cash collateral and related accrued interest held or placed by that FHLBank with the same clearing agent and/or counterparty.

Table 10.2 presents the components of net gains (losses) on derivatives and hedging activities as presented in the Combined Statement of Income.

Table 10.2 - Net Gains (Losses) on Derivatives and Hedging Activities

(dollars in millions)

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2013	2012	2013	2012
Derivatives and hedged items in fair value hedging relationships				
Interest-rate swaps	\$ 34	\$ 41	\$ 174	\$ 150
Other	—	—	—	1
Total net gains related to fair value hedge ineffectiveness	34	41	174	151
Total net gains related to cash flow hedge ineffectiveness	1	—	4	2
Derivatives not designated as hedging instruments				
Economic hedges				
Interest-rate swaps	21	(38)	222	(54)
Interest-rate swaptions	(19)	6	(36)	22
Interest-rate caps or floors	(18)	(14)	(47)	(70)
Interest-rate futures or forwards	(2)	(6)	9	(19)
Net interest settlements	(11)	(14)	(4)	(76)
Other	—	(5)	—	(12)
Mortgage delivery commitments	6	21	(17)	46
Total net gains (losses) related to derivatives not designated as hedging instruments	(23)	(50)	127	(163)
Net gains (losses) on derivatives and hedging activities	\$ 12	\$ (9)	\$ 305	\$ (10)

Table 10.3 presents, by type of hedged item, the gains (losses) on derivatives and the related hedged items in fair value hedging relationships and the effect of those derivatives on the FHLBanks' net interest income.

Table 10.3 - Effect of Fair Value Hedge-Related Derivative Instruments

(dollars in millions)

Hedged Item Type	Three Months Ended September 30, 2013			
	Gains (Losses) on Derivatives	Gains (Losses) on Hedged Items	Net Fair Value Hedge Ineffectiveness	Net Effect of Derivatives on Net Interest Income(1)
Advances	\$ 215	\$ (180)	\$ 35	\$ (870)
Consolidated bonds	55	(63)	(8)	581
Available-for-sale securities	7	—	7	(141)
Total	\$ 277	\$ (243)	\$ 34	\$ (430)

Hedged Item Type	Three Months Ended September 30, 2012			
	Gains (Losses) on Derivatives	Gains (Losses) on Hedged Items	Net Fair Value Hedge Ineffectiveness	Net Effect of Derivatives on Net Interest Income(1)
Advances	\$ (115)	\$ 179	\$ 64	\$ (1,092)
Consolidated bonds	(44)	14	(30)	593
Available-for-sale securities	(94)	101	7	(124)
Total	\$ (253)	\$ 294	\$ 41	\$ (623)

Hedged Item Type	Nine Months Ended September 30, 2013			
	Gains (Losses) on Derivatives	Gains (Losses) on Hedged Items	Net Fair Value Hedge Ineffectiveness	Net Effect of Derivatives on Net Interest Income(1)
Advances	\$ 4,231	\$ (4,049)	\$ 182	\$ (2,674)
Consolidated bonds	(2,837)	2,800	(37)	1,818
Available-for-sale securities	825	(796)	29	(398)
Deposits	(1)	1	—	1
Total	\$ 2,218	\$ (2,044)	\$ 174	\$ (1,253)

Hedged Item Type	Nine Months Ended September 30, 2012			
	Gains (Losses) on Derivatives	Gains (Losses) on Hedged Items	Net Fair Value Hedge Ineffectiveness	Net Effect of Derivatives on Net Interest Income(1)
Advances	\$ 190	\$ (7)	\$ 183	\$ (3,500)
Consolidated bonds	(309)	250	(59)	1,909
Consolidated discount notes	—	(2)	(2)	1
Available-for-sale securities	(291)	319	28	(370)
Mortgage loans held for portfolio	1	—	1	(2)
Deposits	(1)	1	—	1
Total	\$ (410)	\$ 561	\$ 151	\$ (1,961)

(1) The net effect of derivatives on net interest income in fair value hedge relationships is included in the interest income or interest expense line item of the respective hedged item type. These amounts include the effect of net interest settlements attributable to designated fair value hedges but do not include \$(3) million and \$(19) million of amortization/accretion related to fair value hedging activities for the three months ended September 30, 2013 and 2012 and \$(26) million and \$(440) million for the nine months ended September 30, 2013 and 2012.

An FHLBank may also hedge a firm commitment for a forward-starting advance through the use of an interest-rate swap. In this case, the swap will function as the hedging instrument for both the firm commitment and the subsequent advance. The fair value change associated with the firm commitment will be recorded as a basis adjustment of the advance at the time the commitment is terminated and the advance is issued. The basis adjustment will then be amortized into interest income over the life of the advance. In addition, if a hedged firm commitment no longer qualifies as a fair value hedge, the hedge would be terminated and net gains and losses would be recognized in current-period earnings. There were no material amounts of gains and losses recognized due to disqualification of firm commitment hedges during the three and nine months ended September 30, 2013 and 2012.

Table 10.4 presents by type of hedged item in cash flow hedging relationships, the gains (losses) recognized in AOCI, the gains (losses) reclassified from AOCI into income, and the effect of those hedging activities on the FHLBanks' net gains (losses) on derivatives and hedging activities on the Combined Statement of Income. (See the [Combined Statement of Comprehensive Income](#) for more details on the effect of cash flow hedges on AOCI.)

Table 10.4 - Effect of Cash Flow Hedge-Related Derivative Instruments
(dollars in millions)

Derivatives and Hedged Items in Cash Flow Hedging Relationships(1)	Three Months Ended September 30, 2013			
	Amount of Gains (Losses) Recognized in AOCI on Derivative (Effective Portion)	Location of Gains (Losses) Reclassified from AOCI into Income (Effective Portion)	Amount of Gains (Losses) Reclassified from AOCI into Income (Effective Portion)	Amount of Gains Recognized in Net Gains (Losses) on Derivatives and Hedging Activities (Ineffective Portion)
Interest-rate swaps				
Consolidated bonds	\$ (7)	Interest expense	\$ (1)	\$ —
Consolidated discount notes	23	Interest expense	(1)	1
Interest-rate caps or floors				
Advances	—	Interest income	2	—
Total	\$ 16		\$ —	\$ 1

Derivatives and Hedged Items in Cash Flow Hedging Relationships(1)	Three Months Ended September 30, 2012			
	Amount of Gains (Losses) Recognized in AOCI on Derivative (Effective Portion)	Location of Gains (Losses) Reclassified from AOCI into Income (Effective Portion)	Amount of Gains (Losses) Reclassified from AOCI into Income (Effective Portion)	Amount of Gains Recognized in Net Gains (Losses) on Derivatives and Hedging Activities (Ineffective Portion)
Interest-rate swaps				
Consolidated bonds	\$ (11)	Interest expense	\$ (2)	\$ —
Consolidated discount notes	(44)	Interest expense	(1)	—
Interest-rate caps or floors				
Advances	—	Interest income	3	—
Consolidated discount notes	—	Interest expense	(1)	—
Total	\$ (55)		\$ (1)	\$ —

Derivatives and Hedged Items in Cash Flow Hedging Relationships(1)	Nine Months Ended September 30, 2013			
	Amount of Gains (Losses) Recognized in AOCI on Derivative (Effective Portion)	Location of Gains (Losses) Reclassified from AOCI into Income (Effective Portion)	Amount of Gains (Losses) Reclassified from AOCI into Income (Effective Portion)	Amount of Gains Recognized in Net Gains (Losses) on Derivatives and Hedging Activities (Ineffective Portion)
Interest-rate swaps				
Consolidated bonds	\$ 11	Interest expense	\$ (4)	\$ —
Consolidated discount notes	423	Interest expense	(2)	4
Interest-rate caps or floors				
Advances	—	Interest income	9	—
Consolidated discount notes	—	Interest expense	(1)	—
Total	\$ 434		\$ 2	\$ 4

Derivatives and Hedged Items in Cash Flow Hedging Relationships(1)	Nine Months Ended September 30, 2012			
	Amount of Gains (Losses) Recognized in AOCI on Derivative (Effective Portion)	Location of Gains (Losses) Reclassified from AOCI into Income (Effective Portion)	Amount of Gains (Losses) Reclassified from AOCI into Income (Effective Portion)	Amount of Gains Recognized in Net Gains (Losses) on Derivatives and Hedging Activities (Ineffective Portion)
Interest-rate swaps				
Consolidated bonds	\$ (35)	Interest expense	\$ (7)	\$ —
Consolidated discount notes	(127)	Interest expense	(3)	2
Interest-rate caps or floors				
Advances	—	Interest income	11	—
Consolidated discount notes	—	Interest expense	(5)	—
Total	\$ (162)		\$ (4)	\$ 2

(1) Table 10.4 does not include \$(74) million and \$(75) million for the effect of net interest settlements attributable to open cash flow hedges on net interest income for the three months ended September 30, 2013 and 2012 and \$(223) million and \$(222) million for the nine months ended September 30, 2013 and 2012.

For the three and nine months ended September 30, 2013 and 2012, no material amounts were reclassified from AOCI into earnings as a result of discontinued cash flow hedges because the original forecasted transactions occurred by the end of the originally specified time period or within a two-month period thereafter. At September 30, 2013, \$3 million of deferred net gains on derivative instruments in AOCI is expected to be reclassified to earnings during the next twelve months. The maximum length of time over which the FHLBanks are hedging their exposure to the variability in future cash flows for forecasted transactions, excluding those forecasted transactions related to the payment of variable interest on existing financial instruments, is generally no more than six months. However, certain FHLBanks hedge the risk of variability of cash flows associated with forecasted future consolidated obligation issuances up to a maximum of fifteen years.

Managing Credit Risk on Derivatives

Each FHLBank is subject to credit risk due to the risk of nonperformance by counterparties to its derivative transactions, and manages credit risk through credit analysis, collateral requirements and adherence to the requirements set forth in its policies, U.S. Commodity Futures Trading Commission regulations, and FHFA regulations. For bilateral derivatives, the degree of credit risk depends on the extent to which master netting arrangements are included in such contracts to mitigate the risk. Each FHLBank requires collateral agreements with collateral delivery thresholds on the majority of its bilateral derivatives. Additionally, collateral related to derivatives with member institutions includes collateral assigned to an FHLBank, as evidenced by a written security agreement and held by the member institution for the benefit of that FHLBank.

For cleared derivatives, the Clearinghouse is an FHLBank's counterparty. The requirement that an FHLBank post initial and variation margin through the clearing agent, to the Clearinghouse, exposes an FHLBank to institutional credit risk if the clearing agent or the Clearinghouse fails to meet its obligations. The use of cleared derivatives is intended to mitigate credit risk exposure because a central counterparty is substituted for individual counterparties and collateral is posted daily, through a clearing agent, for changes in the value of cleared derivatives.

Each FHLBank has analyzed the enforceability of offsetting rights incorporated in its cleared derivative transactions and determined that the exercise of those offsetting rights by a non-defaulting party under these transactions should be upheld under applicable law upon an event of default including a bankruptcy, insolvency or similar proceeding involving the Clearinghouse or that FHLBank's clearing agent, or both. Based on this analysis, each FHLBank presents a net derivative receivable or payable for all of its transactions through a particular clearing agent with a particular Clearinghouse.

Certain of the FHLBanks' bilateral derivative instruments contain provisions that require an FHLBank to post additional collateral with its counterparties if there is deterioration in that FHLBank's credit rating. If an FHLBank's credit rating is lowered by a nationally recognized statistical rating organization, that FHLBank may be required to deliver additional collateral on bilateral derivative instruments in net liability positions. The aggregate fair value of all bilateral derivative instruments with credit-risk-related contingent features that were in a net liability position (before cash collateral and related accrued interest) at September 30, 2013 was \$7.7 billion, for which the FHLBanks have posted collateral with a fair value of \$6.4 billion in the normal course of business. If each FHLBank's credit rating had been lowered from its current rating to the next lower rating that would have triggered additional collateral to be delivered, the FHLBanks would have been required to deliver an additional \$0.7 billion of collateral at fair value to their derivatives counterparties at September 30, 2013.

Offsetting of Derivative Assets and Derivative Liabilities

An FHLBank presents derivative instruments, related cash collateral, including initial and variation margin, received or pledged and associated accrued interest, on a net basis by clearing agent and/or by counterparty when it has met the netting requirements.

Table 10.5 presents separately the fair value of derivative instruments meeting or not meeting netting requirements, including the related collateral received from or pledged to counterparties.

Table 10.5 - Offsetting of Derivative Assets and Derivative Liabilities
(dollars in millions)

	September 30, 2013		December 31, 2012	
	Derivative Assets	Derivative Liabilities	Derivative Assets	Derivative Liabilities
Derivative instruments meeting netting requirements				
Gross recognized amount				
Bilateral derivatives	\$ 4,393	\$ 12,801	\$ 5,947	\$ 17,750
Cleared derivatives	41	143	—	—
Total gross recognized amount	4,434	12,944	5,947	17,750
Gross amounts of netting adjustments and cash collateral				
Bilateral derivatives	(4,105)	(10,735)	(5,148)	(15,222)
Cleared derivatives	147	(143)	—	—
Total gross amounts of netting adjustments and cash collateral	(3,958)	(10,878)	(5,148)	(15,222)
Net amounts after netting adjustments and cash collateral				
Bilateral derivatives	288	2,066	799	2,528
Cleared derivatives	188	—	—	—
Total net amounts after netting adjustments and cash collateral	476	2,066	799	2,528
Derivative instruments not meeting netting requirements(1)				
Bilateral derivatives	11	10	16	16
Total derivative instruments not meeting netting requirements(1)	11	10	16	16
Total derivative assets and total derivative liabilities				
Bilateral derivatives	299	2,076	815	2,544
Cleared derivatives	188	—	—	—
Total derivative assets and total derivative liabilities presented in the Combined Statement of Condition	487	2,076	815	2,544
Non-cash collateral received or pledged not offset				
Can be sold or repledged				
Bilateral derivatives	151	128	525	117
Total can be sold or repledged	151	128	525	117
Cannot be sold or repledged				
Bilateral derivatives	75	449	137	931
Total cannot be sold or repledged	75	449	137	931
Net unsecured amount(2)				
Bilateral derivatives	73	1,499	153	1,496
Cleared derivatives	188	—	—	—
Total net unsecured amount(2)	\$ 261	\$ 1,499	\$ 153	\$ 1,496

(1) Represents derivatives that are not subject to an enforceable netting agreement (e.g., mortgage delivery commitments and certain interest-rate futures or forwards).

(2) Any overcollateralization at an FHLBank's individual clearing agent and/or counterparty level is not included in the determination of the net unsecured amount. At September 30, 2013 and December 31, 2012, the FHLBanks had additional net credit exposure of \$7 million and \$18 million due to instances where an FHLBank's non-cash collateral to a counterparty exceeded the FHLBank's net derivative liability position.

Note 11 - Deposits

The FHLBanks offer demand and overnight deposits to members and qualifying non-members. In addition, the FHLBanks offer short-term interest-bearing deposit programs to members. A member that services mortgage loans may deposit in its FHLBank funds collected in connection with the mortgage loans, pending disbursement of these funds to the owners of the mortgage loans. The FHLBanks classify these items as other deposits.

Table 11.1 - Deposits
(dollars in millions)

	September 30, 2013	December 31, 2012
Interest-bearing		
Demand and overnight	\$ 9,150	\$ 11,009
Term	424	712
Other	322	439
Total interest-bearing	<u>9,896</u>	<u>12,160</u>
Non-interest-bearing		
Demand and overnight	432	1,337
Other	129	224
Total non-interest-bearing	<u>561</u>	<u>1,561</u>
Total deposits	<u>\$ 10,457</u>	<u>\$ 13,721</u>

Note 12 - Consolidated Obligations

Consolidated obligations consist of consolidated bonds and consolidated discount notes. The FHLBanks issue consolidated obligations through the Office of Finance as their agent. In connection with each debt issuance, an FHLBank specifies the amount of debt it wants issued on its behalf. The Office of Finance tracks the amount of debt issued on behalf of each FHLBank. In addition, each FHLBank separately tracks and records as a liability its specific portion of consolidated obligations for which it is the primary obligor.

The FHFA and the U.S. Secretary of the Treasury have oversight over the issuance of FHLBank debt through the Office of Finance. Consolidated bonds are issued primarily to raise intermediate- and long-term funds for the FHLBanks and are not subject to any statutory or regulatory limits on their maturity. Consolidated discount notes are issued primarily to raise short-term funds and have original maturities of up to one year. These notes sell at or below their face value and are redeemed at par when they mature.

Table 12.1 - Consolidated Bonds Outstanding by Contractual Maturity
(dollars in millions)

Year of Contractual Maturity	September 30, 2013		December 31, 2012	
	Amount	Weighted-Average Interest Rate	Amount	Weighted-Average Interest Rate
Due in 1 year or less	\$ 235,730	0.68%	\$ 238,921	0.96%
Due after 1 year through 2 years	55,588	1.23%	72,801	1.51%
Due after 2 years through 3 years	40,283	2.00%	34,192	2.02%
Due after 3 years through 4 years	28,843	2.56%	23,982	3.40%
Due after 4 years through 5 years	36,650	1.94%	30,038	2.46%
Thereafter	87,137	2.29%	70,069	2.54%
Index-amortizing notes	955	4.72%	1,362	4.68%
Total par value	<u>485,186</u>	1.36%	<u>471,365</u>	1.59%
Net premiums	554		639	
Hedging adjustments	896		3,798	
Fair value option valuation adjustments	(88)		54	
Total	<u>\$ 486,548</u>		<u>\$ 475,856</u>	

Table 12.2 - Consolidated Discount Notes Outstanding
(dollars in millions)

	Book Value	Par Value	Weighted-Average Interest Rate(1)
September 30, 2013	\$ 235,180	\$ 235,210	0.06%
December 31, 2012	\$ 216,282	\$ 216,335	0.12%

(1) Represents yield to maturity excluding concession fees.

Consolidated obligations outstanding were issued with either fixed-rate coupon payment terms or variable-rate coupon payment terms that may use a variety of indices for interest-rate resets, including the federal funds effective rate, LIBOR and others. To meet the specific needs of certain investors in consolidated obligations, both fixed-rate consolidated bonds and variable-rate consolidated bonds may contain features that result in complex coupon payment terms and call options. When such consolidated obligations are issued, an FHLBank typically enters into derivatives containing features that offset the terms and embedded options, if any, of the consolidated bond obligations.

Table 12.3 - Consolidated Bonds Outstanding by Call Features
(dollars in millions)

Par Values of Consolidated Bonds	September 30, 2013	December 31, 2012
Non-callable/non-puttable	\$ 363,218	\$ 391,334
Callable	121,968	80,031
Total par value	\$ 485,186	\$ 471,365

Table 12.4 - Consolidated Bonds Outstanding by Contractual Maturity or Next Call Date
(dollars in millions)

Year of Contractual Maturity or Next Call Date	September 30, 2013	December 31, 2012
Due in 1 year or less	\$ 341,561	\$ 309,977
Due after 1 year through 2 years	54,298	68,872
Due after 2 years through 3 years	30,105	29,494
Due after 3 years through 4 years	21,727	21,145
Due after 4 years through 5 years	14,012	20,073
Thereafter	22,528	20,442
Index-amortizing notes	955	1,362
Total par value	\$ 485,186	\$ 471,365

Note 13 - Capital

The Gramm-Leach-Bliley Act of 1999 (GLB Act) amended the FHLBank Act to require each FHLBank to adopt a capital plan and convert to a new capital structure. As of September 30, 2013, all of the FHLBanks had implemented their respective capital plans. Each conversion was considered a capital transaction and was accounted for at par value. Each FHLBank is subject to three capital requirements under its capital plan and the FHFA rules and regulations. Regulatory capital does not include AOCI, but does include mandatorily redeemable capital stock.

1. **Risk-based capital.** Each FHLBank must maintain at all times permanent capital, defined as Class B stock and retained earnings, in an amount at least equal to the sum of its credit risk, market risk, and operations risk capital requirements, all of which are calculated in accordance with the rules and regulations of the FHFA.
2. **Total regulatory capital.** Each FHLBank is required to maintain at all times a total capital-to-assets ratio of at least four percent. Total regulatory capital is the sum of permanent capital, Class A stock, any general loss allowance, if consistent with GAAP and not established for specific assets, and other amounts from sources determined by the FHFA as available to absorb losses.
3. **Leverage capital.** Each FHLBank is required to maintain at all times a leverage capital-to-assets ratio of at least five percent. Leverage capital is defined as the sum of permanent capital weighted 1.5 times and all other capital without a weighting factor.

The FHFA may require an FHLBank to maintain greater minimum capital levels than is required based on FHFA rules and regulations.

At September 30, 2013, combined regulatory capital was \$49.9 billion, compared to \$51.0 billion at December 31, 2012. At September 30, 2013, each FHLBank was in compliance with its regulatory capital rules. On October 25, 2010, the FHLBank of Seattle entered into a Consent Arrangement with the FHFA, which will remain in effect until modified or terminated by the FHFA. (See *Note 17 - Capital* on pages F-62 to F-64 of the audited combined financial statements included in the Federal Home Loan Banks Combined Financial Report for the year ended December 31, 2012 for additional information on the FHLBank of Seattle Capital Classification and Consent Arrangement.)

Table 13.1 - Risk-Based Capital Requirements at September 30, 2013
(dollars in millions)

FHLBank	Risk-Based Capital Requirement	Actual Risk-Based Capital
Boston	\$ 701	\$ 4,124
New York	632	6,470
Pittsburgh	1,061	3,140
Atlanta	2,167	5,955
Cincinnati	640	5,426
Indianapolis	744	2,625
Chicago	1,489	3,559
Des Moines	659	3,359
Dallas	454	1,809
Topeka	437	1,407
San Francisco	4,010	8,486
Seattle	1,319	2,853

Table 13.2 - Regulatory Capital Requirements at September 30, 2013
(dollars in millions)

FHLBank	Minimum Regulatory Capital Ratio Requirement	Minimum Regulatory Capital Requirement	Actual Regulatory Capital Ratio	Actual Regulatory Capital
Boston	4.0%	\$ 1,589	10.4%	\$ 4,124
New York	4.0%	4,855	5.3%	6,470
Pittsburgh	4.0%	2,463	5.1%	3,140
Atlanta	4.0%	4,483	5.3%	5,955
Cincinnati	4.0%	3,863	5.6%	5,426
Indianapolis	4.0%	1,583	6.6%	2,625
Chicago	4.0%	2,445	5.8%	3,559
Des Moines	4.0%	2,603	5.2%	3,359
Dallas	4.0%	1,253	5.8%	1,809
Topeka	4.0%	1,446	5.1%	1,840
San Francisco	4.0%	3,506	9.7%	8,486
Seattle	4.0%	1,490	8.0%	2,968

Table 13.3 - Leverage Capital Requirements at September 30, 2013*(dollars in millions)*

FHLBank	Minimum Leverage Capital Ratio Requirement	Minimum Leverage Capital Requirement	Actual Leverage Capital Ratio	Actual Leverage Capital
Boston	5.0%	\$ 1,986	15.6%	\$ 6,186
New York	5.0%	6,069	8.0%	9,704
Pittsburgh	5.0%	3,078	7.7%	4,710
Atlanta	5.0%	5,603	8.0%	8,932
Cincinnati	5.0%	4,829	8.4%	8,139
Indianapolis	5.0%	1,979	10.0%	3,939
Chicago	5.0%	3,056	8.7%	5,339
Des Moines	5.0%	3,253	7.7%	5,039
Dallas	5.0%	1,566	8.7%	2,713
Topeka	5.0%	1,807	7.0%	2,543
San Francisco	5.0%	4,383	14.5%	12,730
Seattle	5.0%	1,862	11.8%	4,395

The GLB Act amendments made FHLBank membership voluntary for all members. Members can redeem Class A stock by giving six months written notice, and members can redeem Class B stock by giving five years written notice, subject to certain restrictions. Any member that withdraws from membership may not be readmitted to membership in any FHLBank until five years from the divestiture date for all capital stock that is held as a condition of membership, as that requirement is set out in an FHLBank's capital plan, unless the institution has canceled its notice of withdrawal prior to that date, before being readmitted to membership in any FHLBank. This restriction does not apply if the member is transferring its membership from one FHLBank to another on an uninterrupted basis.

An FHLBank's board of directors may declare and pay dividends in either cash or capital stock, assuming the FHLBank is in compliance with FHFA rules. Until the FHFA determines that the FHLBank of Seattle has met all requirements of the Consent Arrangement, the FHLBank of Seattle is required to obtain prior written approval from the FHFA for any dividends.

Restricted Retained Earnings

The Joint Capital Enhancement Agreement, as amended (Capital Agreement), is intended to enhance the capital position of each FHLBank. The Capital Agreement provides that each FHLBank will allocate 20% of its net income each quarter to a separate restricted retained earnings account until the balance of that account equals at least one percent of that FHLBank's average balance of outstanding consolidated obligations for the previous quarter. These restricted retained earnings are not available to pay dividends.

The FHLBank of San Francisco's Excess Stock Repurchase, Retained Earnings, and Dividend Framework establishes amounts to be retained in restricted retained earnings, which are not made available for dividends in the current dividend period. These amounts are not related to the Capital Agreement; however, they are also classified as restricted retained earnings on the Combined Statement of Condition. The FHLBank of San Francisco retains in restricted retained earnings any cumulative net gains in earnings (net of applicable assessments) resulting from gains or losses on derivatives and associated hedged items and financial instruments carried at fair value (valuation adjustments). In addition to any cumulative net gains resulting from valuation adjustments, the FHLBank of San Francisco holds a targeted amount in restricted retained earnings intended to protect paid-in capital from the effects of an extremely adverse credit, operations risk or market event.

Table 13.4 presents the components of retained earnings, including the restricted amounts related to the Capital Agreement and the restricted amounts related to the FHLBank of San Francisco's retained earnings and dividend policy.

Table 13.4 - Retained Earnings
(dollars in millions)

	Unrestricted Retained Earnings	Capital Agreement Restricted Retained Earnings	Other Restricted Retained Earnings(1)	Total Restricted Retained Earnings	Total Retained Earnings
Balance, December 31, 2011	\$ 6,603	\$ 200	\$ 1,774	\$ 1,974	\$ 8,577
Net income	1,460	389	96	485	1,945
Dividends on capital stock					
Cash	(433)	—	—	—	(433)
Stock	(27)	—	—	—	(27)
Balance, September 30, 2012	\$ 7,603	\$ 589	\$ 1,870	\$ 2,459	\$ 10,062
Balance, December 31, 2012	\$ 7,935	\$ 716	\$ 1,873	\$ 2,589	\$ 10,524
Net income	1,475	363	9	372	1,847
Dividends on capital stock					
Cash	(577)	—	—	—	(577)
Stock	(28)	—	—	—	(28)
Balance, September 30, 2013	\$ 8,805	\$ 1,079	\$ 1,882	\$ 2,961	\$ 11,766

(1) Represents retained earnings restricted by the FHLBank of San Francisco's Excess Stock Repurchase, Retained Earnings, and Dividend Framework related to valuation adjustments and the retained earnings targeted buildup.

Mandatorily Redeemable Capital Stock

Each FHLBank is a cooperative whose member financial institutions and former members own all of the FHLBank's capital stock. Shares of capital stock cannot be purchased or sold except between an FHLBank and its members at its \$100 per share par value, as mandated by each FHLBank's capital plan.

An FHLBank generally reclassifies capital stock subject to redemption from capital to the mandatorily redeemable capital stock liability upon expiration of a grace period, if applicable, after a member exercises a written redemption right, or gives notice of intent to withdraw from membership, or attains non-member status by merger or acquisition, relocation, charter termination, or involuntary termination from membership. Shares of capital stock meeting these definitions are reclassified to mandatorily redeemable capital stock at fair value. Dividends related to capital stock classified as mandatorily redeemable capital stock are accrued at the expected dividend rate and reported as interest expense in the Combined Statement of Income. For the three months ended September 30, 2013 and 2012, dividends on mandatorily redeemable capital stock in the amount of \$53 million and \$15 million were recorded as interest expense. For the nine months ended September 30, 2013 and 2012, dividends on mandatorily redeemable capital stock in the amount of \$124 million and \$46 million were recorded as interest expense.

A member may cancel or revoke its written notice of redemption or its notice of withdrawal from membership prior to the end of the applicable redemption period. Each FHLBank's capital plan provides the terms for cancellation fees that may be incurred by the member upon such cancellation.

Excess Capital Stock

Excess capital stock is defined as the amount of stock held by a member (or former member) in excess of that institution's minimum investment requirement. FHFA rules limit the ability of an FHLBank to create member excess capital stock under certain circumstances. An FHLBank may not pay dividends in the form of capital stock or issue new excess capital stock to members if that FHLBank's excess capital stock exceeds one percent of its total assets or if the issuance of excess capital stock would cause that FHLBank's excess capital stock to exceed one percent of its total assets. At September 30, 2013, each of the FHLBanks of Boston, Cincinnati, Indianapolis, San Francisco and Seattle had excess capital stock outstanding totaling more than one percent of its total assets. For the three and nine months ended September 30, 2013, each of these FHLBanks complied with the excess capital stock rule.

Capital Classification Determination

The FHFA has implemented the prompt corrective action provisions of the Housing Act. The FHFA rule defined four capital classifications for the FHLBanks: adequately capitalized, undercapitalized, significantly undercapitalized, and critically undercapitalized, and the FHFA issued a regulation implementing the prompt corrective action provisions that apply to FHLBanks that are not deemed to be adequately capitalized. The FHFA determines each FHLBank's capital classification on at least a quarterly basis. If an FHLBank is determined to be other than adequately capitalized, that FHLBank becomes subject to additional supervisory authority by the FHFA. Before implementing a reclassification, the Director of the FHFA is required to provide that FHLBank with written notice of the proposed action and an opportunity to submit a response.

Note 14 - Accumulated Other Comprehensive Income (Loss)

Table 14.1 presents a summary of changes in accumulated other comprehensive income (loss) for the three and nine months ended September 30, 2013 and 2012.

Table 14.1 - Accumulated Other Comprehensive Income (Loss)

(dollars in millions)

	Three Months Ended September 30,						
	Net Unrealized Gains (Losses) on AFS Securities (Note 4)	Net Unrealized Gains (Losses) on HTM Securities Transferred from AFS Securities	Net Non-Credit Portion of OTTI Losses on AFS Securities (Notes 4 and 6)	Net Non-Credit Portion of OTTI Losses on HTM Securities (Notes 5 and 6)	Net Unrealized Gains (Losses) Relating to Hedging Activities (Note 10)	Pension and Postretirement Benefits	Total Accumulated Other Comprehensive Income (Loss)
Balance, June 30, 2012	\$ 1,481	\$ (3)	\$ (2,495)	\$ (1,023)	\$ (1,302)	\$ (67)	\$ (3,409)
Other comprehensive income (loss)	340	—	1,004	44	(54)	(2)	1,332
Balance, September 30, 2012	<u>\$ 1,821</u>	<u>\$ (3)</u>	<u>\$ (1,491)</u>	<u>\$ (979)</u>	<u>\$ (1,356)</u>	<u>\$ (69)</u>	<u>\$ (2,077)</u>
Balance, June 30, 2013	\$ 1,164	\$ (2)	\$ (242)	\$ (864)	\$ (868)	\$ (82)	\$ (894)
Other comprehensive income (loss) before reclassification							
Net unrealized gains (losses)	(64)	—	28	—	16	—	(20)
Non-credit OTTI losses	—	—	—	(1)	—	—	(1)
Non-credit OTTI losses transferred	—	—	(1)	1	—	—	—
Net change in fair value	—	—	71	—	—	—	71
Accretion of non-credit loss	—	—	—	37	—	—	37
Reclassifications from other comprehensive income (loss) to net income							
Net gains (losses) on securities	(1)	1	—	—	—	—	—
Non-credit OTTI to credit OTTI	—	—	1	1	—	—	2
Amortization on hedging activities(1)	—	—	—	—	(1)	—	(1)
Amortization - pension and postretirement	—	—	—	—	—	5	5
Net current period other comprehensive income (loss)	<u>(65)</u>	<u>1</u>	<u>99</u>	<u>38</u>	<u>15</u>	<u>5</u>	<u>93</u>
Balance, September 30, 2013	<u>\$ 1,099</u>	<u>\$ (1)</u>	<u>\$ (143)</u>	<u>\$ (826)</u>	<u>\$ (853)</u>	<u>\$ (77)</u>	<u>\$ (801)</u>

Nine Months Ended September 30,

	Net Unrealized Gains (Losses) on AFS Securities (Note 4)	Net Unrealized Gains (Losses) on HTM Securities Transferred from AFS Securities	Net Non-Credit Portion of OTTI Losses on AFS Securities (Notes 4 and 6)	Net Non-Credit Portion of OTTI Losses on HTM Securities (Notes 5 and 6)	Net Unrealized Gains (Losses) Relating to Hedging Activities (Note 10)	Pension and Postretirement Benefits	Total Accumulated Other Comprehensive Income (Loss)
Balance, December 31, 2011	\$ 1,255	\$ (5)	\$ (3,157)	\$ (1,125)	\$ (1,196)	\$ (70)	\$ (4,298)
Other comprehensive income (loss)	566	2	1,666	146	(160)	1	2,221
Balance, September 30, 2012	<u>\$ 1,821</u>	<u>\$ (3)</u>	<u>\$ (1,491)</u>	<u>\$ (979)</u>	<u>\$ (1,356)</u>	<u>\$ (69)</u>	<u>\$ (2,077)</u>
Balance, December 31, 2012	\$ 1,814	\$ (3)	\$ (1,011)	\$ (945)	\$ (1,281)	\$ (84)	\$ (1,510)
Other comprehensive income (loss) before reclassification							
Net unrealized gains (losses)	(712)	—	206	—	434	—	(72)
Non-credit OTTI losses	—	—	—	(5)	—	—	(5)
Non-credit OTTI losses transferred	—	—	(5)	5	—	—	—
Net change in fair value	—	—	684	—	—	—	684
Accretion of non-credit loss	—	—	—	117	—	—	117
Reclassifications from other comprehensive income (loss) to net income							
Net gains (losses) on securities	(3)	2	(18)	—	—	—	(19)
Non-credit OTTI to credit OTTI	—	—	1	2	—	—	3
Amortization on hedging activities(1)	—	—	—	—	(6)	—	(6)
Amortization - pension and postretirement	—	—	—	—	—	7	7
Net current period other comprehensive income (loss)	(715)	2	868	119	428	7	709
Balance, September 30, 2013	<u>\$ 1,099</u>	<u>\$ (1)</u>	<u>\$ (143)</u>	<u>\$ (826)</u>	<u>\$ (853)</u>	<u>\$ (77)</u>	<u>\$ (801)</u>

(1) Amortization on hedging activities consists of amortization to:

	September 30, 2013	
	Three Months Ended	Nine Months Ended
Interest income - Advances	\$ 2	\$ 9
Interest expense - Consolidated bonds	(1)	(4)
Interest expense - Consolidated discount notes	(1)	(3)
Net gains (losses) on derivatives and hedge activities	1	4
Total amortization on hedging activities	<u>\$ 1</u>	<u>\$ 6</u>

Note 15 - Fair Value

The fair value amounts recorded on the Combined Statement of Condition and presented in the note disclosures for the periods presented have been determined by the FHLBanks using available market and other pertinent information and reflect each FHLBank's best judgment of appropriate valuation methods. Although each FHLBank uses its best judgment in estimating the fair value of its financial instruments, there are inherent limitations in any valuation technique. Therefore, the fair values may not be indicative of the amounts that would have been realized in market transactions at September 30, 2013 and December 31, 2012.

Fair Value Hierarchy

The FHLBanks record trading securities, available-for-sale securities, derivative assets, derivative liabilities, certain advances, certain consolidated obligations and certain other assets and liabilities at fair value on a recurring basis and on occasion, certain private-label MBS and certain other assets on a non-recurring basis. The fair value hierarchy requires an entity to maximize the use of observable inputs and minimize the use of unobservable inputs when measuring fair value. The inputs are evaluated and an overall level for the fair value measurement is determined. This overall level is an indication of market observability of the fair value measurement for the asset or liability. An entity must disclose the level within the fair value hierarchy in which the measurements are classified.

The fair value hierarchy prioritizes the inputs used to measure fair value into three broad levels:

- **Level 1 Inputs.** Quoted prices (unadjusted) for identical assets or liabilities in an active market that the reporting entity can access on the measurement date.
- **Level 2 Inputs.** Inputs other than quoted prices within Level 1 that are observable inputs for the asset or liability, either directly or indirectly. If the asset or liability has a specified or contractual term, a Level 2 input must be observable for substantially the full term of the asset or liability. Level 2 inputs include the following: (1) quoted prices for similar assets or liabilities in active markets; (2) quoted prices for identical or similar assets or liabilities in markets that are not active; (3) inputs other than quoted prices that are observable for the asset or liability (e.g., interest rates and yield curves that are observable at commonly quoted intervals, and implied volatilities); and (4) inputs that are derived principally from or corroborated by observable market data by correlation or other means.
- **Level 3 Inputs.** Unobservable inputs for the asset or liability.

Each FHLBank reviews its fair value hierarchy classifications on a quarterly basis. Changes in the observability of the valuation inputs may result in a reclassification of certain assets or liabilities. These reclassifications are reported as transfers in/out at fair value as of the beginning of the quarter in which the changes occur.

The FHLBank of Indianapolis classified six private-label residential MBS it sold on April 4, 2013 within the fair value hierarchy as Level 2, as of March 31, 2013, because the estimated fair values were derived from and corroborated by the sales prices in actual market transactions. The total fair value of these six private-label residential MBS that the FHLBank of Indianapolis transferred from Level 3 to Level 2 was \$124 million as of January 1, 2013, the beginning of the quarter in which the transfer occurred. The FHLBanks had no other transfers of assets or liabilities recorded at fair value on a recurring basis during the three and nine months ended September 30, 2013 or 2012.

Table 15.1 presents the carrying value, fair value and fair value hierarchy of financial assets and liabilities of the FHLBanks at September 30, 2013 and December 31, 2012. These values do not represent an estimate of the overall market value of the FHLBanks as going concerns, which would take into account future business opportunities and the net profitability of assets and liabilities.

Table 15.1 - Fair Value Summary
(dollars in millions)

Financial Instruments	September 30, 2013					
	Carrying Value	Fair Value				Netting Adjustment and Cash Collateral(1)
		Total	Level 1	Level 2	Level 3	
Assets						
Cash and due from banks	\$ 34,094	\$ 34,094	\$ 34,094	\$ —	\$ —	\$ —
Interest-bearing deposits	1,008	1,008	—	1,008	—	—
Securities purchased under agreements to resell	17,600	17,600	—	17,600	—	—
Federal funds sold	32,883	32,883	—	32,883	—	—
Trading securities	10,879	10,879	13	10,866	—	—
Available-for-sale securities	67,221	67,221	12	54,618	12,591	—
Held-to-maturity securities	112,736	114,146	—	102,745	11,401	—
Advances(2)	465,110	465,229	—	465,229	—	—
Mortgage loans held for portfolio, net	45,170	46,797	—	46,457	340	—
Accrued interest receivable	1,140	1,140	—	1,140	—	—
Derivative assets, net	487	487	—	4,426	19	(3,958)
Other assets	64	64	59	5	—	—
Liabilities						
Deposits	10,457	10,457	—	10,457	—	—
Consolidated obligations						
Discount notes(3)	235,180	235,181	—	235,181	—	—
Bonds(4)	486,548	488,292	—	488,223	69	—
Total consolidated obligations	721,728	723,473	—	723,404	69	—
Mandatorily redeemable capital stock	5,812	5,812	5,812	—	—	—
Accrued interest payable	1,621	1,621	—	1,621	—	—
Derivative liabilities, net	2,076	2,076	1	12,953	—	(10,878)
Other liabilities	93	93	93	—	—	—
Subordinated notes	1,000	1,125	—	1,125	—	—

December 31, 2012

Financial Instruments	Carrying Value	Fair Value				Netting Adjustment and Cash Collateral(1)
		Total	Level 1	Level 2	Level 3	
Assets						
Cash and due from banks	\$ 18,560	\$ 18,560	\$ 18,560	\$ —	\$ —	\$ —
Interest-bearing deposits	1,007	1,007	—	1,007	—	—
Securities purchased under agreements to resell	35,839	35,839	—	35,839	—	—
Federal funds sold	44,010	44,011	—	44,011	—	—
Trading securities	11,133	11,133	11	11,122	—	—
Available-for-sale securities	65,733	65,733	11	52,013	13,709	—
Held-to-maturity securities	108,103	111,167	—	97,692	13,475	—
Advances(2)	425,750	428,104	—	428,104	—	—
Mortgage loans held for portfolio, net	49,425	52,382	—	51,998	384	—
Accrued interest receivable	1,255	1,255	—	1,255	—	—
Derivative assets, net	815	815	—	5,930	33	(5,148)
Other assets	63	63	59	4	—	—
Liabilities						
Deposits	13,721	13,721	—	13,721	—	—
Consolidated obligations						
Discount notes(3)	216,282	216,298	—	216,298	—	—
Bonds(4)	475,856	483,640	—	483,558	82	—
Total consolidated obligations	692,138	699,938	—	699,856	82	—
Mandatorily redeemable capital stock	6,929	6,929	6,929	—	—	—
Accrued interest payable	1,400	1,400	—	1,400	—	—
Derivative liabilities, net	2,544	2,544	—	17,766	—	(15,222)
Other liabilities	85	85	85	—	—	—
Subordinated notes	1,000	1,162	—	1,162	—	—

- (1) Amounts represent the application of the netting requirements that allow an FHLBank to settle positive and negative positions and also cash collateral and related accrued interest held or placed by that FHLBank with the same clearing agent and/or counterparty.
- (2) Includes \$24,651 million and \$7,900 million of advances recorded under the fair value option at September 30, 2013 and December 31, 2012 and \$10 million of hedged advances recorded at fair value at December 31, 2012.
- (3) Includes \$1,925 million and \$3,198 million of consolidated discount notes recorded under the fair value option at September 30, 2013 and December 31, 2012.
- (4) Includes \$44,425 million and \$47,645 million of consolidated bonds recorded under the fair value option and \$69 million and \$82 million of hedged consolidated bonds recorded at fair value at September 30, 2013 and December 31, 2012.

Summary of Valuation Methodologies and Primary Inputs

A description of the valuation methodologies and primary inputs is disclosed in *Note 20 - Fair Value*, pages F-72 to F-75, of the audited combined financial statements included in the Federal Home Loan Banks Combined Financial Report for the year ended December 31, 2012. There have been no significant changes in these valuation methodologies and primary inputs during the three and nine months ended September 30, 2013.

Fair Value Measurements

Table 15.2 presents the fair value of assets and liabilities that are recorded on a recurring or non-recurring basis at September 30, 2013 and December 31, 2012, by level within the fair value hierarchy. The FHLBanks measure certain held-to-maturity securities and mortgage loans at fair value on a non-recurring basis due to the recognition of a credit loss. Real estate owned is measured using fair value when the asset's fair value less costs to sell is lower than its carrying amount.

Table 15.2 - Fair Value Measurements
(dollars in millions)

	September 30, 2013				
	Total	Level 1	Level 2	Level 3	Netting Adjustment and Cash Collateral(1)
Recurring fair value measurements - Assets					
Trading securities					
U.S. Treasury obligations	\$ 1,038	\$ —	\$ 1,038	\$ —	\$ —
Commercial paper	325	—	325	—	—
Certificates of deposit	600	—	600	—	—
Other U.S. obligations	277	—	277	—	—
GSE and Tennessee Valley Authority obligations	7,383	—	7,383	—	—
State or local housing agency obligations	1	—	1	—	—
Other non-MBS	282	13	269	—	—
Other U.S. obligations residential MBS	35	—	35	—	—
GSE residential MBS	707	—	707	—	—
GSE commercial MBS	231	—	231	—	—
Total trading securities	<u>10,879</u>	<u>13</u>	<u>10,866</u>	<u>—</u>	<u>—</u>
Available-for-sale securities					
Certificates of deposit	1,835	—	1,835	—	—
Other U.S. obligations	3,369	—	3,369	—	—
GSE and Tennessee Valley Authority obligations	14,407	—	14,407	—	—
State or local housing agency obligations	38	—	38	—	—
Federal Family Education Loan Program ABS	6,969	—	6,969	—	—
Other non-MBS	1,165	12	1,153	—	—
Other U.S. obligations residential MBS	3,501	—	3,501	—	—
GSE residential MBS	23,302	—	23,302	—	—
GSE commercial MBS	44	—	44	—	—
Private-label residential MBS	12,575	—	—	12,575	—
Home equity loan ABS	16	—	—	16	—
Total available-for-sale securities	<u>67,221</u>	<u>12</u>	<u>54,618</u>	<u>12,591</u>	<u>—</u>
Advances(2)	<u>24,651</u>	<u>—</u>	<u>24,651</u>	<u>—</u>	<u>—</u>
Derivative assets, net					
Interest-rate related	476	—	4,415	19	(3,958)
Mortgage delivery commitments	11	—	11	—	—
Total derivative assets, net	<u>487</u>	<u>—</u>	<u>4,426</u>	<u>19</u>	<u>(3,958)</u>
Other assets	64	59	5	—	—
Total recurring assets at fair value	<u>\$ 103,302</u>	<u>\$ 84</u>	<u>\$ 94,566</u>	<u>\$ 12,610</u>	<u>\$ (3,958)</u>
Recurring fair value measurements - Liabilities					
Consolidated Obligations					
Discount notes(3)	\$ 1,925	\$ —	\$ 1,925	\$ —	\$ —
Bonds(4)	44,494	—	44,425	69	—
Total consolidated obligations	<u>46,419</u>	<u>—</u>	<u>46,350</u>	<u>69</u>	<u>—</u>
Derivative liabilities, net					
Interest-rate related	2,065	—	12,943	—	(10,878)
TBAs	5	1	4	—	—
Mortgage delivery commitments	6	—	6	—	—
Total derivative liabilities, net	<u>2,076</u>	<u>1</u>	<u>12,953</u>	<u>—</u>	<u>(10,878)</u>
Total recurring liabilities at fair value	<u>\$ 48,495</u>	<u>\$ 1</u>	<u>\$ 59,303</u>	<u>\$ 69</u>	<u>\$ (10,878)</u>
Non-recurring fair value measurements - Assets					
Mortgage loans held for portfolio	\$ 234	\$ —	\$ —	\$ 234	—
Real estate owned	16	—	—	16	—
Total non-recurring assets at fair value	<u>\$ 250</u>	<u>\$ —</u>	<u>\$ —</u>	<u>\$ 250</u>	<u>—</u>

December 31, 2012

	Total	Level 1	Level 2	Level 3	Netting Adjustment and Cash Collateral(1)
Recurring fair value measurements - Assets					
Trading securities					
U.S. Treasury obligations	\$ 1,003	\$ —	\$ 1,003	\$ —	\$ —
Commercial paper	60	—	60	—	—
Certificates of deposit	325	—	325	—	—
Other U.S. obligations	310	—	310	—	—
GSE and Tennessee Valley Authority obligations	7,983	—	7,983	—	—
State or local housing agency obligations	2	—	2	—	—
Other non-MBS	306	11	295	—	—
Other U.S. obligations residential MBS	38	—	38	—	—
GSE residential MBS	854	—	854	—	—
GSE commercial MBS	252	—	252	—	—
Total trading securities	11,133	11	11,122	—	—
Available-for-sale securities					
Other U.S. obligations	2,079	—	2,079	—	—
GSE and Tennessee Valley Authority obligations	14,199	—	14,199	—	—
State or local housing agency obligations	20	—	20	—	—
Federal Family Education Loan Program ABS	7,452	—	7,452	—	—
Other non-MBS	1,343	11	1,332	—	—
Other U.S. obligations residential MBS	3,387	—	3,387	—	—
GSE residential MBS	23,397	—	23,397	—	—
GSE commercial MBS	147	—	147	—	—
Private-label residential MBS	13,695	—	—	13,695	—
Home equity loan ABS	14	—	—	14	—
Total available-for-sale securities	65,733	11	52,013	13,709	—
Advances(2)	7,910	—	7,910	—	—
Derivative assets, net					
Interest-rate related	798	—	5,913	33	(5,148)
TBAs	1	—	1	—	—
Mortgage delivery commitments	16	—	16	—	—
Total derivative assets, net	815	—	5,930	33	(5,148)
Other assets	63	59	4	—	—
Total recurring assets at fair value	\$ 85,654	\$ 81	\$ 76,979	\$ 13,742	\$ (5,148)
Recurring fair value measurements - Liabilities					
Consolidated Obligations					
Discount notes(3)	\$ 3,198	\$ —	\$ 3,198	\$ —	\$ —
Bonds(4)	47,727	—	47,645	82	—
Total consolidated obligations	50,925	—	50,843	82	—
Derivative liabilities, net					
Interest-rate related	2,528	—	17,750	—	(15,222)
Mortgage delivery commitments	16	—	16	—	—
Total derivative liabilities, net	2,544	—	17,766	—	(15,222)
Total recurring liabilities at fair value	\$ 53,469	\$ —	\$ 68,609	\$ 82	\$ (15,222)
Non-recurring fair value measurements - Assets					
Held-to-maturity securities					
Private-label residential MBS	\$ 65	\$ —	\$ —	\$ 65	—
Mortgage loans held for portfolio	261	—	—	261	—
Real estate owned	26	—	3	23	—
Total non-recurring assets at fair value	\$ 352	\$ —	\$ 3	\$ 349	—

- (1) Amounts represent the application of the netting requirements that allow an FHLBank to settle positive and negative positions and also cash collateral and related accrued interest held or placed by that FHLBank with the same clearing agent and/or counterparty.
- (2) Includes \$24,651 million and \$7,900 million of advances recorded under the fair value option at September 30, 2013 and December 31, 2012 and \$10 million of hedged advances recorded at fair value at December 31, 2012.
- (3) Represents consolidated discount notes recorded under the fair value option at September 30, 2013 and December 31, 2012.

(4) Includes \$44,425 million and \$47,645 million of consolidated bonds recorded under the fair value option and \$69 million and \$82 million of hedged consolidated bonds recorded at fair value at September 30, 2013 and December 31, 2012.

Level 3 Disclosures for All Assets and Liabilities that are Measured at Fair Value on a Recurring Basis

Table 15.3 presents a rollforward of assets and liabilities measured at fair value on a recurring basis and classified as Level 3 during the three and nine months ended September 30, 2013 and 2012.

Table 15.3 - Rollforward of Level 3 Assets and Liabilities
(dollars in millions)

	Three Months Ended September 30, 2013			
	Available-for-Sale Securities		Derivative Assets(1)	
	Private-Label Residential MBS	Home Equity Loan ABS	Interest-Rate Related	Consolidated Bonds
Balance, at beginning of period	\$ 13,101	\$ 15	\$ 24	\$ (73)
Total gains or losses (realized/unrealized) included in				
Net gains (losses) on derivatives and hedging activities	—	—	(5)	4
Interest income	18	1	—	—
Net other-than-temporary impairment losses, credit portion	(5)	—	—	—
Net unrealized gains (losses) on available-for-sale securities included in other comprehensive income (loss)	1	—	—	—
Reclassification of non-credit portion included in net income (loss)	1	—	—	—
Net change in fair value on OTTI available-for-sale securities included in other comprehensive income (loss)	68	1	—	—
Unrealized gains (losses) on OTTI available-for-sale securities included in other comprehensive income (loss)	27	—	—	—
Purchases, issuances, sales and settlements				
Settlements	(672)	(1)	—	—
Transfers from held-to-maturity to available-for-sale securities(2)	36	—	—	—
Balance, at end of period	\$ 12,575	\$ 16	\$ 19	\$ (69)
Total amount of gains (losses) for the period included in earnings attributable to the change in unrealized gains/losses relating to assets and liabilities held at end of the period	\$ 4	\$ —	\$ —	\$ 5

	Three Months Ended September 30, 2012			
	Available-for-Sale Securities		Derivatives, Net(1)	
	Private-Label Residential MBS	Home Equity Loan ABS	Interest-Rate Related	Consolidated Bonds
Balance, at beginning of period	\$ 13,539	\$ 14	\$ 36	\$ (85)
Total gains or losses (realized/unrealized) included in				
Net gains (losses) on derivatives and hedging activities	—	—	(4)	3
Interest income	—	1	—	—
Net other-than-temporary impairment losses, credit portion	(7)	—	—	—
Reclassification of non-credit portion included in net income (loss)	5	—	—	—
Net change in fair value on OTTI available-for-sale securities included in other comprehensive income (loss)	850	1	—	—
Unrealized gains (losses) on OTTI available-for-sale securities included in other comprehensive income (loss)	163	—	—	—
Purchases, issuances, sales and settlements				
Sales	(26)	—	—	—
Settlements	(668)	(1)	—	—
Transfers from held-to-maturity to available-for-sale securities(2)	79	—	—	—
Balance, at end of period	\$ 13,935	\$ 15	\$ 32	\$ (82)
Total amount of gains (losses) for the period included in earnings attributable to the change in unrealized gains/losses relating to assets and liabilities held at end of the period	\$ (10)	\$ 1	\$ (4)	\$ 4

	Nine Months Ended September 30, 2013			
	Available-for-Sale Securities		Derivative Assets(1)	
	Private-Label Residential MBS	Home Equity Loan ABS	Interest-Rate Related	Consolidated Bonds
Balance, at beginning of period	\$ 13,695	\$ 14	\$ 33	\$ (82)
Total gains or losses (realized/unrealized) included in				
Net gains (losses) on sale of available-for-sale securities	1	—	—	—
Net gains (losses) on derivatives and hedging activities	—	—	(14)	13
Interest income	28	1	—	—
Net other-than-temporary impairment losses, credit portion	(9)	—	—	—
Net unrealized gains (losses) on available-for-sale securities included in other comprehensive income (loss)	1	—	—	—
Reclassification of non-credit portion included in net income (loss)	—	1	—	—
Net change in fair value on OTTI available-for-sale securities included in other comprehensive income (loss)	661	1	—	—
Unrealized gains (losses) on OTTI available-for-sale securities included in other comprehensive income (loss)	213	2	—	—
Purchases, issuances, sales and settlements				
Sales	(42)	—	—	—
Settlements	(1,916)	(3)	—	—
Transfers from Level 3 to Level 2	(124)	—	—	—
Transfers from held-to-maturity to available-for-sale securities(2)	67	—	—	—
Balance, at end of period	<u>\$ 12,575</u>	<u>\$ 16</u>	<u>\$ 19</u>	<u>\$ (69)</u>
Total amount of gains (losses) for the period included in earnings attributable to the change in unrealized gains/losses relating to assets and liabilities still held at end of the period	<u>\$ 5</u>	<u>\$ —</u>	<u>\$ —</u>	<u>\$ 13</u>

	Nine Months Ended September 30, 2012			
	Available-for-Sale Securities		Derivative Assets(1)	
	Private-Label Residential MBS	Home Equity Loan ABS	Interest-Rate Related	Consolidated Bonds
Balance, at beginning of period	\$ 14,195	\$ 15	\$ 37	\$ (87)
Total gains or losses (realized/unrealized) included in				
Net gains (losses) on derivatives and hedging activities	—	—	(5)	5
Interest income	(9)	1	—	—
Net other-than-temporary impairment losses, credit portion	(70)	(1)	—	—
Reclassification of non-credit portion included in net income (loss)	48	1	—	—
Net change in fair value on OTTI available-for-sale securities included in other comprehensive income (loss)	1,324	1	—	—
Unrealized gains (losses) on OTTI available-for-sale securities included in other comprehensive income (loss)	321	—	—	—
Purchases, issuances, sales and settlements				
Sales	(26)	—	—	—
Settlements	(1,999)	(2)	—	—
Transfers from held-to-maturity to available-for-sale securities(2)	151	—	—	—
Balance, at end of period	<u>\$ 13,935</u>	<u>\$ 15</u>	<u>\$ 32</u>	<u>\$ (82)</u>
Total amount of gains (losses) for the period included in earnings attributable to the change in unrealized gains/losses relating to assets and liabilities still held at end of the period	<u>\$ (85)</u>	<u>\$ —</u>	<u>\$ (5)</u>	<u>\$ 5</u>

(1) Balances exclude netting adjustments and cash collateral.

(2) During the three and nine months ended September 30, 2013 and 2012, certain FHLBanks elected to transfer certain private-label residential MBS that had credit-related OTTI from their respective held-to-maturity portfolio to their respective available-for sale portfolio. (See [Note 6 - Other-Than-Temporary Impairment Analysis](#) for additional information on these transfers.) For the three and nine months ended September 30, 2013 and 2012, the fair value of these securities continued to be determined using significant unobservable inputs (Level 3).

Fair Value Option

The fair value option provides an irrevocable option to elect fair value as an alternative measurement for selected financial assets, financial liabilities, unrecognized firm commitments, and written loan commitments not previously carried at fair value. It requires entities to display the fair value of those assets and liabilities for which the entity has chosen to use fair value on the face of the statement of condition. Fair value is used for both the initial and subsequent measurement of the designated assets, liabilities and commitments, with the changes in fair value recognized in net income. Interest income and interest expense on advances and consolidated obligations at fair value are recognized solely on the contractual amount of interest due or unpaid. Any transaction fees or costs are immediately recognized into non-interest income or non-interest expense.

The FHLBanks of New York, Cincinnati, Chicago, Des Moines, Dallas, San Francisco and Seattle (Electing FHLBanks) have each elected the fair value option for certain advances, certain optional advance commitments and/or certain consolidated obligations that either do not qualify for hedge accounting or may be at risk for not meeting hedge effectiveness requirements, primarily in an effort to mitigate the potential income statement volatility that can arise from economic hedging relationships in which the carrying value of the hedged item is not adjusted for changes in fair value.

Table 15.4 - Fair Value Option - Financial Assets and Liabilities
(dollars in millions)

	Three Months Ended September 30,						
	2013			2012			
	Advances	Consolidated Discount Notes	Consolidated Bonds	Advances	Consolidated Discount Notes	Consolidated Bonds	Other Liabilities
Balance, at beginning of period	\$ 19,168	\$ (1,388)	\$ (47,095)	\$ 7,758	\$ (8,116)	\$ (55,225)	\$ —
New transactions elected for fair value option	6,103	(1,000)	(11,220)	173	(550)	(19,280)	—
Maturities and terminations	(616)	462	13,910	(559)	3,502	24,845	—
Net gains (losses) on financial instruments held under fair value option	(6)	—	(20)	24	(1)	(31)	—
Change in accrued interest and other	2	1	—	(2)	(3)	—	—
Balance, at end of period	\$ 24,651	\$ (1,925)	\$ (44,425)	\$ 7,394	\$ (5,168)	\$ (49,691)	\$ —

	Nine Months Ended September 30,						
	2013			2012			
	Advances	Consolidated Discount Notes	Consolidated Bonds	Advances	Consolidated Discount Notes	Consolidated Bonds	Other Liabilities
Balance, at beginning of period	\$ 7,900	\$ (3,198)	\$ (47,645)	\$ 8,693	\$ (19,862)	\$ (38,981)	\$ (2)
New transactions elected for fair value option	17,690	(2,024)	(31,640)	637	(2,145)	(60,748)	—
Maturities and terminations	(804)	3,295	34,718	(1,937)	16,845	50,037	—
Net gains (losses) on financial instruments held under fair value option	(139)	—	139	7	3	3	2
Change in accrued interest and other	4	2	3	(6)	(9)	(2)	—
Balance, at end of period	\$ 24,651	\$ (1,925)	\$ (44,425)	\$ 7,394	\$ (5,168)	\$ (49,691)	\$ —

For instruments for which the fair value option has been elected, the related contractual interest income, contractual interest expense and the discount amortization on fair value option discount notes are recorded as part of net interest income in the Combined Statement of Income. The remaining changes in fair value for instruments for which the fair value option has been elected are recorded as net gains (losses) on financial instruments held under fair value option in the Combined Statement of Income. The change in fair value does not include changes in instrument-specific credit risk. Each of the Electing FHLBanks determined that no adjustments to the fair values of its instruments recorded under the fair value option for instrument-specific credit risk were necessary during the three and nine months ended September 30, 2013 and 2012.

Table 15.5 presents the difference between the aggregate unpaid balance outstanding and the aggregate fair value for advances and consolidated obligations for which the fair value option has been elected as of September 30, 2013 and December 31, 2012.

Table 15.5 - Aggregate Unpaid Balance and Aggregate Fair Value
(dollars in millions)

	September 30, 2013			December 31, 2012		
	Aggregate Unpaid Principal Balance	Aggregate Fair Value	Fair Value Over/ (Under) Aggregate Unpaid Principal Balance	Aggregate Unpaid Principal Balance	Aggregate Fair Value	Fair Value Over/ (Under) Aggregate Unpaid Principal Balance
Advances(1)	\$ 24,500	\$ 24,651	\$ 151	\$ 7,611	\$ 7,900	\$ 289
Consolidated discount notes	1,924	1,925	1	3,196	3,198	2
Consolidated bonds	44,513	44,425	(88)	47,591	47,645	54

(1) At September 30, 2013 and December 31, 2012, none of the advances were 90 days or more past due or had been placed on non-accrual status.

Note 16 - Commitments and Contingencies

Off-Balance Sheet Commitments

Table 16.1 - Off-Balance Sheet Commitments
(dollars in millions)

	September 30, 2013			December 31, 2012
	Expire Within One Year	Expire After One Year	Total	Total
Standby letters of credit outstanding(1)	\$ 46,760	\$ 22,855	\$ 69,615	\$ 57,711
Commitments for standby bond purchases	1,019	1,929	2,948	3,248
Unused lines of credit - advances	2,081	—	2,081	1,995
Commitments to purchase mortgage loans	357	—	357	576
MPF Xtra mortgage purchase commitments	218	—	218	495
Unresolved repurchasable loans and indemnifications for MPF Xtra mortgage loans(2)	60	—	60	39
Commitments to fund additional advances	791	181	972	1,014
Commitments to purchase investment securities (not yet traded)	797	—	797	—
Unsettled consolidated bonds, at par(3)	6,408	—	6,408	6,609
Unsettled consolidated discount notes, at par	1,068	—	1,068	3,420

(1) Excludes unconditional commitments to issue standby letters of credit of \$274 million and \$429 million at September 30, 2013 and December 31, 2012.

(2) The FHLBank of Chicago is exposed to mortgage repurchase liability in connection with its sale of MPF Xtra Loans to Fannie Mae under the MPF Xtra product. If a loan eligibility requirement or other warranty is breached, Fannie Mae could require the FHLBank of Chicago to repurchase an ineligible MPF Loan or provide an indemnity. If the participating financial institution from which the FHLBank of Chicago purchased an ineligible MPF Loan is viable, the FHLBank of Chicago may require the participating financial institution to repurchase that MPF Loan or indemnify the FHLBank of Chicago for related losses. The FHLBank of Chicago has disclosed information regarding its commitments and contingencies in its individual 2013 Third Quarter SEC Form 10-Q. The FHLBank of Chicago's unresolved repurchase requests and indemnifications are classified in the expire within one year category since repurchases and indemnifications are made upon request by Fannie Mae. However, these unresolved repurchase requests and indemnifications do not have an expiration date and accordingly, the FHLBank of Chicago repurchases and indemnifications to Fannie Mae may occur after one year from the reporting date.

(3) Unsettled consolidated bonds of \$5,070 million and \$6,050 million were hedged with associated interest-rate swaps at September 30, 2013 and December 31, 2012.

Standby Letters of Credit. A standby letter of credit is a financing arrangement between an FHLBank and its member. Standby letters of credit are executed for members for a fee. If an FHLBank is required to make payment for a beneficiary's draw, the payment amount is converted into a collateralized advance to the member. Substantially all of these standby letters of credit range from less than one month to 20 years. The carrying value of guarantees related to standby letters of credit, recorded in other liabilities, were \$104 million and \$103 million at September 30, 2013 and December 31, 2012.

Each FHLBank monitors the creditworthiness of its members that have standby letters of credit. In addition, standby letters of credit are fully collateralized at the time of issuance. As a result, each FHLBank has deemed it unnecessary to record any additional liability on these commitments.

Standby Bond-Purchase Agreements. Certain FHLBanks have entered into standby bond-purchase agreements with state housing authorities within their district whereby these FHLBanks agree to provide liquidity for a fee. If required, the affected FHLBanks will purchase and hold the state housing authority's bonds until the designated marketing agent can find a suitable investor or the state housing authority repurchases the bond according to a schedule established by the standby bond-purchase agreement. Each standby bond-purchase agreement dictates the specific terms that would require the affected FHLBank to purchase the bond. The standby bond-purchase commitments entered into by these FHLBanks have original expiration periods of up to seven years. Currently, the standby bond-purchase commitments expire no later than 2016 and are renewable at the option of the affected FHLBank. At September 30, 2013 and December 31, 2012, these FHLBanks had standby bond-purchase commitments with 11 state housing authorities. During the nine months ended September 30, 2013, these FHLBanks were not required to purchase any bonds under these agreements.

Commitments to Purchase Mortgage Loans. An FHLBank may enter into commitments that unconditionally obligate it to purchase mortgage loans from their members. Commitments are generally for periods not exceeding three months. Delivery commitments are recorded at fair value as derivative assets or derivative liabilities in the Combined Statement of Condition.

MPF Xtra Mortgage Purchase Commitments. Under the MPF Xtra product, the FHLBank of Chicago enters into delivery commitments to purchase MPF Xtra mortgage loans from participating financial institutions and simultaneously enters into delivery commitments to resell these loans to Fannie Mae. For derivatives and hedging activities disclosure purposes, the delivery commitments issued by the FHLBank of Chicago and by Fannie Mae are considered separate derivatives.

Pledged Collateral

Certain FHLBanks pledged securities, as collateral, related to derivatives. (See [Note 10 - Derivatives and Hedging Activities](#) for additional information about the FHLBanks' pledged collateral and other credit-risk-related contingent features.)

Lehman Bankruptcy

On September 15, 2008, Lehman Brothers Holdings, Inc. (LBHI), the parent company of Lehman Brothers Special Financing (LBSF) and a guarantor of LBSF's obligations, announced it had filed a petition for bankruptcy protection under Chapter 11 of the U.S. Bankruptcy Code. This filing precipitated the termination of the FHLBanks' derivatives transactions with LBSF. Each affected FHLBank calculated its resulting settlement amount, including in that calculation any unreturned collateral pledged in connection with those transactions.

Several FHLBanks received a derivatives alternative dispute resolution (ADR) notice and/or an adversary complaint from the LBHI bankruptcy estate relating to the unwinding of derivatives transactions between LBSF and individual FHLBanks in 2008. Under the derivatives ADR notice, an FHLBank may agree to the demand, deny the demand or make a counteroffer and ultimately arrive at a settlement of the demand. Under an adversary complaint, a declaratory judgment is being sought on the interpretation of certain provisions and the calculation of amounts due under the agreement governing the swap transactions. Some of these FHLBanks have settled their disputes with the LBHI bankruptcy estate. Each of the FHLBanks of New York and Cincinnati has disclosed information regarding its legal proceedings in connection with LBHI's insolvency in its individual 2013 Third Quarter SEC Form 10-Q.

Other Legal Proceedings

The FHLBanks are subject to other legal proceedings arising in the normal course of business. After consultation with legal counsel, management of each FHLBank does not anticipate that the ultimate liability, if any, arising out of these matters will have a material effect on its FHLBank's financial condition, results of operations or cash flows.

Note 17 - Subsequent Events

Subsequent events have been evaluated from October 1, 2013 through the time of publication of this Combined Financial Report. No significant subsequent events were identified, except for the declaration of dividends or repurchase of excess capital stock, which generally occur in the normal course of business unless there are regulatory or self-imposed restrictions.

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FEDERAL HOME LOAN BANKS
CONDENSED COMBINING SCHEDULES—STATEMENTS OF CONDITION
SEPTEMBER 30, 2013
(Unaudited)

<i>(dollars in millions, except par value)</i>	Combined	Combining Adjustments	Boston	New York
Assets				
Cash and due from banks	\$ 34,094	\$ —	\$ 3,173	\$ 11,521
Investments	242,327	(343)	10,472	18,570
Advances	465,110	—	22,555	89,121
Mortgage loans held for portfolio, net	45,170	—	3,401	1,933
Other assets	2,403	(3)	120	241
Total assets	<u>\$ 789,104</u>	<u>\$ (346)</u>	<u>\$ 39,721</u>	<u>\$ 121,386</u>
Liabilities				
Deposits	\$ 10,457	\$ (11)	\$ 570	\$ 1,591
Consolidated obligations				
Discount notes	235,180	—	10,476	42,262
Bonds	486,548	(435)	24,202	70,361
Total consolidated obligations	721,728	(435)	34,678	112,623
Mandatorily redeemable capital stock	5,812	—	977	24
Other liabilities	7,857	(3)	831	822
Total liabilities	745,854	(449)	37,056	115,060
Capital				
Capital stock				
Class B putable (\$100 par value) issued and outstanding	31,810	—	2,441	5,483
Class A putable (\$100 par value) issued and outstanding	475	—	—	—
Total capital stock	32,285	—	2,441	5,483
Retained earnings				
Unrestricted	8,805	104	616	824
Restricted	2,961	—	90	140
Total retained earnings	11,766	104	706	964
Accumulated other comprehensive income (loss)	(801)	(1)	(482)	(121)
Total capital	43,250	103	2,665	6,326
Total liabilities and capital	<u>\$ 789,104</u>	<u>\$ (346)</u>	<u>\$ 39,721</u>	<u>\$ 121,386</u>

Pittsburgh	Atlanta	Cincinnati	Indianapolis	Chicago	Des Moines	Dallas	Topeka	San Francisco	Seattle
\$ 3,063	\$ 3,476	\$ 1,143	\$ 514	\$ 5,115	\$ 183	\$ 883	\$ 963	\$ 4,060	\$ —
15,532	28,991	22,642	13,956	32,731	12,336	13,586	10,330	38,072	25,452
39,506	78,193	65,857	18,796	14,843	45,787	16,634	18,805	44,213	10,800
3,278	972	6,828	6,160	8,191	6,589	96	5,912	967	843
184	436	116	151	240	168	121	135	349	145
<u>\$ 61,563</u>	<u>\$ 112,068</u>	<u>\$ 96,586</u>	<u>\$ 39,577</u>	<u>\$ 61,120</u>	<u>\$ 65,063</u>	<u>\$ 31,320</u>	<u>\$ 36,145</u>	<u>\$ 87,661</u>	<u>\$ 37,240</u>
\$ 781	\$ 1,890	\$ 902	\$ 1,115	\$ 598	\$ 661	\$ 876	\$ 757	\$ 266	\$ 461
21,983	16,282	33,542	7,805	19,519	28,218	6,514	12,185	21,821	14,573
35,225	87,139	56,251	27,623	35,840	32,227	22,042	21,056	56,102	18,915
57,208	103,421	89,793	35,428	55,359	60,445	28,556	33,241	77,923	33,488
—	24	121	255	5	13	30	5	2,588	1,770
391	720	475	394	1,552	525	117	329	1,261	443
58,380	106,055	91,291	37,192	57,514	61,644	29,579	34,332	82,038	36,162
2,488	4,351	4,701	1,684	1,563	2,690	1,140	868	3,526	875
—	—	—	—	—	—	—	427	—	48
<u>2,488</u>	<u>4,351</u>	<u>4,701</u>	<u>1,684</u>	<u>1,563</u>	<u>2,690</u>	<u>1,140</u>	<u>1,295</u>	<u>3,526</u>	<u>923</u>
601	1,460	506	617	1,824	613	602	495	316	227
51	119	98	69	167	43	36	44	2,056	48
652	1,579	604	686	1,991	656	638	539	2,372	275
43	83	(10)	15	52	73	(37)	(21)	(275)	(120)
3,183	6,013	5,295	2,385	3,606	3,419	1,741	1,813	5,623	1,078
<u>\$ 61,563</u>	<u>\$ 112,068</u>	<u>\$ 96,586</u>	<u>\$ 39,577</u>	<u>\$ 61,120</u>	<u>\$ 65,063</u>	<u>\$ 31,320</u>	<u>\$ 36,145</u>	<u>\$ 87,661</u>	<u>\$ 37,240</u>

FEDERAL HOME LOAN BANKS
CONDENSED COMBINING SCHEDULES—STATEMENTS OF CONDITION
DECEMBER 31, 2012
(Unaudited)

<i>(dollars in millions, except par value)</i>	Combined	Combining Adjustments	Boston	New York
Assets				
Cash and due from banks	\$ 18,560	\$ —	\$ 241	\$ 7,553
Investments	265,825	(219)	15,554	17,459
Advances	425,750	—	20,790	75,888
Mortgage loans held for portfolio, net	49,425	—	3,479	1,843
Other assets	2,894	(2)	145	246
Total assets	<u>\$ 762,454</u>	<u>\$ (221)</u>	<u>\$ 40,209</u>	<u>\$ 102,989</u>
Liabilities				
Deposits	\$ 13,721	\$ (15)	\$ 595	\$ 2,055
Consolidated obligations				
Discount notes	216,282	—	8,639	29,780
Bonds	475,856	(278)	26,120	64,784
Total consolidated obligations	692,138	(278)	34,759	94,564
Mandatorily redeemable capital stock	6,929	—	216	23
Other liabilities	7,117	(4)	1,073	856
Total liabilities	719,905	(297)	36,643	97,498
Capital				
Capital stock				
Class B putable (\$100 par value) issued and outstanding	33,021	—	3,455	4,797
Class A putable (\$100 par value) issued and outstanding	514	—	—	—
Total capital stock	33,535	—	3,455	4,797
Retained earnings				
Unrestricted	7,935	77	524	798
Restricted	2,589	—	64	96
Total retained earnings	10,524	77	588	894
Accumulated other comprehensive income (loss)	(1,510)	(1)	(477)	(200)
Total capital	42,549	76	3,566	5,491
Total liabilities and capital	<u>\$ 762,454</u>	<u>\$ (221)</u>	<u>\$ 40,209</u>	<u>\$ 102,989</u>

Pittsburgh	Atlanta	Cincinnati	Indianapolis	Chicago	Des Moines	Dallas	Topeka	San Francisco	Seattle
\$ 1,351	\$ 4,083	\$ 16	\$ 105	\$ 3,564	\$ 252	\$ 921	\$ 370	\$ 104	\$ —
19,057	30,454	19,950	16,845	40,750	13,433	16,200	10,775	40,528	25,039
40,498	87,503	53,944	18,130	14,530	26,614	18,395	16,573	43,750	9,135
3,533	1,244	7,530	6,001	10,432	6,952	121	5,941	1,289	1,060
177	421	122	147	308	116	118	160	750	186
<u>\$ 64,616</u>	<u>\$ 123,705</u>	<u>\$ 81,562</u>	<u>\$ 41,228</u>	<u>\$ 69,584</u>	<u>\$ 47,367</u>	<u>\$ 35,755</u>	<u>\$ 33,819</u>	<u>\$ 86,421</u>	<u>\$ 35,420</u>
\$ 1,000	\$ 2,094	\$ 1,176	\$ 1,787	\$ 816	\$ 1,085	\$ 1,178	\$ 1,182	\$ 227	\$ 541
24,148	31,737	30,840	8,924	31,260	8,675	6,984	8,669	5,209	21,417
35,136	82,947	44,346	27,408	32,569	34,345	25,698	21,974	70,310	10,497
59,284	114,684	75,186	36,332	63,829	43,020	32,682	30,643	75,519	31,914
432	40	211	451	6	9	5	6	4,343	1,187
472	612	452	442	1,485	419	119	267	719	205
61,188	117,430	77,025	39,012	66,136	44,533	33,984	32,098	80,808	33,847
2,815	4,898	4,010	1,634	1,650	2,063	1,217	859	4,160	1,463
—	—	—	—	—	—	—	405	—	109
<u>2,815</u>	<u>4,898</u>	<u>4,010</u>	<u>1,634</u>	<u>1,650</u>	<u>2,063</u>	<u>1,217</u>	<u>1,264</u>	<u>4,160</u>	<u>1,572</u>
529	1,362	479	550	1,584	593	550	454	246	189
30	73	59	41	107	29	22	28	2,001	39
559	1,435	538	591	1,691	622	572	482	2,247	228
54	(58)	(11)	(9)	107	149	(18)	(25)	(794)	(227)
3,428	6,275	4,537	2,216	3,448	2,834	1,771	1,721	5,613	1,573
<u>\$ 64,616</u>	<u>\$ 123,705</u>	<u>\$ 81,562</u>	<u>\$ 41,228</u>	<u>\$ 69,584</u>	<u>\$ 47,367</u>	<u>\$ 35,755</u>	<u>\$ 33,819</u>	<u>\$ 86,421</u>	<u>\$ 35,420</u>

FEDERAL HOME LOAN BANKS
CONDENSED COMBINING SCHEDULES—STATEMENTS OF INCOME
THREE MONTHS ENDED SEPTEMBER 30, 2013 and 2012
(Unaudited)

<i>(dollars in millions)</i>	Combined	Combining Adjustments	Boston	New York
September 30, 2013				
Interest income				
Advances	\$ 678	\$ —	\$ 59	\$ 113
Investments	948	(4)	50	68
Mortgage loans	450	—	31	17
Total interest income	2,076	(4)	140	198
Interest expense				
Consolidated obligations - Discount notes	120	—	2	18
Consolidated obligations - Bonds	1,045	9	78	73
Other interest expense	66	—	1	1
Total interest expense	1,231	9	81	92
Net interest income	845	(13)	59	106
Provision (reversal) for credit losses	(3)	—	—	—
Net interest income after provision (reversal) for credit losses	848	(13)	59	106
Non-interest income (loss)				
Net other-than-temporary impairment losses	(7)	—	(1)	—
Other	2	—	—	(15)
Total non-interest income (loss)	(5)	—	(1)	(15)
Non-interest expense	241	(1)	16	22
Assessments	65	—	4	7
Net income (loss)	\$ 537	\$ (12)	\$ 38	\$ 62
September 30, 2012				
Interest income				
Advances	\$ 849	\$ —	\$ 85	\$ 134
Investments	1,127	(3)	59	78
Mortgage loans	538	—	35	17
Total interest income	2,514	(3)	179	229
Interest expense				
Consolidated obligations - Discount notes	140	—	3	17
Consolidated obligations - Bonds	1,330	3	102	94
Other interest expense	29	—	—	1
Total interest expense	1,499	3	105	112
Net interest income	1,015	(6)	74	117
Provision (reversal) for credit losses	6	—	—	—
Net interest income after provision (reversal) for credit losses	1,009	(6)	74	117
Non-interest income (loss)				
Net other-than-temporary impairment losses	(8)	—	—	(1)
Other	(33)	19	(2)	5
Total non-interest income (loss)	(41)	19	(2)	4
Non-interest expense	235	(1)	15	22
Assessments	73	—	6	10
Net income (loss)	\$ 660	\$ 14	\$ 51	\$ 89

Pittsburgh	Atlanta	Cincinnati	Indianapolis	Chicago	Des Moines	Dallas	Topeka	San Francisco	Seattle
\$ 56	\$ 55	\$ 79	\$ 31	\$ 54	\$ 48	\$ 45	\$ 32	\$ 84	\$ 22
53	127	85	43	227	43	19	28	171	38
34	14	66	60	92	62	2	49	12	11
143	196	230	134	373	153	66	109	267	71
3	5	8	2	71	2	1	2	4	2
93	104	131	78	170	100	22	52	102	33
—	1	1	2	13	—	—	—	47	—
96	110	140	82	254	102	23	54	153	35
47	86	90	52	119	51	43	55	114	36
(1)	1	(2)	—	—	—	—	—	—	(1)
48	85	92	52	119	51	43	55	114	37
—	—	—	—	—	(1)	—	—	(3)	(2)
18	25	4	—	(10)	(4)	7	(10)	(19)	6
18	25	4	—	(10)	(5)	7	(10)	(22)	4
18	31	16	20	26	13	17	13	32	18
5	8	8	3	8	3	3	3	11	2
\$ 43	\$ 71	\$ 72	\$ 29	\$ 75	\$ 30	\$ 30	\$ 29	\$ 49	\$ 21
\$ 68	\$ 75	\$ 62	\$ 43	\$ 65	\$ 65	\$ 51	\$ 38	\$ 142	\$ 21
68	145	88	52	276	53	26	36	211	38
41	18	82	63	125	71	2	50	18	16
177	238	232	158	466	189	79	124	371	75
7	6	9	2	77	4	2	3	5	5
120	140	136	93	235	126	35	67	141	38
—	1	3	4	14	—	—	—	6	—
127	147	148	99	326	130	37	70	152	43
50	91	84	59	140	59	42	54	219	32
—	1	—	6	—	—	—	1	—	(2)
50	90	84	53	140	59	42	53	219	34
—	(1)	—	—	—	—	—	—	(4)	(2)
5	25	(4)	(2)	(12)	(24)	(5)	(10)	(30)	2
5	24	(4)	(2)	(12)	(24)	(5)	(10)	(34)	—
18	30	15	14	28	14	17	12	33	18
4	8	7	4	10	2	2	3	15	2
\$ 33	\$ 76	\$ 58	\$ 33	\$ 90	\$ 19	\$ 18	\$ 28	\$ 137	\$ 14

FEDERAL HOME LOAN BANKS
CONDENSED COMBINING SCHEDULES—STATEMENTS OF INCOME
NINE MONTHS ENDED SEPTEMBER 30, 2013 and 2012
(Unaudited)

<i>(dollars in millions)</i>	Combined	Combining Adjustments	Boston	New York
September 30, 2013				
Interest income				
Advances	\$ 2,019	\$ —	\$ 191	\$ 324
Investments	2,891	(12)	159	203
Mortgage loans	1,419	—	96	51
Other interest income	2	—	—	—
Total interest income	6,331	(12)	446	578
Interest expense				
Consolidated obligations - Discount notes	385	—	5	52
Consolidated obligations - Bonds	3,251	(10)	243	221
Other interest expense	168	—	2	1
Total interest expense	3,804	(10)	250	274
Net interest income	2,527	(2)	196	304
Provision (reversal) for credit losses	(13)	—	(2)	—
Net interest income after provision (reversal) for credit losses	2,540	(2)	198	304
Non-interest income (loss)				
Net other-than-temporary impairment losses	(13)	—	(2)	—
Other	191	24	(8)	6
Total non-interest income (loss)	178	24	(10)	6
Non-interest expense	662	(5)	47	70
Assessments	209	—	14	24
Net income (loss)	\$ 1,847	\$ 27	\$ 127	\$ 216
September 30, 2012				
Interest income				
Advances	\$ 2,630	\$ —	\$ 269	\$ 405
Investments	3,490	(11)	179	239
Mortgage loans	1,676	—	104	49
Other interest income	2	—	—	—
Total interest income	7,798	(11)	552	693
Interest expense				
Consolidated obligations - Discount notes	379	—	8	40
Consolidated obligations - Bonds	4,264	8	312	291
Other interest expense	92	—	1	3
Total interest expense	4,735	8	321	334
Net interest income	3,063	(19)	231	359
Provision (reversal) for credit losses	19	—	(2)	1
Net interest income after provision (reversal) for credit losses	3,044	(19)	233	358
Non-interest income (loss)				
Net other-than-temporary impairment losses	(94)	—	(5)	(2)
Other	(64)	16	(11)	23
Total non-interest income (loss)	(158)	16	(16)	21
Non-interest expense	720	(4)	46	71
Assessments	221	—	17	31
Net income (loss)	\$ 1,945	\$ 1	\$ 154	\$ 277

Pittsburgh	Atlanta	Cincinnati	Indianapolis	Chicago	Des Moines	Dallas	Topeka	San Francisco	Seattle
\$ 170	\$ 180	\$ 229	\$ 102	\$ 137	\$ 145	\$ 122	\$ 98	\$ 262	\$ 59
168	377	235	132	711	135	62	88	517	116
107	47	207	187	308	191	5	145	38	37
—	—	—	1	—	—	—	1	—	—
445	604	671	422	1,156	471	189	332	817	212
13	19	29	6	222	6	5	7	11	10
296	325	393	236	562	310	70	165	342	98
1	1	4	7	42	—	—	1	109	—
310	345	426	249	826	316	75	173	462	108
135	259	245	173	330	155	114	159	355	104
(2)	4	(8)	(4)	(2)	—	—	2	—	(1)
137	255	253	177	332	155	114	157	355	105
—	—	—	(2)	—	(1)	—	—	(6)	(2)
33	90	13	30	26	(33)	16	(28)	16	6
33	90	13	28	26	(34)	16	(28)	10	4
54	92	47	51	26	40	52	38	93	57
12	25	22	16	28	8	8	9	38	5
\$ 104	\$ 228	\$ 197	\$ 138	\$ 304	\$ 73	\$ 70	\$ 82	\$ 234	\$ 47
\$ 211	\$ 222	\$ 185	\$ 135	\$ 194	\$ 211	\$ 152	\$ 117	\$ 455	\$ 74
208	466	265	160	861	171	81	112	645	114
128	59	240	196	421	218	6	146	60	49
—	—	—	1	—	—	—	1	—	—
547	747	690	492	1,476	600	239	376	1,160	237
13	15	20	5	230	8	6	6	18	10
392	449	444	295	766	408	110	202	445	142
—	4	9	11	43	—	—	1	20	—
405	468	473	311	1,039	416	116	209	483	152
142	279	217	181	437	184	123	167	677	85
—	4	1	8	8	—	—	2	(1)	(2)
142	275	216	173	429	184	123	165	678	87
(10)	(16)	—	(3)	(15)	—	—	(1)	(34)	(8)
8	57	17	(5)	(18)	(49)	3	(34)	(102)	31
(2)	41	17	(8)	(33)	(49)	3	(35)	(136)	23
53	87	43	44	90	44	54	39	99	54
9	23	20	13	31	9	7	9	46	6
\$ 78	\$ 206	\$ 170	\$ 108	\$ 275	\$ 82	\$ 65	\$ 82	\$ 397	\$ 50

FEDERAL HOME LOAN BANKS
CONDENSED COMBINING SCHEDULES—STATEMENTS OF COMPREHENSIVE INCOME
THREE MONTHS ENDED SEPTEMBER 30, 2013 AND 2012
(Unaudited)

<i>(dollars in millions)</i>	Combined	Combining Adjustments	Boston	New York
September 30, 2013				
Net income (loss)	\$ 537	\$ (12)	\$ 38	\$ 62
Other comprehensive income (loss)				
Net unrealized gains/losses on available-for-sale securities	(65)	—	(17)	(6)
Net unrealized gains/losses on held-to-maturity securities transferred from available-for-sale securities	1	—	—	—
Net non-credit portion of other-than-temporary impairment losses on available-for-sale securities	99	—	—	—
Net non-credit portion of other-than-temporary impairment losses on held-to-maturity securities	38	—	16	2
Net unrealized gains/losses relating to hedging activities	15	—	(6)	2
Pension and postretirement benefits	5	—	(1)	1
Total other comprehensive income (loss)	93	—	(8)	(1)
Total comprehensive income (loss)	\$ 630	\$ (12)	\$ 30	\$ 61
September 30, 2012				
Net income (loss)	\$ 660	\$ 14	\$ 51	\$ 89
Other comprehensive income (loss)				
Net unrealized gains/losses on available-for-sale securities	340	—	18	2
Net non-credit portion of other-than-temporary impairment losses on available-for-sale securities	1,004	—	—	—
Net non-credit portion of other-than-temporary impairment losses on held-to-maturity securities	44	—	16	4
Net unrealized gains/losses relating to hedging activities	(54)	1	(11)	(10)
Pension and postretirement benefits	(2)	—	—	—
Total other comprehensive income (loss)	1,332	1	23	(4)
Total comprehensive income (loss)	\$ 1,992	\$ 15	\$ 74	\$ 85

Pittsburgh	Atlanta	Cincinnati	Indianapolis	Chicago	Des Moines	Dallas	Topeka	San Francisco	Seattle
\$ 43	\$ 71	\$ 72	\$ 29	\$ 75	\$ 30	\$ 30	\$ 29	\$ 49	\$ 21
(8)	—	—	3	(13)	(14)	(5)	—	—	(5)
—	—	—	—	1	—	—	—	—	—
4	16	—	3	—	—	—	—	80	(4)
—	—	—	—	15	—	2	1	1	1
—	—	—	—	19	—	—	—	—	—
—	—	1	6	(1)	1	—	—	(2)	—
(4)	16	1	12	21	(13)	(3)	1	79	(8)
<u>\$ 39</u>	<u>\$ 87</u>	<u>\$ 73</u>	<u>\$ 41</u>	<u>\$ 96</u>	<u>\$ 17</u>	<u>\$ 27</u>	<u>\$ 30</u>	<u>\$ 128</u>	<u>\$ 13</u>
\$ 33	\$ 76	\$ 58	\$ 33	\$ 90	\$ 19	\$ 18	\$ 28	\$ 137	\$ 14
18	—	—	4	265	18	11	—	—	4
89	189	—	36	10	—	—	—	499	181
—	—	—	—	18	—	2	1	2	1
—	—	—	—	(34)	—	—	—	—	—
—	—	—	(1)	(1)	—	—	—	—	—
<u>107</u>	<u>189</u>	<u>—</u>	<u>39</u>	<u>258</u>	<u>18</u>	<u>13</u>	<u>1</u>	<u>501</u>	<u>186</u>
<u>\$ 140</u>	<u>\$ 265</u>	<u>\$ 58</u>	<u>\$ 72</u>	<u>\$ 348</u>	<u>\$ 37</u>	<u>\$ 31</u>	<u>\$ 29</u>	<u>\$ 638</u>	<u>\$ 200</u>

FEDERAL HOME LOAN BANKS
CONDENSED COMBINING SCHEDULES—STATEMENTS OF COMPREHENSIVE INCOME
NINE MONTHS ENDED SEPTEMBER 30, 2013 AND 2012
(Unaudited)

<i>(dollars in millions)</i>	Combined	Combining Adjustments	Boston	New York
September 30, 2013				
Net income (loss)	\$ 1,847	\$ 27	\$ 127	\$ 216
Other comprehensive income (loss)				
Net unrealized gains/losses on available-for-sale securities	(715)	—	(61)	(8)
Net unrealized gains/losses on held-to-maturity securities transferred from available-for-sale securities	2	—	—	—
Net non-credit portion of other-than-temporary impairment losses on available-for-sale securities	868	—	—	—
Net non-credit portion of other-than-temporary impairment losses on held-to-maturity securities	119	—	46	8
Net unrealized gains/losses relating to hedging activities	428	—	11	78
Pension and postretirement benefits	7	—	(1)	1
Total other comprehensive income (loss)	709	—	(5)	79
Total comprehensive income (loss)	\$ 2,556	\$ 27	\$ 122	\$ 295
September 30, 2012				
Net income (loss)	\$ 1,945	\$ 1	\$ 154	\$ 277
Other comprehensive income (loss)				
Net unrealized gains/losses on available-for-sale securities	566	—	16	7
Net unrealized gains/losses on held-to-maturity securities transferred from available-for-sale securities	2	—	—	—
Net non-credit portion of other-than-temporary impairment losses on available-for-sale securities	1,666	—	—	—
Net non-credit portion of other-than-temporary impairment losses on held-to-maturity securities	146	—	47	10
Net unrealized gains/losses relating to hedging activities	(160)	1	(33)	(35)
Pension and postretirement benefits	1	—	—	1
Total other comprehensive income (loss)	2,221	1	30	(17)
Total comprehensive income (loss)	\$ 4,166	\$ 2	\$ 184	\$ 260

Pittsburgh	Atlanta	Cincinnati	Indianapolis	Chicago	Des Moines	Dallas	Topeka	San Francisco	Seattle
\$ 104	\$ 228	\$ 197	\$ 138	\$ 304	\$ 73	\$ 70	\$ 82	\$ 234	\$ 47
(59)	—	—	(10)	(450)	(77)	(25)	—	—	(25)
—	—	—	—	2	—	—	—	—	—
48	140	—	28	8	—	—	—	515	129
—	—	—	—	46	—	7	4	5	3
—	—	—	—	339	—	—	—	—	—
—	1	1	6	—	1	(1)	—	(1)	—
(11)	141	1	24	(55)	(76)	(19)	4	519	107
<u>\$ 93</u>	<u>\$ 369</u>	<u>\$ 198</u>	<u>\$ 162</u>	<u>\$ 249</u>	<u>\$ (3)</u>	<u>\$ 51</u>	<u>\$ 86</u>	<u>\$ 753</u>	<u>\$ 154</u>
\$ 78	\$ 206	\$ 170	\$ 108	\$ 275	\$ 82	\$ 65	\$ 82	\$ 397	\$ 50
30	—	1	(2)	477	33	7	—	(1)	(2)
—	—	—	—	2	—	—	—	—	—
159	313	—	75	15	—	—	—	817	287
—	—	—	—	68	—	8	1	10	2
—	—	—	—	(93)	—	—	—	—	—
—	1	1	(2)	(1)	1	—	—	—	—
189	314	2	71	468	34	15	1	826	287
<u>\$ 267</u>	<u>\$ 520</u>	<u>\$ 172</u>	<u>\$ 179</u>	<u>\$ 743</u>	<u>\$ 116</u>	<u>\$ 80</u>	<u>\$ 83</u>	<u>\$ 1,223</u>	<u>\$ 337</u>

FEDERAL HOME LOAN BANKS
CONDENSED COMBINING SCHEDULES—STATEMENTS OF CAPITAL
NINE MONTHS ENDED SEPTEMBER 30, 2013 AND 2012
(Unaudited)

<i>(dollars in millions)</i>	Combined	Combining Adjustments	Boston	New York
Balance, December 31, 2011	\$ 39,821	\$ 54	\$ 3,489	\$ 5,046
Proceeds from issuance of capital stock	6,587	—	46	2,940
Repurchases/redemptions of capital stock	(7,832)	—	(238)	(2,561)
Net shares reclassified (to)/from mandatorily redeemable capital stock	(730)	—	(1)	—
Dividends of capital stock	27	—	—	—
Comprehensive income (loss)	4,166	2	184	260
Dividends				
Cash	(433)	—	(13)	(158)
Stock	(27)	—	—	—
Balance, September 30, 2012	<u>\$ 41,579</u>	<u>\$ 56</u>	<u>\$ 3,467</u>	<u>\$ 5,527</u>
Balance, December 31, 2012	\$ 42,549	\$ 76	\$ 3,566	\$ 5,491
Proceeds from issuance of capital stock	12,123	—	120	3,192
Repurchases/redemptions of capital stock	(11,469)	—	(275)	(2,502)
Net shares reclassified (to)/from mandatorily redeemable capital stock	(1,932)	—	(859)	(4)
Dividends of capital stock	28	—	—	—
Comprehensive income (loss)	2,556	27	122	295
Dividends				
Cash	(577)	—	(9)	(146)
Stock	(28)	—	—	—
Balance, September 30, 2013	<u>\$ 43,250</u>	<u>\$ 103</u>	<u>\$ 2,665</u>	<u>\$ 6,326</u>

Pittsburgh	Atlanta	Cincinnati	Indianapolis	Chicago	Des Moines	Dallas	Topeka	San Francisco	Seattle
\$ 3,663	\$ 6,561	\$ 3,559	\$ 1,948	\$ 3,292	\$ 2,812	\$ 1,705	\$ 1,701	\$ 4,705	\$ 1,286
322	799	319	57	144	868	535	320	232	5
(436)	(1,667)	—	—	(790)	(945)	(545)	(84)	(555)	(11)
(183)	(59)	(17)	(3)	(54)	(8)	(2)	(240)	(8)	(155)
—	—	—	—	—	—	4	23	—	—
267	520	172	179	743	116	80	83	1,223	337
(2)	(59)	(101)	(35)	(3)	(45)	—	—	(17)	—
—	—	—	—	—	—	(4)	(23)	—	—
<u>\$ 3,631</u>	<u>\$ 6,095</u>	<u>\$ 3,932</u>	<u>\$ 2,146</u>	<u>\$ 3,332</u>	<u>\$ 2,798</u>	<u>\$ 1,773</u>	<u>\$ 1,780</u>	<u>\$ 5,580</u>	<u>\$ 1,462</u>
\$ 3,428	\$ 6,275	\$ 4,537	\$ 2,216	\$ 3,448	\$ 2,834	\$ 1,771	\$ 1,721	\$ 5,613	\$ 1,573
935	3,427	710	145	224	1,960	717	386	298	9
(1,261)	(3,966)	—	—	(253)	(1,313)	(771)	(172)	(929)	(27)
(1)	(8)	(19)	(95)	(58)	(20)	(26)	(208)	(3)	(631)
—	—	—	—	—	—	3	25	—	—
93	369	198	162	249	(3)	51	86	753	154
(11)	(84)	(131)	(43)	(4)	(39)	(1)	—	(109)	—
—	—	—	—	—	—	(3)	(25)	—	—
<u>\$ 3,183</u>	<u>\$ 6,013</u>	<u>\$ 5,295</u>	<u>\$ 2,385</u>	<u>\$ 3,606</u>	<u>\$ 3,419</u>	<u>\$ 1,741</u>	<u>\$ 1,813</u>	<u>\$ 5,623</u>	<u>\$ 1,078</u>

FEDERAL HOME LOAN BANKS
CONDENSED COMBINING SCHEDULES—STATEMENTS OF CASH FLOWS
NINE MONTHS ENDED SEPTEMBER 30, 2013
(Unaudited)

<i>(dollars in millions)</i>	Combined	Combining Adjustments	Boston	New York
Operating activities				
Net cash provided by (used in) operating activities	\$ 3,081	\$ —	\$ 126	\$ 391
Investing activities				
Net change/net proceeds and payments in				
Premises, software and equipment	(54)	—	(1)	(3)
Investments	25,746	(5)	4,931	(269)
Advances	(44,034)	—	(1,937)	(14,469)
Mortgage loans held for portfolio	4,105	—	61	(100)
Proceeds from sales of foreclosed assets	131	—	9	1
Principal collected on other loans	1	—	—	—
Net cash provided by (used in) investing activities	(14,105)	(5)	3,063	(14,840)
Financing activities				
Net change in				
Deposits and pass-through reserves	(2,926)	5	(23)	(462)
Net proceeds (payments) on derivative contracts with financing element	(601)	—	(14)	(176)
Net proceeds from issuance of consolidated obligations				
Discount notes	2,385,053	—	40,912	128,770
Bonds	271,578	—	4,802	49,700
Bonds transferred from other FHLBanks	—	(202)	80	—
Payments for maturing and retiring consolidated obligations				
Discount notes	(2,366,154)	—	(39,075)	(116,284)
Bonds	(257,420)	—	(6,677)	(43,643)
Bonds transferred to other FHLBanks	—	202	—	(29)
Proceeds from issuance of capital stock	12,123	—	120	3,192
Payments for repurchases/redemptions of mandatorily redeemable capital stock	(3,049)	—	(98)	(3)
Payments for repurchases/redemptions of capital stock	(11,469)	—	(275)	(2,502)
Cash dividends paid	(577)	—	(9)	(146)
Net cash provided by (used in) financing activities	26,558	5	(257)	18,417
Net increase (decrease) in cash and due from banks	15,534	—	2,932	3,968
Cash and due from banks at beginning of the period	18,560	—	241	7,553
Cash and due from banks at end of the period	\$ 34,094	\$ —	\$ 3,173	\$ 11,521

Pittsburgh	Atlanta	Cincinnati	Indianapolis	Chicago	Des Moines	Dallas	Topeka	San Francisco	Seattle
\$ 427	\$ 290	\$ 237	\$ 246	\$ 702	\$ 99	\$ 152	\$ 133	\$ 183	\$ 95
(2)	(2)	(3)	(8)	(9)	(6)	(1)	(4)	(6)	(9)
3,054	2,549	(2,592)	3,030	7,409	1,113	2,715	569	3,397	(155)
768	7,794	(12,023)	(984)	(404)	(19,384)	1,518	(2,377)	(757)	(1,779)
258	246	685	(168)	2,242	327	25	(2)	317	214
—	19	—	—	75	20	—	4	3	—
—	—	—	—	—	—	—	1	—	—
4,078	10,606	(13,933)	1,870	9,313	(17,930)	4,257	(1,809)	2,954	(1,729)
(243)	(199)	(265)	(672)	(218)	(399)	(301)	(419)	347	(77)
(24)	(121)	(29)	(54)	(53)	(6)	(151)	(50)	59	18
194,551	197,301	124,098	52,000	526,897	90,857	138,036	72,658	91,095	727,878
21,153	62,917	26,659	16,351	14,397	30,390	5,671	6,362	19,103	14,073
—	—	—	—	—	—	—	—	122	—
(196,716)	(212,758)	(121,399)	(53,119)	(538,635)	(71,313)	(138,504)	(69,142)	(74,487)	(734,722)
(20,744)	(57,996)	(14,711)	(16,024)	(10,760)	(32,186)	(9,142)	(7,145)	(32,922)	(5,470)
—	—	—	—	—	(173)	—	—	—	—
935	3,427	710	145	224	1,960	717	386	298	9
(433)	(24)	(109)	(291)	(59)	(16)	(1)	(209)	(1,758)	(48)
(1,261)	(3,966)	—	—	(253)	(1,313)	(771)	(172)	(929)	(27)
(11)	(84)	(131)	(43)	(4)	(39)	(1)	—	(109)	—
(2,793)	(11,503)	14,823	(1,707)	(8,464)	17,762	(4,447)	2,269	819	1,634
1,712	(607)	1,127	409	1,551	(69)	(38)	593	3,956	—
1,351	4,083	16	105	3,564	252	921	370	104	—
\$ 3,063	\$ 3,476	\$ 1,143	\$ 514	\$ 5,115	\$ 183	\$ 883	\$ 963	\$ 4,060	\$ —

FEDERAL HOME LOAN BANKS
CONDENSED COMBINING SCHEDULES—STATEMENTS OF CASH FLOWS
NINE MONTHS ENDED SEPTEMBER 30, 2012
(Unaudited)

<i>(dollars in millions)</i>	Combined	Combining Adjustments	Boston	New York
Operating activities				
Net cash provided by (used in) operating activities	\$ 3,030	\$ —	\$ 291	\$ 530
Investing activities				
Net change/net proceeds and payment in				
Loans to FHLBanks	—	5	—	—
Premises, software and equipment	(36)	—	(1)	(2)
Investments	(4,911)	(4)	3,479	(10,229)
Advances	5,161	—	1,233	(6,912)
Mortgage loans held for portfolio	2,517	—	(337)	(342)
Proceeds from sales of foreclosed assets	103	—	8	1
Principal collected on other loans	1	—	—	—
Net cash provided by (used in) investing activities	2,835	1	4,382	(17,484)
Financing activities				
Net change in				
Deposits and pass-through reserves	(105)	4	12	(284)
Securities sold under agreements to repurchase and other borrowings	(437)	—	—	(32)
Loans from FHLBanks	—	(5)	—	—
Net proceeds (payments) on derivative contracts with financing element	(849)	—	(27)	(201)
Net proceeds from issuance of consolidated obligations				
Discount notes	2,547,104	—	101,913	120,033
Bonds	321,044	—	7,880	40,831
Bonds transferred from other FHLBanks	—	(130)	130	—
Payments for maturing and retiring consolidated obligations				
Discount notes	(2,520,042)	—	(104,572)	(108,441)
Bonds	(365,439)	—	(9,597)	(43,116)
Bonds transferred to other FHLBanks	—	130	—	—
Proceeds from issuance of capital stock	6,587	—	46	2,940
Payments for repurchases/redemptions of mandatorily redeemable capital stock	(1,604)	—	(13)	(34)
Payments for repurchases/redemptions of capital stock	(7,832)	—	(238)	(2,561)
Cash dividends paid	(433)	—	(13)	(158)
Net cash provided by (used in) financing activities	(22,006)	(1)	(4,479)	8,977
Net increase (decrease) in cash and due from banks	(16,141)	—	194	(7,977)
Cash and due from banks at beginning of the period	20,182	—	112	10,878
Cash and due from banks at end of the period	\$ 4,041	\$ —	\$ 306	\$ 2,901

Pittsburgh	Atlanta	Cincinnati	Indianapolis	Chicago	Des Moines	Dallas	Topeka	San Francisco	Seattle (As Restated)
\$ 78	\$ 443	\$ 321	\$ 221	\$ 230	\$ 158	\$ 165	\$ 151	\$ 453	\$ (11)
—	—	—	—	—	—	35	—	—	(40)
(2)	(3)	(1)	(9)	(6)	(2)	(3)	(1)	(4)	(2)
(1,243)	6,767	(1,177)	(1,169)	(12)	(366)	(2,369)	(686)	(236)	2,334
(7,330)	6,292	(7,675)	(72)	1,772	456	(688)	(520)	16,273	2,332
301	283	(16)	102	2,787	(5)	32	(923)	418	217
—	10	—	—	53	22	—	7	2	—
—	—	—	—	—	—	—	1	—	—
(8,274)	13,349	(8,869)	(1,148)	4,594	105	(2,993)	(2,122)	16,453	4,841
(25)	(564)	114	143	82	458	(446)	332	(75)	144
—	—	—	—	(400)	—	—	(5)	—	—
—	—	—	—	—	—	40	(35)	—	—
(90)	(250)	(106)	(63)	(61)	(7)	(48)	(58)	47	15
315,609	240,000	184,506	102,720	354,372	237,612	309,238	53,761	30,964	496,376
26,631	49,297	15,462	18,821	37,532	15,666	20,433	15,925	47,680	24,886
—	—	—	—	—	—	—	—	—	—
(305,647)	(242,574)	(179,112)	(99,697)	(352,547)	(230,263)	(313,343)	(53,439)	(40,385)	(490,022)
(28,513)	(58,465)	(14,482)	(21,432)	(44,082)	(23,508)	(14,155)	(14,406)	(57,473)	(36,210)
—	—	—	—	—	(130)	—	—	—	—
322	799	319	57	144	868	535	320	232	5
(40)	(303)	(73)	(5)	(48)	(4)	(12)	(242)	(816)	(14)
(436)	(1,667)	—	—	(790)	(945)	(545)	(84)	(555)	(11)
(2)	(59)	(101)	(35)	(3)	(45)	—	—	(17)	—
7,809	(13,786)	6,527	509	(5,801)	(298)	1,697	2,069	(20,398)	(4,831)
(387)	6	(2,021)	(418)	(977)	(35)	(1,131)	98	(3,492)	(1)
634	6	2,034	513	1,002	240	1,152	116	3,494	1
\$ 247	\$ 12	\$ 13	\$ 95	\$ 25	\$ 205	\$ 21	\$ 214	\$ 2	\$ —

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SELECTED FINANCIAL DATA

<i>(dollars in millions)</i>	2013			2012	
	September 30,	June 30,	March 31,	December 31,	September 30,
Selected Statement of Condition data at					
Investments(1)	\$ 242,327	\$ 256,660	\$ 259,452	\$ 265,825	\$ 278,855
Advances	465,110	458,461	418,297	425,750	412,263
Mortgage loans held for portfolio	45,269	46,739	48,076	49,557	50,814
Allowance for credit losses on mortgage loans	(99)	(107)	(123)	(132)	(137)
Total assets	789,104	774,983	738,706	762,454	748,719
Consolidated obligations					
Discount notes	235,180	221,411	192,977	216,282	217,236
Bonds	486,548	484,095	476,387	475,856	462,212
Total consolidated obligations	721,728	705,506	669,364	692,138	679,448
Mandatorily redeemable capital stock	5,812	6,947	6,070	6,929	7,139
Subordinated notes(2)	1,000	1,000	1,000	1,000	1,000
Total capital stock(3)					
Class B putable	31,810	32,206	32,131	33,021	33,047
Class A putable	475	474	487	514	547
Total capital stock	32,285	32,680	32,618	33,535	33,594
Retained earnings	11,766	11,452	10,916	10,524	10,062
Accumulated other comprehensive income (loss)	(801)	(894)	(831)	(1,510)	(2,077)
Total capital	43,250	43,238	42,703	42,549	41,579
Selected Statement of Income data for the quarter ended					
Net interest income	\$ 845	\$ 832	\$ 850	\$ 989	\$ 1,015
Provision (reversal) for credit losses	(3)	(6)	(4)	2	6
Net interest income after provision (reversal) for credit losses	848	838	854	987	1,009
Non-interest income (loss)	(5)	155	28	(2)	(41)
Non-interest expense	241	187	234	249	235
Assessments	65	76	68	75	73
Net income (loss)	\$ 537	\$ 730	\$ 580	\$ 661	\$ 660
Selected other data for the quarter ended					
Cash and stock dividends	\$ 223	\$ 194	\$ 188	\$ 199	\$ 149
Dividend payout ratio(4)	41.53%	26.58%	32.41%	30.11%	22.58%
Return on average equity(5)	4.95%	6.93%	5.40%	6.34%	6.57%
Return on average assets	0.27%	0.38%	0.30%	0.35%	0.34%
Average equity to average assets	5.52%	5.52%	5.63%	5.49%	5.21%
Net interest margin(6)	0.43%	0.44%	0.46%	0.52%	0.53%
Selected other data at					
Total GAAP capital-to-asset ratio	5.48%	5.58%	5.78%	5.58%	5.55%
Combined regulatory capital-to-assets ratio(7)	6.32%	6.59%	6.71%	6.69%	6.78%

- (1) Investments consist of interest-bearing deposits, securities purchased under agreements to resell, Federal funds sold, trading securities, available-for-sale securities and held-to-maturity securities.
- (2) The FHLBank of Chicago has \$1.0 billion of subordinated notes outstanding that mature on June 13, 2016. The subordinated notes are not obligations of, and are not guaranteed by, the U.S. government or any of the FHLBanks other than the FHLBank of Chicago.
- (3) FHLBank capital stock is redeemable at the request of a member subject to the statutory redemption periods and other conditions and limitations.
- (4) Dividend payout ratio is equal to dividends declared in the period expressed as a percentage of net income (loss) in the period. This ratio may not be as relevant to the combined balances because there are no shareholders at the FHLBank System-wide level.
- (5) Return on average equity is equal to net income (loss) expressed as a percentage of average total capital.
- (6) Net interest margin is equal to net interest income represented as a percentage of average interest-earning assets.
- (7) The regulatory capital-to-assets ratio is calculated based on the FHLBanks' combined regulatory capital as a percentage of total assets. (See [Note 13 - Capital](#) to the accompanying combined financial statements for a definition and discussion of regulatory capital.)

FINANCIAL DISCUSSION AND ANALYSIS OF COMBINED FINANCIAL CONDITION AND COMBINED RESULTS OF OPERATIONS

Investors should read this financial discussion and analysis of combined financial condition and combined results of operations together with the combined financial statements and the accompanying notes in this Combined Financial Report of the 12 Federal Home Loan Banks (FHLBanks). Each FHLBank discusses its financial condition and results of operations in its periodic reports filed with the Securities and Exchange Commission (SEC). The results of operations for interim periods are not necessarily indicative of the results to be expected for the year ending December 31, 2013. The unaudited financial statements, included in this Combined Financial Report, should be read in conjunction with the audited combined financial statements for the year ended December 31, 2012, included in the Federal Home Loan Banks Combined Financial Report for the year ended December 31, 2012.

Each FHLBank's Annual Report on Form 10-K and Quarterly Report on Form 10-Q filed with the SEC contains, as required by applicable SEC rules, a Management's Discussion and Analysis of Financial Condition and Results of Operations, commonly called MD&A. The SEC has noted that one of the principal objectives of MD&A is to provide a narrative explanation of a registrant's financial statements that enables investors to see the registrant through the eyes of its management and that "management has a unique perspective on its business that only it can present." Because there is no centralized management of the FHLBanks that can provide a system-wide "eyes of management" view of the FHLBanks as a whole, this Combined Financial Report does not contain a conventional MD&A. It includes, instead, a "Financial Discussion and Analysis of Combined Financial Condition and Combined Results of Operations" prepared by the Office of Finance using information provided by the individual FHLBanks. This Financial Discussion and Analysis does not generally include a separate description of how each FHLBank's operations affect the combined financial condition and combined results of operations. That level of information about each of the FHLBanks is addressed in each respective FHLBank's periodic reports filed with the SEC. (See [Explanatory Statement about Federal Home Loan Banks Combined Financial Report](#) and [Supplemental Information - Individual FHLBank Selected Financial Data and Financial Ratios](#).)

The combined financial statements include the financial records of the 12 FHLBanks. (See the [Condensed Combining Schedules](#) for information regarding each individual FHLBank's results.) Transactions among the FHLBanks have been eliminated in accordance with combination accounting principles related to consolidation under GAAP. (See [Interbank Transfers of Consolidated Bonds and Their Effect on Combined Net Income](#) and [Note 1 - Summary of Significant Accounting Policies](#) to the accompanying combined financial statements for more information.)

Unless otherwise stated, amounts disclosed in this Combined Financial Report represent values rounded to the nearest million. Amounts less than one million may not be reflected in this Combined Financial Report.

Forward-Looking Information

Statements contained in this report, including statements describing the objectives, projections, estimates, or future predictions of the FHLBanks and Office of Finance, may be "forward-looking statements." These statements may use forward-looking terminology, such as "anticipates," "believes," "could," "estimates," "may," "should," "will," or their negatives or other variations on these terms. Investors should note that forward-looking statements, by their nature, involve risks or uncertainties, including those set forth in *Risk Factors*, pages 20 to 28 of the Federal Home Loan Banks Combined Financial Report for the year ended December 31, 2012 along with any changes disclosed in this report. Therefore, the actual results could differ materially from those expressed or implied in these forward-looking statements or could affect the extent to which a particular objective, projection, estimate, or prediction is realized.

These forward-looking statements involve risks and uncertainties including, but not limited to, the following:

- changes in the general economy, money and capital markets, employment rates, housing market activity and housing prices, the size and volatility of the residential mortgage market, and uncertainty regarding the global economy;
- volatility of market prices, interest rates, and indices or other factors that could affect the value of investments, including other-than-temporary impairment (OTTI) of private-label mortgage-backed securities, or collateral held by the FHLBanks resulting from the effects of, and changes in, various monetary or fiscal policies and regulations, including those determined by the Federal Reserve Board and the Federal Deposit Insurance Corporation (FDIC), or a decline in liquidity in the financial markets;

- political events, including legislative, regulatory, judicial, or other developments that affect the FHLBanks, their members, counterparties or investors in the consolidated obligations of the FHLBanks, including changes in the Federal Home Loan Bank Act of 1932, as amended (FHLBank Act), housing finance and government-sponsored enterprise (GSE) reform, Federal Housing Finance Agency (FHFA) actions or regulations that affect FHLBank operations, and regulatory oversight;
- competitive forces, including other sources of funding available to FHLBank members, and other entities borrowing funds in the capital markets;
- demand for FHLBank advances resulting from changes in FHLBank members' deposit flows and credit demands;
- loss of large members and repayment of advances made to those members due to institutional failures, consolidations or withdrawals from FHLBank membership;
- changes in domestic and foreign investor demand for consolidated obligations or the terms of derivative transactions and similar transactions, including changes in the relative attractiveness of consolidated obligations as compared to other investment opportunities and changes resulting from any modification of credit ratings;
- the availability of acceptable institutional counterparties for business transactions, including derivative transactions used to manage interest-rate risk;
- the ability to introduce new products and services and successfully manage the risks associated with those products and services, including new types of collateral used to secure advances; and
- the effect of new accounting guidance, including the development of supporting systems and related internal controls.

Neither the FHLBanks nor the Office of Finance undertakes any obligation to publicly update or revise any forward-looking statements contained in this Combined Financial Report, whether as a result of new information, future events, changed circumstances, or any other reason.

Executive Summary

This overview highlights selected information and may not contain all of the information that is important to readers of this Combined Financial Report. For a more complete understanding of events, trends and uncertainties, this executive summary should be read together with the Financial Discussion and Analysis section in its entirety and the FHLBanks' combined financial statements and related notes.

Overview

The FHLBanks are GSEs, federally-chartered but privately capitalized and independently managed. The 12 regional FHLBanks together with the Office of Finance, the fiscal agent of the FHLBanks, comprise the FHLBank System. All FHLBanks operate under the supervisory and regulatory framework of the FHFA.

The FHLBanks are cooperative institutions, meaning that their stockholders are also the FHLBanks' primary customers. FHLBank capital stock is not publicly traded. It is purchased and redeemed by members or repurchased by an FHLBank at a par value of \$100 per share. The FHLBank System is generally designed to expand and contract in asset size as the needs of member financial institutions and their communities change over time.

Each FHLBank's primary business is to serve as a financial intermediary between the capital markets and its members. This intermediation process involves raising funds by issuing debt, known as consolidated obligations, in the capital markets and lending those proceeds to member institutions in the form of secured loans, known as advances. Each FHLBank's principal funding is obtained from consolidated obligations issued through the Office of Finance on behalf of the FHLBanks. Consolidated obligations are the joint and several obligation of each FHLBank.

The FHLBanks seek to maintain a balance between their public policy mission and their goal of providing adequate returns on member capital. The FHLBanks achieve this balance by providing value to their members through advances, other services and dividend payments. The interest spread between the cost of each FHLBank's liabilities and the yield on its assets, combined with the earnings on its capital invested, are the FHLBanks' primary sources of earnings. Due to the FHLBanks' cooperative structures, the FHLBanks generally earn narrow net spreads between the yield on assets and the cost of liabilities incurred to fund those assets.

Credit Ratings

The FHLBank System's ability to raise funds in the capital markets at narrow spreads to the U.S. Treasury yield curve is due largely to the FHLBanks' status as GSEs, which is reflected in its consolidated obligations receiving the same credit rating as the government bond credit rating of the United States even though the consolidated obligations are not obligations of the United States. In addition to ratings on the FHLBanks' consolidated obligations, each FHLBank is rated individually by Moody's Investors Service (Moody's) and Standard & Poor's Ratings Services (S&P). Investors should note that a rating issued by a rating agency is not a recommendation to buy, sell or hold securities and that the ratings may be revised or withdrawn by the rating agency at any time. Investors should evaluate the rating of each rating agency independently. FHLBank debt is neither the obligation of, nor is it guaranteed by, the United States or any government agency. Moody's, S&P or other rating organizations could downgrade or upgrade the U.S. government and, in turn, GSEs, including the FHLBanks.

Business Environment

The primary external factors that affected the FHLBanks' combined financial condition and operating performance during the three and nine months ended September 30, 2013 included: (1) the general state of the economy and financial markets; (2) the conditions in the housing markets; (3) interest rate levels and volatility; and (4) the legislative and regulatory environment.

Economy and Financial Markets. As part of their overall business strategy, the FHLBanks' members typically use wholesale funding in the form of advances along with other sources of funding, such as retail deposits, as sources of liquidity to make residential mortgage loans. The FHLBanks' overall results of operations are influenced by the economic and financial markets and, in particular, FHLBanks' member demand for wholesale funding. The slow economic recovery along with high retail deposit levels and weak lending activity continues to dampen members' wholesale borrowing needs. However, advances outstanding increased during the nine months ended September 30, 2013 due to higher member borrowing, particularly by large-asset members.

During the three and nine months ended September 30, 2013, the economy continued to recover from the economic downturn. Gross domestic product (GDP) continued to grow during the nine months ended September 30, 2013 and has grown for 17 consecutive quarters. In addition, conditions in the labor market are improving gradually, and the unemployment rate stood at 7.3% in October 2013. There continue to be challenges to the ongoing recovery due to uncertainty about the U.S. fiscal situation, including ongoing sequester-related fiscal tightening, the ongoing U.S. debt ceiling debate, possible reduction in quantitative easing by the Federal Reserve, and the possibility that global economic growth may be slower than currently anticipated.

Volatility and interest rates remained elevated or continued to increase during the quarter ended September 30, 2013 as market participants focused on the possibility of a reduction in support from Federal Reserve purchases of agency mortgage backed securities (MBS) and Treasury securities. As a result, some investors moved away from riskier assets in favor of high quality, short-term investments as they waited for more clarity and stability in the interest-rate environment. During the nine months ended September 30, 2013, the FHLBank System maintained ready access to funding at relatively attractive levels.

Conditions in Housing Markets. Conditions in the U.S. housing markets primarily affect the FHLBanks through the creation of demand for residential mortgage loans from members and the valuation of private-label mortgage-backed securities. During the nine months ended September 30, 2013, rising housing construction and home sales added to job growth, and increases in home prices bolstered household finances and consumer spending while reducing the number of homeowners with underwater mortgages. The rise in home sales, housing prices and residential construction during the nine months ended September 30, 2013 was supported by low mortgage rates and improved confidence in both the housing market and the economy. However, improvements in the housing market face headwinds from recent increases in mortgage rates and limited housing inventory.

Interest Rate Levels and Volatility. Changes in short-term interest rates affect the FHLBanks' interest income and interest expense because a considerable portion of the FHLBanks' assets and liabilities are either directly or indirectly tied to short-term interest rates. Short-term interest rates also directly affect the FHLBanks through earnings on capital invested.

During the three and nine months ended September 30, 2013 compared to the same periods in 2012, average interest rates have generally increased. As the FHLBanks generally issue debt at spreads above U.S. Treasuries, these higher interest rates could increase the cost of issuing FHLBank consolidated obligations and, therefore, could increase the cost of long-term advances to members.

Although consolidated obligations are primarily fixed-rate instruments, the effect of derivatives and hedging activities allows the cost of debt to track market interest rates for those instruments that are in a qualifying hedge relationship. The annualized yield on total interest-bearing liabilities for the three and nine months ended September 30, 2013 was 67 and 72 basis points, 17 basis points lower than the annualized yield during both the three and nine months ended September 30, 2012. Despite interest rates generally increasing during the three and nine months ended September 30, 2013, the yield on total interest-bearing liabilities decreased, primarily attributable to the issuance of new consolidated obligations, including the effect of redemptions and refinancings of higher-cost consolidated obligations.

The Federal Reserve Board, acting through its Federal Open Market Committee, indicated in October 2013 that it will maintain its target range for the federal funds rate at zero to one quarter percent and anticipates that this exceptionally low range for the federal funds target rate will be appropriate at least as long as the unemployment rate remains above six and a half percent, inflation between one and two years ahead is projected to be no more than one half percentage point above the Federal Open Market Committee's two percent longer-run goal, and longer-term inflation expectations continue to be well anchored. The Federal Reserve Board announced in October 2013 that it will continue to purchase \$40 billion in agency MBS per month and that it will continue to purchase longer-term Treasury securities at a pace of \$45 billion per month. The Federal Reserve Board also continued its existing policy of reinvesting principal payments on its agency debt and agency MBS holdings back into agency MBS, and of rolling over maturing Treasury securities at auction.

Legislative and Regulatory Environment. The FHLBanks' business operations, funding costs, rights or obligations, and the business environment in which the FHLBanks carry out their housing finance mission are affected by the legislative and regulatory environment. This environment for the FHLBank System has changed significantly over the past few years, starting with the Housing and Economic Recovery Act of 2008 (Housing Act) and continuing with financial regulators' issuance of rules to implement the Dodd-Frank Wall Street Reform and Consumer Protection Act (Dodd-Frank Act) enacted in July 2010 and deliberations by the U.S. Congress regarding housing finance and GSE reform. (See [Legislative and Regulatory Developments](#) for more information.)

FHLBanks' Financial Highlights

Financial Condition. Total assets were \$789.1 billion at September 30, 2013, an increase of 3.5% from \$762.5 billion at December 31, 2012. Advances were \$465.1 billion, an increase of 9.2% due to higher member borrowing, particularly by large-asset members. Investment balances were \$242.3 billion, a decrease of 8.8% due primarily to decreases in securities purchased under agreements to resell and Federal funds sold, partially offset by an increase in non-mortgage-backed securities. Mortgage loans, net were \$45.2 billion, a decrease of 8.6% resulting from principal repayments continuing to exceed purchases.

FHLBank debt issuance is generally driven by members' needs for advances and FHLBank liquidity needs. During the nine months ended September 30, 2013, the FHLBanks maintained continual access to funding and adapted their debt issuance to meet the needs of their members. Total liabilities were \$745.9 billion at September 30, 2013, an increase of 3.6% from \$719.9 billion at December 31, 2012, due primarily to an increase in consolidated obligations as a result of additional funding needs related to the growth in total assets.

Total GAAP capital was \$43.3 billion at September 30, 2013, an increase of 1.6% from \$42.5 billion at December 31, 2012. This increase is the result of growth in retained earnings and an improvement in accumulated other comprehensive income (loss), partially offset by a decline in capital stock outstanding. Retained earnings grew 11.8% due to net income of \$1,847 million, offset by dividends of \$605 million. Capital stock declined 3.7% or \$1.3 billion as repurchases, redemptions and net transfers of capital stock were only partially offset by new issuances.

The total GAAP capital-to-assets ratio was 5.48% at September 30, 2013, a decrease of 10 basis points from 5.58% at December 31, 2012. Total combined regulatory capital was \$49.9 billion at September 30, 2013, a decrease of 2.2% from \$51.0 billion at December 31, 2012. The combined regulatory capital-to-assets ratio was 6.32% at September 30, 2013, a decrease of 37 basis points from 6.69% at December 31, 2012.

Operating Results. Net income for the three and nine months ended September 30, 2013 was \$537 million and \$1,847 million, decreases of 18.6% and 5.0% compared to the same periods in 2012. These decreases were driven by lower net interest income, partially offset by improvements in non-interest income (loss).

Net interest income after provision for credit losses for the three and nine months ended September 30, 2013 was \$848 million and \$2,540 million, decreases of 16.0% and 16.6% compared to the same periods in 2012. Interest income was \$2,076 million and \$6,331 million for the three and nine months ended September 30, 2013, decreases of 17.4% and 18.8% compared to the same periods in 2012. These decreases were due to lower yields on interest-earning assets, which included lower prepayment fees, and reductions in the average balances of investments and mortgage loans, partially offset by the higher average balances of advances. Interest expense was \$1,231 million and \$3,804 million for the three and nine months ended September 30, 2013, decreases of 17.9% and 19.7% compared to the same periods in 2012. These decreases were driven by lower yields on new consolidated obligations, including the effect of redemptions and refinancings of higher-cost consolidated obligations.

Non-interest income for the three months ended September 30, 2013 was a loss of \$5 million, an improvement of \$36 million compared to the same period in 2012. Non-interest income for the nine months ended September 30, 2013 was \$178 million, an improvement of \$336 million compared to the same period in 2012. These improvements were due primarily to net gains on derivatives and hedging activities, net gains on debt extinguishments, and lower credit-related other-than-temporary impairment charges, partially offset by higher losses on trading securities.

Non-interest expense for the three and nine months ended September 30, 2013 was \$241 million and \$662 million, an increase of 2.6% and a decrease of 8.1% compared to the same periods in 2012. Affordable Housing Program assessments for the three and nine months ended September 30, 2013 were \$65 million and \$209 million, decreases of 11.0% and 5.4% compared to the same periods in 2012. Affordable Housing Program assessments are driven by individual FHLBank income subject to assessments.

See [Combined Financial Condition](#) and [Combined Results of Operations](#) for further information.

Combined Financial Condition

Total assets were \$789.1 billion at September 30, 2013, an increase of \$26.7 billion or 3.5% from \$762.5 billion at December 31, 2012, comprised of an increase in advances partially offset by declines in investments, mortgage loans and cash. Total consolidated obligations were \$721.7 billion at September 30, 2013, an increase of \$29.6 billion or 4.3% from \$692.1 billion at December 31, 2012, due to funding needs resulting from the growth in total assets. The following discussion contains information on the major categories of the FHLBanks' Combined Statement of Condition: advances, investments, mortgage loans, consolidated obligations, deposits and capital.

Advances

The FHLBanks provide liquidity to members and eligible non-members through secured loans (advances), which may be used for residential mortgages, community investments, and other services for housing and community development. Each FHLBank makes advances based on the security of mortgage loans and other types of eligible collateral pledged, and the creditworthiness and financial condition of the borrowing institutions.

Table 1 presents advances outstanding by product type, some of which include advances that contain embedded put or call options. A member can either sell an embedded option to an FHLBank or it can purchase an embedded option from an FHLBank. (See [Note 7 - Advances](#) to the accompanying combined financial statements for additional information on puttable and callable advances and their potential effect on advance maturities.)

Table 1 - Advances Outstanding by Product Type
(dollars in millions)

	September 30, 2013		December 31, 2012	
	Amount	Percentage of Total	Amount	Percentage of Total
Fixed-rate	\$ 255,497	55.9%	\$ 249,314	60.3%
Adjustable/variable-rate indexed	160,264	35.0%	117,394	28.4%
Hybrid(1)	22,131	4.8%	24,352	5.9%
Amortizing(2)/mortgage-matched	11,503	2.5%	12,060	2.9%
Convertible	7,699	1.7%	9,892	2.4%
Other advances	574	0.1%	588	0.1%
Total par value	457,668	100.0%	413,600	100.0%
Other(3)	7,442		12,150	
Total	\$ 465,110		\$ 425,750	

- (1) A hybrid advance contains a one-time option to embed either a floor or cap at any time during the life of the advance. A hybrid advance may be either fixed- or variable-rate at the date of issuance.
- (2) Amortizing advances include index-amortizing advances, which require repayment in accordance with predetermined amortization schedules linked to various indices. Generally, as market interest rates rise (fall), the maturity of an index-amortizing advance extends (contracts).
- (3) Consists of hedging and fair value option valuation adjustments, unamortized premiums, discounts and commitment fees.

The outstanding carrying value of advances was \$465.1 billion at September 30, 2013, an increase of \$39.4 billion or 9.2% from \$425.8 billion at December 31, 2012. This increase was due to higher member borrowing, particularly by large-asset members. The percentage of members with outstanding advances decreased to 57.1% at September 30, 2013 compared to 57.3% at December 31, 2012.

Table 2 presents cash flows related to advance originations and advance repayments, which illustrates advance originations exceeding repayments resulting in a higher advance balance at September 30, 2013. The increases in advance originations are due primarily to advance growth, particularly by large-asset members and members electing to restructure certain outstanding advances to take advantage of the low interest-rate environment.

Table 2 - Advance Originations and Repayments
(dollars in millions)

	Three Months Ended September 30,			Nine Months Ended September 30,		
	2013	2012	Change	2013	2012	Change
Advances originated	\$ 911,151	\$ 776,904	\$ 134,247	\$ 2,568,364	\$ 2,238,190	\$ 330,174
Advances repaid	904,191	783,076	121,115	2,524,330	2,243,351	280,979
Net change	\$ 6,960	\$ (6,172)		\$ 44,034	\$ (5,161)	

The FHLBanks lend advances primarily to their members. Table 3 presents advances at par value by type of borrower and Table 4 presents member borrowers by type of member.

Table 3 - Advances at Par Value by Type of Borrower
(dollars in millions)

	September 30, 2013		December 31, 2012	
	Par Value	Percentage of Total Par Value of Advances	Par Value	Percentage of Total Par Value of Advances
Commercial bank members	\$ 288,784	63.1%	\$ 232,825	56.3%
Thrift members	75,925	16.6%	85,762	20.7%
Insurance company members	53,773	11.7%	51,593	12.5%
Credit union members	26,569	5.8%	25,074	6.1%
Community development financial institution members	70	—	41	—
Total member advances	445,121	97.2%	395,295	95.6%
Non-member borrowers	12,235	2.7%	17,952	4.3%
Housing associates	312	0.1%	353	0.1%
Total par value	\$ 457,668	100.0%	\$ 413,600	100.0%

Table 4 - Member Borrowers by Type of Member

	September 30, 2013		December 31, 2012	
	Number	Percentage of Total Member Borrowers	Number	Percentage of Total Member Borrowers
Commercial banks	3,118	72.4%	3,206	73.2%
Thrifts	639	14.8%	668	15.3%
Credit unions	427	9.9%	385	8.8%
Insurance companies	119	2.8%	112	2.6%
Community development financial institutions	6	0.1%	5	0.1%
Total member borrowers	4,309	100.0%	4,376	100.0%
Total members	7,542		7,635	

Table 5 presents the FHLBanks' top 10 advance holding borrowers at the holding-company level on a combined basis based on advances outstanding at par at September 30, 2013. The percentage of total advances for each holding company was computed by dividing the par value of advances by subsidiaries of that holding company by the total combined par value of advances. These percentage concentrations do not represent borrowing concentrations in an individual FHLBank.

Table 5 - Top 10 Advance Holding Borrowers by Holding Company at September 30, 2013
(dollars in millions)

Holding Company Name(1)	FHLBank Districts(2)	Par Value	Percentage of Total Par Value of Advances
JPMorgan Chase & Co.	Pittsburgh, Cincinnati, San Francisco, Seattle	\$ 61,837	13.5%
Bank of America Corporation	Boston, New York, Atlanta, San Francisco, Seattle	26,140	5.7%
Citigroup Inc.	New York, Dallas, San Francisco	25,702	5.6%
Wells Fargo & Company	Des Moines, San Francisco	19,151	4.2%
MetLife, Inc.	Boston, New York, Pittsburgh, Des Moines	15,000	3.3%
New York Community Bancorp, Inc.	New York, Cincinnati	10,888	2.4%
BB&T Corporation	Atlanta	8,540	1.9%
The PNC Financial Services Group, Inc.	New York, Pittsburgh, Atlanta, Cincinnati	8,473	1.9%
Banco Santander, S.A.	New York, Pittsburgh	8,265	1.8%
Capital One Financial Corporation	Atlanta, Dallas	8,218	1.8%
		\$ 192,214	42.1%

- (1) Holding company information was obtained from the Federal Reserve System's website, the National Information Center (NIC) and SEC filings. The NIC is a central repository of data about banks and other institutions for which the Federal Reserve System has a supervisory, regulatory, or research interest, including both domestic and foreign banking organizations operating in the United States.
- (2) At September 30, 2013, each holding company had subsidiaries with advance borrowings in these FHLBank districts.

Investments

The FHLBanks maintain investment portfolios for liquidity purposes, to use balance sheet capacity and to provide additional earnings. This investment income bolsters the FHLBanks' capacity to meet their commitments to affordable housing and community investment, and to support operating expenses. Table 6 presents the composition of investments and investment securities as of September 30, 2013 and December 31, 2012.

Table 6 - Total Investments

(dollars in millions)

Carrying Value	September 30, 2013	December 31, 2012	Change
Interest-bearing deposits	\$ 1,008	\$ 1,007	\$ 1
Securities purchased under agreements to resell	17,600	35,839	(18,239)
Federal funds sold	32,883	44,010	(11,127)
Total investment securities by major security type			
Investment securities non-mortgage-backed securities			
U.S. Treasury obligations	1,038	1,003	35
Commercial paper	1,066	60	1,006
Certificates of deposit	6,504	3,283	3,221
Other U.S. obligations	5,467	4,950	517
GSE and Tennessee Valley Authority obligations	25,716	25,313	403
State or local housing agency obligations	3,169	2,735	434
Federal Family Education Loan Program ABS	6,969	7,452	(483)
Other	1,448	1,651	(203)
Total investment securities non-mortgage-backed securities	51,377	46,447	4,930
Investment securities mortgage-backed securities			
Other U.S. obligations residential MBS	12,402	12,534	(132)
Other U.S. obligations commercial MBS	240	457	(217)
GSE residential MBS	97,035	94,504	2,531
GSE commercial MBS	7,715	5,602	2,113
Private-label residential MBS	21,633	24,936	(3,303)
Private-label commercial MBS	1	10	(9)
Manufactured housing loan ABS	131	147	(16)
Home equity loan ABS	302	332	(30)
Total investment securities mortgage-backed securities	139,459	138,522	937
Total investment securities	190,836	184,969	5,867
Total investments	\$ 242,327	\$ 265,825	\$ (23,498)

Total investments were \$242.3 billion at September 30, 2013, a decrease of \$23.5 billion or 8.8% from \$265.8 billion at December 31, 2012 due primarily to decreases in securities purchased under agreements to resell and Federal funds sold, partially offset by an increase in non-mortgage-backed securities.

Short-term Investments. The FHLBanks maintain short-term investment portfolios, which may provide funds to meet the credit needs of their members. These portfolios may include:

- interest-bearing deposits;
- securities purchased under agreements to resell;
- Federal funds sold;
- U.S. Treasury obligations;
- commercial paper;
- certificates of deposit; and
- GSE obligations.

The yield earned on these short-term investments is tied directly to short-term market interest rates. At September 30, 2013, the FHLBanks continued to maintain significant short-term investment balances as part of their ongoing strategy and to satisfy regulatory liquidity requirements. (See [Liquidity](#) for further discussion related to liquidity management.)

Long-term Investments. The FHLBanks also enhance interest income and support operating expenses by holding long-term investments. These investments generally provide the FHLBanks with higher returns than those available on short-term investments.

Unrealized Losses on Mortgage-Backed Securities. Unrealized losses, including the net effect of non-credit-related OTTI recognized in AOCI, on the FHLBanks' available-for-sale (AFS) MBS decreased \$601 million from December 31, 2012 to September 30, 2013. This decline was primarily driven by an increase in the fair value of certain private-label residential MBS.

Unrealized losses, including the net effect of non-credit-related OTTI recognized in AOCI, on the FHLBanks' held-to-maturity (HTM) MBS increased \$216 million from December 31, 2012 to September 30, 2013. The increase in unrealized losses was primarily related to the decline in fair value of certain government-sponsored enterprise MBS, which was due to changes in interest rates. However, the decline in the fair value of HTM MBS is not recorded in the Combined Statement of Condition or in the Combined Statement of Comprehensive Income as these investments are held-to-maturity. Offsetting the decrease in fair value was the accretion of the non-credit portion of OTTI losses, recorded in AOCI, on HTM securities that had experienced non-credit-related OTTI in previous periods. For these securities, the non-credit-related impairment is accreted prospectively, based on the amount and timing of future cash flows, over the remaining life of the security as an increase in its carrying value. There is no effect on earnings unless the security is subsequently sold or there are additional decreases in cash flows expected to be collected.

See [Note 4 - Available-for-Sale Securities](#) and [Note 5 - Held-to-Maturity Securities](#) to the accompanying combined financial statements for discussion of those securities with unrealized losses.

OTTI on Investment Securities. Each FHLBank evaluates its individual AFS and HTM investment securities holdings for OTTI on a quarterly basis. Private-label residential MBS, private-label commercial MBS, manufactured housing loan asset-backed securities (ABS) and home equity loan ABS (collectively referred to as private-label mortgage-backed securities) are those investment securities that generally carry the greatest risk of loss. For the three and nine months ended September 30, 2013, affected FHLBanks recognized \$6 million and \$12 million of net OTTI losses related to AFS and HTM private-label mortgage-backed securities. For the three and nine months ended September 30, 2012, affected FHLBanks recognized \$8 million and \$94 million of net OTTI losses related to AFS and HTM private-label mortgage-backed securities. The net OTTI losses related to AFS and HTM private-label mortgage-backed securities for the three and nine months ended September 30, 2013 and 2012 were recognized after each of these FHLBanks determined that it was likely that it would not recover the entire amortized cost basis of each of these securities.

In addition to those securities with OTTI, the FHLBanks had certain private-label mortgage-backed securities in unrealized loss positions at September 30, 2013. However, these declines are considered temporary, as each of the affected FHLBanks asserted as of September 30, 2013 that it has no intent to sell and believes it is not more likely than not that it will be required to sell any security before its anticipated recovery of the remaining amortized cost basis. The FHLBanks' portfolio monitoring is ongoing and further deterioration in delinquency rates, loss rates and real estate values may cause an increase in recognized losses on investment securities.

See [Critical Accounting Estimates - OTTI for Investment Securities](#), [Risk Management - Credit Risk - Investments](#), and [Note 6 - Other-than-Temporary Impairment Analysis](#) to the accompanying combined financial statements for additional information.

Mortgage-Backed Securities to Total Regulatory Capital Ratio. Current regulatory policy prohibits an FHLBank from purchasing MBS if its investment in MBS exceeds 300% of that FHLBank's previous month-end regulatory capital on the day it purchases the securities. On March 24, 2008, the Federal Housing Finance Board temporarily increased this limit from 300% to 600% for certain kinds of MBS under certain conditions; this temporary increase expired on March 31, 2010. At September 30, 2013, each of the FHLBanks of Atlanta, Chicago, and Topeka had MBS holdings in excess of the current investment limit and

are precluded from purchasing additional MBS investments until their respective MBS ratio declines below 300%. Each of these FHLBanks was not required to sell any previously purchased MBS. Each of the remaining FHLBanks was in compliance with the regulatory limit at the time of its respective MBS purchases and at September 30, 2013. The ratio of MBS (net of regulatory excluded MBS) to total regulatory capital for the FHLBanks on a combined basis at September 30, 2013 was 2.8.

In addition to this limitation, the FHLBank of Chicago's board of directors passed a resolution requiring that the FHLBank of Chicago obtain FHFA approval for any new investments that have a term to maturity in excess of 270 days until such time as the FHLBank of Chicago's MBS portfolio is less than three times its total regulatory capital and its advances represent more than 50% of its total assets.

See individual FHLBank 2012 SEC Forms 10-K for disclosures related to individual FHLBank investment holdings that exceed 10% of their respective total capital.

Mortgage Loans Held for Portfolio, Net

The FHLBanks purchase mortgage loans to support the FHLBanks' housing mission, diversify their investments and provide an additional source of liquidity to FHLBank members. The two primary programs are the Mortgage Purchase Program (MPP) and the Mortgage Partnership Finance[®] (MPF) Program. (See [Risk Management - Credit Risk - Mortgage Loans Held for Portfolio](#) for more information.)

Table 7 - Mortgage Loans Held for Portfolio, Net
(dollars in millions)

	September 30, 2013	December 31, 2012	Change
Mortgage loans held for portfolio	\$ 45,269	\$ 49,557	\$ (4,288)
Allowance for credit losses on mortgage loans	(99)	(132)	33
Total mortgage loans held for portfolio, net	\$ 45,170	\$ 49,425	\$ (4,255)

Mortgage Loans Held for Portfolio. Mortgage loans were \$45.3 billion at September 30, 2013, a decrease of \$4.3 billion or 8.7% from \$49.6 billion at December 31, 2012. The mortgage loans held for portfolio balance continued to decline from December 31, 2012, primarily due to principal paydowns continuing to exceed purchases.

Allowance for Credit Losses on Mortgage Loans. Table 8 presents the characteristics and credit losses of mortgage loans held for portfolio. Periodically, each FHLBank evaluates the allowance for credit losses for its mortgage loans based on its policies and procedures to determine if an allowance for credit losses is necessary. The allowance for credit losses on mortgage loans was \$99 million at September 30, 2013, a decrease of \$33 million or 25.0% from \$132 million at December 31, 2012, primarily due to the reversal of credit losses and charge-offs by certain FHLBanks during the nine months ended September 30, 2013. The reduction in the allowance for credit losses on mortgage loans was due primarily to improvements in the housing market and lower estimated loss severities.

Table 8 - Mortgage Loans Held for Portfolio - Characteristics and Credit Losses
(dollars in millions)

Unpaid Principal Balance	September 30, 2013	December 31, 2012
Total past due 90 days or more and still accruing interest	\$ 435	\$ 559
Non-accrual loans(1)	\$ 568	\$ 650
Troubled debt restructurings (not included above)(2)	\$ 76	\$ 61

Unpaid Principal Balance	Nine Months Ended September 30, 2013	Year Ended December 31, 2012
Allowance for credit losses, beginning of period	\$ 132	\$ 138
Charge-offs and recoveries	(20)	(27)
Provision (reversal) for credit losses(3)	(13)	21
Allowance for credit losses, end of period	<u>\$ 99</u>	<u>\$ 132</u>

- (1) Non-accrual mortgage loans are defined as conventional mortgage loans where either (a) the collection of interest or principal is doubtful, or (b) interest or principal is past due for 90 days or more, except when the loan is well secured and in the process of collection.
- (2) Represents troubled debt restructured loans that are still performing as of the period-end presented.
- (3) The provision (reversal) for credit losses includes only the provision (reversal) related specifically to mortgage loans and does not include provision or reversal for credit losses related to Banking on Business loans specific to the FHLBank of Pittsburgh of less than \$1 million for the periods presented.

See [Note 9 - Allowance for Credit Losses](#) to the accompanying combined financial statements and [Combined Results of Operations - Net Interest Income after Provision \(Reversal\) for Credit Losses](#) for more information.

Consolidated Obligations

Consolidated obligations consist of consolidated bonds and consolidated discount notes, which are debt instruments issued through the Office of Finance. Consolidated obligations are the principal funding source used by the FHLBanks to make advances and to purchase mortgage loans and investments. The carrying value of consolidated obligations was \$721.7 billion at September 30, 2013, an increase of \$29.6 billion or 4.3% from \$692.1 billion at December 31, 2012, due to funding needs resulting from the growth in total assets.

Consolidated bonds are issued primarily to raise intermediate- and long-term funds. Consolidated bonds generally carry fixed- or variable-rate payment terms and have maturities typically ranging from one month to 30 years. The carrying value of consolidated bonds was \$486.5 billion at September 30, 2013, an increase of \$10.6 billion or 2.2% from \$475.9 billion at December 31, 2012. Consolidated bonds represented 67.4% and 68.8% of total consolidated obligations outstanding at September 30, 2013 and December 31, 2012.

Consolidated discount notes are issued primarily to provide short-term funding. These consolidated discount notes currently have a maturity range of one day to one year, are sold at or below face value, and mature at par. Much of the consolidated discount note activity reflects the refinancing of overnight discount notes. The carrying value of consolidated discount notes was \$235.2 billion at September 30, 2013, an increase of \$18.9 billion or 8.7% from \$216.3 billion at December 31, 2012. Consolidated discount notes represented 32.6% and 31.2% of total consolidated obligations outstanding at September 30, 2013 and December 31, 2012.

Table 9 - Consolidated Obligations Outstanding
(dollars in millions)

	September 30, 2013	December 31, 2012	Change
Par value of consolidated obligations due in 1 year or less			
Consolidated discount notes	\$ 235,210	\$ 216,335	\$ 18,875
Consolidated bonds	235,730	238,921	(3,191)
Total	470,940	455,256	15,684
Par value of long-term consolidated bonds(1)	249,456	232,444	17,012
Total par value	720,396	687,700	32,696
Other(2)	1,332	4,438	(3,106)
Total consolidated obligations	<u>\$ 721,728</u>	<u>\$ 692,138</u>	<u>\$ 29,590</u>

- (1) Includes \$1.0 billion and \$1.4 billion of index-amortizing notes as of September 30, 2013 and December 31, 2012.
- (2) Consists of hedging and fair value option valuation adjustments, and unamortized premiums and discounts.

The overall balance of consolidated obligations generally fluctuates in relation to total assets. The composition of consolidated obligations can fluctuate significantly based on comparative changes in their cost levels, supply and demand conditions, demand for advances and balance sheet management strategies. The FHLBanks have experienced relatively

favorable consolidated obligations issuance costs and there has been steady investor demand for low-risk investments, such as short-term consolidated obligations.

Table 10 presents cash flows related to consolidated obligations for the three and nine months ended September 30, 2013 and 2012, which illustrates proceeds exceeding payments, resulting in higher consolidated obligations balances at September 30, 2013. For the three and nine month ended September 30, 2013, net proceeds exceeded net payments. However, for the three and nine months ended September 30, 2013, the volume of net proceeds and net payments decreased, compared to the same periods in 2012, due primarily to lower exercise of call options, resulting in lower transaction volumes for both consolidated bonds and discount notes.

Table 10 - Net Proceeds and Payments for Consolidated Obligations
(dollars in millions)

	Three Months Ended September 30,			Nine Months Ended September 30,		
	2013	2012	Change	2013	2012	Change
Net proceeds from issuance of consolidated obligations						
Discount notes	\$ 715,715	\$ 945,150	\$ (229,435)	\$ 2,385,053	\$ 2,547,104	\$ (162,051)
Bonds	83,929	97,377	(13,448)	271,578	321,044	(49,466)
Net proceeds	799,644	1,042,527	\$ (242,883)	2,656,631	2,868,148	\$ (211,517)
Net payments for maturing and retiring consolidated obligations						
Discount notes	701,950	924,191	\$ (222,241)	2,366,154	2,520,042	\$ (153,888)
Bonds	81,327	129,065	(47,738)	257,420	365,439	(108,019)
Net payments	783,277	1,053,256	\$ (269,979)	2,623,574	2,885,481	\$ (261,907)
Net change	\$ 16,367	\$ (10,729)		\$ 33,057	\$ (17,333)	

Consolidated Bonds. Consolidated bonds often have investor-determined features. The decision to issue a consolidated bond using a particular structure is based upon the desired amount of funding and the ability of the FHLBank(s) receiving the proceeds of the consolidated bonds issued to hedge the risks. The issuance of a consolidated bond with a simultaneously-executed derivative transaction usually results in a funding vehicle with a lower cost than an FHLBank could otherwise achieve. The continued attractiveness of these debt/swap transactions depends on pricing relationships in both the consolidated bond and interest-rate exchange markets. If conditions in these markets change, the FHLBanks may alter the types or terms of the bonds issued. The increase in funding alternatives available to the FHLBanks through negotiated debt/swap transactions is beneficial to the FHLBanks because it may diversify the investor base, reduce funding costs and/or provide additional asset/liability management tools.

Table 11 - Par Value of Consolidated Bonds Outstanding by Payment Terms
(dollars in millions)

	September 30, 2013		December 31, 2012	
	Par Value(1)	Percentage of Total	Par Value(1)	Percentage of Total
Fixed-rate, noncallable	\$ 282,892	58.3%	\$ 309,065	65.6%
Fixed-rate, callable	85,478	17.6%	57,971	12.3%
Single-index, non-capped variable-rate	77,380	15.9%	78,403	16.6%
Step-up/step-down	36,360	7.5%	22,685	4.8%
Index-amortizing notes	955	0.2%	1,362	0.3%
Other(2)	2,452	0.5%	2,083	0.4%
Total	\$ 485,517	100.0%	\$ 471,569	100.0%

(1) Consolidated bonds outstanding have not been adjusted for interbank holdings totaling \$331 million at September 30, 2013 and \$204 million at December 31, 2012.

(2) Primarily consists of capped variable-rate and conversion consolidated bonds.

The types of consolidated bonds issued can fluctuate based on comparative changes in their cost levels, supply and demand conditions, advance demand and the FHLBanks' individual balance sheet management strategies. Table 12 presents the bond types the FHLBanks relied upon for their bond funding needs.

Table 12 - Percentage of Total Consolidated Bonds Issued by Bond Type

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2013	2012	2013	2012
Fixed-rate, fixed-term, noncallable (bullet)	61.7%	21.8%	48.9%	36.3%
Fixed-rate, callable	15.1%	44.3%	27.1%	40.9%
Single-index, variable-rate	19.9%	24.4%	15.7%	12.3%
Step-up/step-down(1)	3.1%	9.4%	8.1%	10.4%
Other	0.2%	0.1%	0.2%	0.1%
Total	100.0%	100.0%	100.0%	100.0%

(1) Primarily consists of callable step-up bonds.

Deposits

The FHLBanks offer demand, overnight and term deposit programs to their members and to qualifying non-members. Total deposits were \$10.5 billion at September 30, 2013, a decrease of \$3.3 billion or 23.8% from \$13.7 billion at December 31, 2012. These deposits represent a relatively small portion of the FHLBanks' funding. Deposits vary depending upon market factors, such as the attractiveness of the FHLBanks' deposit pricing relative to the rates available on alternative money market instruments, FHLBank members' investment preferences with respect to the maturity of their investments and FHLBank members' liquidity. Interest-bearing demand and overnight deposits represented 87.5% and 80.2% of deposits at September 30, 2013 and December 31, 2012, with the remaining deposits primarily being term deposits and non-interest bearing deposits.

Capital

Table 13 - Total Capital and Capital-to-Assets Ratios
(dollars in millions)

	September 30, 2013	December 31, 2012	Change
Capital stock	\$ 32,285	\$ 33,535	\$ (1,250)
Retained earnings	11,766	10,524	1,242
AOCI	(801)	(1,510)	709
Total GAAP capital	43,250	42,549	701
Exclude:			
AOCI	801	1,510	(709)
Add:			
Mandatorily redeemable capital stock	5,812	6,929	(1,117)
Other(1)	2	1	1
Total regulatory capital(2)	\$ 49,865	\$ 50,989	\$ (1,124)
Total assets	\$ 789,104	\$ 762,454	\$ 26,650
GAAP capital-to-assets ratio	5.48%	5.58%	
Regulatory capital-to-assets ratio	6.32%	6.69%	

(1) Represents rounding adjustments.

(2) Regulatory capital requirements apply to individual FHLBanks, and the combined amounts are for analysis only. The sum of the individual FHLBank regulatory capital amounts does not agree to the combined regulatory capital due to interbank combining adjustments.

GAAP Capital. Total GAAP capital was \$43.3 billion at September 30, 2013, an increase of 1.6% from \$42.5 billion at December 31, 2012. This increase is the result of growth in retained earnings and an improvement in AOCI, partially offset by a decline in capital stock outstanding.

Capital Stock. Capital stock declined 3.7% or \$1.3 billion from December 31, 2012 to September 30, 2013 as repurchases, redemptions and net transfers of capital stock to mandatorily redeemable capital stock were only partially offset by new issuances.

Retained Earnings. Retained earnings grew 11.8% due to net income of \$1,847 million, offset by dividends of \$605 million during the nine months ended September 30, 2013.

Accumulated Other Comprehensive Income (Loss). The change in AOCI of \$709 million from December 31, 2012 to September 30, 2013 was primarily the result of:

- fair value improvements of \$890 million related to other-than-temporarily impaired available-for-sale private-label mortgage-backed securities, driven by increased housing prices and an improved economic outlook;
- net fair value decreases of \$715 million on all other investment securities classified as available-for-sale due primarily to changes in interest rates; and
- net fair value increases of \$428 million from hedging activities due to changes in the market value of derivatives designated as cash flow hedges. (See [Combined Results of Operations - Comprehensive Income](#) for more information.)

Regulatory Capital. Total combined regulatory capital was \$49.9 billion at September 30, 2013, a decrease of 2.2% from \$51.0 billion at December 31, 2012. This decline is the result of growth in retained earnings, partially offset by a decline in regulatory capital stock outstanding, which consists of capital stock and mandatorily redeemable capital stock.

Table 14 - GAAP Capital Components as a Percentage of Total Capital

	September 30, 2013	December 31, 2012
Capital stock	74.6 %	78.8 %
Retained earnings	27.2 %	24.7 %
AOCI	(1.8)%	(3.5)%
Total GAAP capital	100.0 %	100.0 %

Combined Results of Operations

Net Income

The primary source of each FHLBank's earnings is net interest income, which is the interest earned on advances, mortgage loans and investments, less the interest paid on consolidated obligations and other borrowings. Net income for the three and nine months ended September 30, 2013 was \$537 million and \$1,847 million, decreases of 18.6% and 5.0% compared to the same periods in 2012. These decreases were driven by lower net interest income, partially offset by improvements in non-interest income (loss).

Table 15 - Changes in Net Income

(dollars in millions)

	Three Months Ended September 30,			Nine Months Ended September 30,		
	2013	2012	Change	2013	2012	Change
Net interest income after provision (reversal) for credit losses	\$ 848	\$ 1,009	\$ (161)	\$ 2,540	\$ 3,044	\$ (504)
Non-interest income (loss)	(5)	(41)	36	178	(158)	336
Non-interest expense	241	235	6	662	720	(58)
Assessments	65	73	(8)	209	221	(12)
Net income	\$ 537	\$ 660	\$ (123)	\$ 1,847	\$ 1,945	\$ (98)

Net Interest Income after Provision (Reversal) for Credit Losses

Net interest income after provision (reversal) for credit losses for the three and nine months ended September 30, 2013 was \$848 million and \$2,540 million, decreases of 16.0% and 16.6% compared to the same periods in 2012. Net interest margin was 0.43% for the three months ended September 30, 2013, a decrease of 10 basis points, and was 0.44% for the nine months ended September 30, 2013, a decrease of 9 basis points compared to the same periods in 2012, driven by lower net interest spreads.

Interest income for the three and nine months ended September 30, 2013 was \$2,076 million and \$6,331 million, decreases of 17.4% and 18.8% compared to the same periods in 2012. These decreases were driven by lower yields on interest-earning assets, including lower prepayment fees, as well as reductions in the average balances of investments and mortgage loans, partially offset by the higher average balances of advances.

Interest expense for the three and nine months ended September 30, 2013 was \$1,231 million and \$3,804 million, decreases of 17.9% and 19.7% compared to the same periods in 2012. These decreases were driven by lower yields on new consolidated obligations, including the effect of redemptions and refinancings of higher-cost consolidated obligations.

The reversal of the provision for credit losses for the three and nine months ended September 30, 2013 was \$3 million and \$13 million, compared to provisions of \$6 million and \$19 million during the same periods in 2012. These reversals resulted primarily from improvements in the housing market and lower estimated loss severities.

Table 16 - Net Interest Income after Provision (Reversal) for Credit Losses
(dollars in millions)

	Three Months Ended September 30,			Nine Months Ended September 30,		
	2013	2012	Change	2013	2012	Change
Interest income						
Advances	\$ 641	\$ 780	\$ (139)	\$ 1,918	\$ 2,403	\$ (485)
Prepayment fees on advances, net	37	69	(32)	101	227	(126)
Interest-bearing deposits	2	6	(4)	8	13	(5)
Securities purchased under agreements to resell	2	13	(11)	20	33	(13)
Federal funds sold	14	22	(8)	55	58	(3)
Trading securities	51	79	(28)	158	254	(96)
Available-for-sale securities	342	378	(36)	1,026	1,155	(129)
Held-to-maturity securities	537	629	(92)	1,624	1,977	(353)
Mortgage loans	450	538	(88)	1,419	1,676	(257)
Other	—	—	—	2	2	—
Total interest income	2,076	2,514	(438)	6,331	7,798	(1,467)
Interest expense						
Consolidated obligations - Discount notes	120	140	(20)	385	379	6
Consolidated obligations - Bonds	1,045	1,330	(285)	3,251	4,264	(1,013)
Deposits	—	—	—	2	3	(1)
Subordinated notes	13	14	(1)	42	43	(1)
Mandatorily redeemable capital stock	53	15	38	124	46	78
Total interest expense	1,231	1,499	(268)	3,804	4,735	(931)
Net interest income	845	1,015	(170)	2,527	3,063	(536)
Provision (reversal) for credit losses	(3)	6	(9)	(13)	19	(32)
Net interest income after provision (reversal) for credit losses	\$ 848	\$ 1,009	\$ (161)	\$ 2,540	\$ 3,044	\$ (504)

Table 17 presents average balances and yields of the major categories of interest-earning assets and interest-bearing liabilities; net interest spread, which is the difference between the annualized yield on total interest-earning assets and the annualized cost on total interest-bearing liabilities; and net interest margin, which is net interest income expressed as a percentage of the average balance of total interest-earning assets. Due to the FHLBanks' cooperative structures, the FHLBanks generally earn narrow net spreads between the yield on assets and the cost of liabilities incurred to fund those assets.

Table 17 - Spread and Yield Analysis
(dollars in millions)

	Three Months Ended September 30,					
	2013			2012		
	Average Balance	Interest	Annualized Yield	Average Balance	Interest	Annualized Yield
Advances(1)	\$ 456,143	\$ 678	0.59%	\$ 411,188	\$ 849	0.82%
Mortgage loans	45,933	450	3.89%	51,320	538	4.17%
Investments						
Interest-bearing deposits and other	8,309	2	0.10%	11,718	6	0.20%
Securities purchased under agreements to resell	16,143	2	0.05%	33,229	13	0.16%
Federal funds sold	63,529	14	0.09%	53,392	22	0.16%
Trading securities	10,660	51	1.90%	16,829	79	1.87%
Available-for-sale securities(2)	65,211	342	2.08%	72,177	378	2.08%
Held-to-maturity securities(2)	107,243	537	1.99%	116,492	629	2.15%
Total investments	271,095	948	1.39%	303,837	1,127	1.48%
Total interest-earning assets	773,171	2,076	1.07%	766,345	2,514	1.31%
Other non-interest-earning assets	5,419			4,616		
Fair-value adjustment on investment securities(2)	2,225			(3,867)		
Total assets	\$ 780,815			\$ 767,094		
Consolidated obligations						
Discount notes	\$ 217,216	120	0.22%	\$ 204,889	140	0.27%
Bonds	487,668	1,045	0.85%	483,032	1,330	1.10%
Interest-bearing deposits and other borrowings(3)	18,940	66	1.38%	21,239	29	0.54%
Total interest-bearing liabilities	723,824	1,231	0.67%	709,160	1,499	0.84%
Non-interest-bearing liabilities	13,929			17,975		
Total liabilities	737,753			727,135		
Capital	43,062			39,959		
Total liabilities and capital	\$ 780,815			\$ 767,094		
Net interest income		\$ 845			\$ 1,015	
Net interest spread			0.40%			0.47%
Net interest margin			0.43%			0.53%

Nine Months Ended September 30,

	2013			2012		
	Average Balance	Interest	Annualized Yield	Average Balance	Interest	Annualized Yield
Advances(1)	\$ 435,115	\$ 2,019	0.62%	\$ 407,162	\$ 2,630	0.86%
Mortgage loans	47,322	1,419	4.01%	52,079	1,676	4.30%
Investments						
Interest-bearing deposits and other	9,518	10	0.14%	11,531	15	0.17%
Securities purchased under agreements to resell	25,756	20	0.10%	28,607	33	0.15%
Federal funds sold	61,227	55	0.12%	54,009	58	0.14%
Trading securities	11,222	158	1.88%	17,451	254	1.94%
Available-for-sale securities(2)	66,999	1,026	2.05%	76,452	1,155	2.02%
Held-to-maturity securities(2)	105,041	1,624	2.07%	117,527	1,977	2.25%
Total investments	279,763	2,893	1.38%	305,577	3,492	1.53%
Total interest-earning assets	762,200	6,331	1.11%	764,818	7,798	1.36%
Other non-interest-earning assets	5,007			5,294		
Fair-value adjustment on investment securities(2)	1,011			(3,921)		
Total assets	\$ 768,218			\$ 766,191		
Consolidated obligations						
Discount notes	\$ 206,782	385	0.25%	\$ 199,186	379	0.25%
Bonds	483,212	3,251	0.90%	485,822	4,264	1.17%
Interest-bearing deposits and other borrowings(3)	19,968	168	1.12%	23,211	92	0.53%
Total interest-bearing liabilities	709,962	3,804	0.72%	708,219	4,735	0.89%
Non-interest-bearing liabilities	15,573			18,168		
Total liabilities	725,535			726,387		
Capital	42,683			39,804		
Total liabilities and capital	\$ 768,218			\$ 766,191		
Net interest income		\$ 2,527		\$ 3,063		
Net interest spread			0.39%			0.47%
Net interest margin			0.44%			0.53%

(1) Interest income for advances includes prepayment fees on advances, net.

(2) The average balances of AFS securities and HTM securities are reflected at amortized cost; therefore, the resulting yields do not give effect to changes in fair value or the non-credit component of previously recognized OTTI reflected in AOCI.

(3) The balances do not include non-interest-bearing deposits, but do include the average balances and the related interest expense of mandatorily redeemable capital stock and subordinated notes.

Changes in both interest rates and average balances of interest-earning assets and interest-bearing liabilities have a direct influence on changes in net interest income, net interest margin and net interest spread. Table 18 presents changes in interest income and interest expense due to volume-related and rate-related factors. Changes in interest income and interest expense not identifiable as either volume-related or rate-related, but rather attributable to both volume and rate changes, have been allocated to the volume and rate categories based upon the proportion of the absolute value of the volume and rate changes.

Table 18 - Rate and Volume Analysis
(dollars in millions)

	Three Months Ended September 30,			Nine Months Ended September 30,		
	2013 vs. 2012			2013 vs. 2012		
	Volume	Rate	Total	Volume	Rate	Total
Interest income						
Advances(1)	\$ 85	\$ (256)	\$ (171)	\$ 169	\$ (780)	\$ (611)
Mortgage loans	(54)	(34)	(88)	(147)	(110)	(257)
Investments	(116)	(63)	(179)	(276)	(323)	(599)
Total interest income	(85)	(353)	(438)	(254)	(1,213)	(1,467)
Interest expense						
Consolidated obligations	34	(339)	(305)	34	(1,041)	(1,007)
Deposits and other borrowings(2)	(3)	40	37	(14)	90	76
Total interest expense	31	(299)	(268)	20	(951)	(931)
Changes in net interest income	\$ (116)	\$ (54)	\$ (170)	\$ (274)	\$ (262)	\$ (536)

(1) Includes prepayment fees on advances, net.

(2) The balances do not include non-interest-bearing deposits, but do include the average balances and the related interest expense of mandatorily redeemable capital stock and subordinated notes.

Lower Average Balances. A significant factor driving lower net interest income for the three and nine months ended September 30, 2013 was lower average balances on mortgage loans and investments. The average balances of mortgage loans decreased 10.5% and 9.1% and the average balances of investments decreased 10.8% and 8.5% for the three and nine months ended September 30, 2013. The lower average balances of mortgage loans were the result of principal repayments continuing to exceed purchases. The lower average balances of investments were driven by the maturity of Temporary Liquidity Guarantee Program securities, the runoff of residential mortgage-backed securities and decreases in securities purchased under agreements to resell, partially offset by higher average balances of Federal funds sold.

Partially offsetting the declines in average balances for mortgage loans and investments were increases in the average balances of advances. The average balances of advances increased 10.9% and 6.9% for the three and nine months ended September 30, 2013 compared to the same periods in 2012. These increases reflected the demand for advances, particularly by large-asset members. However, many member institutions continue to experience high deposit levels and low loan demand. Although the average balances of advances increased, the demand was generally in lower-yielding advances, which contributed to the decline in interest income.

The average balance of consolidated obligations increased 2.5% for the three months ended September 30, 2013 compared to the same period in 2012, driven by an increase of 6.0% in the average balance of consolidated discount notes and an increase of 1.0% in the average balance of consolidated bonds. The average balance of consolidated obligations increased 0.7% for the nine months ended September 30, 2013 compared to the same period in 2012, driven by an increase of 3.8% in the average balance of consolidated discount notes, partially offset by a decrease of 0.5% in the average balance of consolidated bonds.

Lower Yields. Another significant factor driving lower net interest income for the three and nine months ended September 30, 2013 was lower yields on interest-earning assets, partially offset by lower yields on interest-bearing liabilities. The yields on interest-earning assets were 1.07% and 1.11%, decreases of 24 and 25 basis points for the three and nine months ended September 30, 2013, resulting from lower yields on mortgage loans, advances and investments. The yields on interest-bearing liabilities were 0.67% and 0.72%, decreases of 17 basis points for each period, primarily attributable to the issuance of new consolidated obligations, including the effect of redemptions and refinancings of higher-cost consolidated obligations. The net effect of the lower yields on interest-earning assets and interest-bearing liabilities was a reduction of net interest spreads to 0.40% and 0.39% for the three and nine months ended September 30, 2013 from 0.47% for both the three and nine months ended September 30, 2012.

See [Note 10 - Derivatives and Hedging Activities](#) to the accompanying combined financial statements and [Quantitative and Qualitative Disclosures about Market Risk - Use of Derivatives to Manage Interest-Rate Risk](#) for information on the effect of derivatives and hedging activities on net interest income.

Non-Interest Income

Non-interest income (loss) for the three months ended September 30, 2013 was a loss of \$5 million, an improvement of \$36 million compared to the same period in 2012. Non-interest income for the nine months ended September 30, 2013 was \$178 million, an improvement of \$336 million compared to the same period in 2012. These improvements were due primarily to net gains on derivatives and hedging activities, net gains on debt extinguishments and lower credit-related other-than-temporary impairment losses, partially offset by higher losses on trading securities.

Table 19 - Changes in Non-Interest Income
(dollars in millions)

	Three Months Ended September 30,			Nine Months Ended September 30,		
	2013	2012	Change	2013	2012	Change
Net other-than-temporary impairment losses	\$ (7)	\$ (8)	\$ 1	\$ (13)	\$ (94)	\$ 81
Net gains (losses) on trading securities	(33)	(22)	(11)	(225)	(97)	(128)
Net realized gains (losses) from sale of available-for-sale securities	1	—	1	21	—	21
Net realized gains (losses) from sale of held-to-maturity securities	—	—	—	—	29	(29)
Net gains (losses) on financial instruments held under fair value option	(26)	(8)	(18)	—	15	(15)
Net gains (losses) on derivatives and hedging activities	12	(9)	21	305	(10)	315
Other, net	48	6	42	90	(1)	91
Total non-interest income	<u>\$ (5)</u>	<u>\$ (41)</u>	<u>\$ 36</u>	<u>\$ 178</u>	<u>\$ (158)</u>	<u>\$ 336</u>

Other-than-Temporary Impairment Losses. The FHLBanks update their other-than-temporary impairment analysis each quarter to reflect current housing market conditions, changes in anticipated housing market conditions, observed and anticipated borrower behavior, and updated information on collateral underlying private-label mortgage-backed securities. This process includes updating key aspects of the FHLBanks' loss projection models.

Net other-than-temporary impairment losses for the three and nine months ended September 30, 2013 were \$7 million and \$13 million, compared to \$8 million and \$94 million in the same periods in 2012. The decreases in net other-than-temporary impairment losses were due primarily to improvements in housing prices and the improved economic outlook in 2013 compared to 2012.

Table 20 - Other-than-Temporary Impairment Losses of Private-Label Mortgage-Backed Securities
(dollars in millions)

	Three Months Ended September 30,					
	2013			2012		
	Total OTTI Losses(1)	AOCI(2)	OTTI Related to Credit Losses	Total OTTI Losses	AOCI(2)	OTTI Related to Credit Losses
OTTI by collateral type(3)						
Private-label residential MBS						
Prime	\$ —	\$ (1)	\$ (1)	\$ (3)	\$ —	\$ (3)
Alt-A	(5)	—	(5)	(16)	11	(5)
Total OTTI on private-label residential MBS	(5)	(1)	(6)	(19)	11	(8)
Total	<u>\$ (5)</u>	<u>\$ (1)</u>	<u>\$ (6)</u>	<u>\$ (19)</u>	<u>\$ 11</u>	<u>\$ (8)</u>
OTTI by period						
Securities newly impaired during the period	\$ (1)	\$ 1	\$ —	\$ (15)	\$ 15	\$ —
Securities previously impaired prior to current period(4)	(4)	(2)	(6)	(4)	(4)	(8)
Total	<u>\$ (5)</u>	<u>\$ (1)</u>	<u>\$ (6)</u>	<u>\$ (19)</u>	<u>\$ 11</u>	<u>\$ (8)</u>

	Nine Months Ended September 30,					
	2013			2012		
	Total OTTI Losses(1)	AOCI(2)	OTTI Related to Credit Losses	Total OTTI Losses	AOCI(2)	OTTI Related to Credit Losses
OTTI by collateral type(3)						
Private-label residential MBS						
Prime	\$ (1)	\$ —	\$ (1)	\$ (6)	\$ (39)	\$ (45)
Alt-A	(13)	2	(11)	(61)	15	(46)
Subprime	—	—	—	(2)	1	(1)
Total OTTI on private-label residential MBS	(14)	2	(12)	(69)	(23)	(92)
Home equity loan ABS						
Alt-A	—	—	—	—	(1)	(1)
Subprime	—	—	—	—	(1)	(1)
Total OTTI on home equity loan ABS	—	—	—	—	(2)	(2)
Total	\$ (14)	\$ 2	\$ (12)	\$ (69)	\$ (25)	\$ (94)
OTTI by period						
Securities newly impaired during the period	\$ (5)	\$ 5	\$ —	\$ (32)	\$ 31	\$ (1)
Securities previously impaired prior to current period(4)	(9)	(3)	(12)	(37)	(56)	(93)
Total	\$ (14)	\$ 2	\$ (12)	\$ (69)	\$ (25)	\$ (94)

- (1) Table 20 does not include \$1 million of OTTI charges related to an AFS non-mortgage-backed security for the three and nine months ended September 30, 2013 that the FHLBank of Des Moines intends to sell.
- (2) Represents the net amount of impairment losses reclassified to/(from) AOCI.
- (3) The FHLBanks classify securities as prime, Alt-A and subprime based on the originator's classification at the time of origination or based on classification by a nationally recognized statistical rating organization upon issuance of the securities.
- (4) For the three months ended September 30, 2013 and 2012, securities previously impaired prior to the current period represent all securities that were impaired prior to July 1, 2013 and 2012. For the nine months ended September 30, 2013 and 2012, securities previously impaired prior to the current period represent all securities that were impaired prior to January 1, 2013 and 2012.

See [Note 6 - Other-than-Temporary Impairment Analysis](#) to the accompanying combined financial statements and [Critical Accounting Estimates - OTTI for Investment Securities](#) for additional information.

Gains (Losses) on Trading Securities. The FHLBanks generally hold trading securities for liquidity purposes. Trading securities are recorded at fair value with changes in fair value reflected in non-interest income. There are a number of factors that affect the fair value of a trading security, including movement in interest rates, changes in credit spreads, the passage of time and changes in volatility. Net losses on trading securities for the three and nine months ended September 30, 2013 were \$33 million and \$225 million, increases of \$11 million and \$128 million compared to the losses reported in the same periods in 2012. The losses for the three and nine months ended September 30, 2013 were primarily unrealized losses driven by changes in interest rates and credit spreads. (See [Note 3 - Trading Securities](#) to the accompanying combined financial statements for additional information.)

Gains (Losses) on Financial Instruments Held under Fair Value Option. Certain FHLBanks elected the fair value option for certain financial assets and certain financial liabilities and recognize the changes in fair value on these assets and liabilities as unrealized gains and losses in current period earnings. The use of the fair value option allows these FHLBanks to mitigate potential income statement volatility that can arise from economic hedging relationships.

Fair values of advances, consolidated obligations and other liabilities held under fair value option vary from period to period based on changes in a wide range of market factors, including the current and projected levels of interest rates, volatility and credit spreads. The significant inputs used by the FHLBanks to determine the fair value of advances and consolidated obligations are the CO Curve, LIBOR Swap Curve, volatility assumptions and spread assumptions. Additionally, net gains and losses are affected by changes in the composition of the financial instruments held under fair value option. Table 21 presents the net gains and losses on financial instruments held under fair value option.

Table 21 - Net Gains (Losses) on Financial Instruments Held under Fair Value Option
(dollars in millions)

	Three Months Ended September 30,			Nine Months Ended September 30,		
	2013	2012	Change	2013	2012	Change
Advances	\$ (6)	\$ 24	\$ (30)	\$ (139)	\$ 7	\$ (146)
Consolidated obligations						
Discount notes	—	(1)	1	—	3	(3)
Bonds	(20)	(31)	11	139	3	136
Other liabilities	—	—	—	—	2	(2)
Total net gains (losses) on financial instruments held under fair value option	\$ (26)	\$ (8)	\$ (18)	\$ —	\$ 15	\$ (15)

Gains (Losses) on Derivatives and Hedging Activities. Fair value estimates for an FHLBank's derivatives and hedging positions fluctuate primarily with changes in the level and volatility of interest rates. In general, an FHLBank holds derivatives and associated hedged instruments to the maturity, call or put date. Therefore, as a matter of timing, nearly all of the cumulative net gains and losses for these financial instruments generally reverse over the remaining contractual terms of the hedged financial instruments. However, there may be instances in which an FHLBank terminates these instruments prior to maturity or prior to the call or put dates. Terminating the financial instrument or hedging relationship may result in a realized gain or loss. Table 22 presents the net gains and losses on derivatives and hedging activities.

Table 22 - Net Gains (Losses) on Derivatives and Hedging Activities
(dollars in millions)

	Three Months Ended September 30,			Nine Months Ended September 30,		
	2013	2012	Change	2013	2012	Change
Net gains (losses) related to fair value hedge ineffectiveness	\$ 34	\$ 41	\$ (7)	\$ 174	\$ 151	\$ 23
Net gains (losses) related to cash flow hedge ineffectiveness	1	—	1	4	2	2
Net gains (losses) related to derivatives not designated as hedging instruments	(23)	(50)	27	127	(163)	290
Total net gains (losses) on derivatives and hedging activities	\$ 12	\$ (9)	\$ 21	\$ 305	\$ (10)	\$ 315

The net gains on derivatives and hedging activities for the three and nine months ended September 30, 2013 were \$12 million and \$305 million, due primarily to net interest settlements, changes in the fair value of derivatives not designated as qualifying accounting hedges and hedging ineffectiveness. Fair values are based on a wide range of factors, including current and projected levels of interest rates, volatility and credit spreads. Hedge ineffectiveness occurs when changes in the fair value of the derivative and the associated hedged instrument do not perfectly offset. (See [Note 10 - Derivatives and Hedging Activities](#) to the accompanying combined financial statements and [Quantitative and Qualitative Disclosures about Market Risk - Use of Derivatives to Manage Interest-Rate Risk](#) for additional information on the effect of derivatives and hedging activities on non-interest income.)

Other, net. Other, net primarily includes income from various product and service fees, gains or losses on investments related to retirement plans and gains or losses on debt extinguishments. During the three and nine months ended September 30, 2013, certain FHLBanks recorded net gains of \$22 million and \$10 million on debt extinguishments, compared to losses of \$18 million and \$74 million in the same periods in 2012.

Non-Interest Expense

Non-interest expense for the three and nine months ended September 30, 2013 was \$241 million and \$662 million, an increase of 2.6% and a decrease of 8.1% compared to the same periods in 2012. The decrease for the nine months ended September 30, 2013 was due primarily to the 2013 second quarter reversal into other expense of a one-time, \$50 million charge originally recorded in 2011 by the FHLBank of Chicago.

Table 23 - Changes in Non-Interest Expense
(dollars in millions)

	Three Months Ended September 30,			Nine Months Ended September 30,		
	2013	2012	Change	2013	2012	Change
Compensation and benefits	\$ 134	\$ 121	\$ 13	\$ 388	\$ 379	\$ 9
Other operating expenses	83	78	5	245	235	10
Federal Housing Finance Agency	12	19	(7)	37	57	(20)
Office of Finance	9	7	2	32	29	3
Other	3	10	(7)	(40)	20	(60)
Total non-interest expense	\$ 241	\$ 235	\$ 6	\$ 662	\$ 720	\$ (58)

Compensation and Benefits. These expenses include costs for FHLBank employees, including salaries, incentives, and health and retirement benefits. The increase in compensation and benefits for the three and nine months ended September 30, 2013 was due primarily to the acceleration of the amortization of pension benefits from accumulated other comprehensive income (loss) as a result of the retirement of the FHLBank of Indianapolis' former president/CEO.

FHFA Expenses. The FHLBanks fund the portion of the FHFA's operating costs and working capital fund that relate to the FHLBanks, as determined by the FHFA. These costs are based on the FHFA's annual budget and are under the sole control of the FHFA. Each FHLBank pays its pro-rata share of FHFA expenses based on the ratio of each FHLBank's minimum required regulatory capital to the aggregate minimum required regulatory capital of all FHLBanks.

Office of Finance Expenses. The FHLBanks also fund the costs of the Office of Finance, a joint office of the FHLBanks that issues and services consolidated obligations, prepares the FHLBanks' combined quarterly and annual financial reports, and fulfills certain other functions.

Assessments

Affordable Housing Program (AHP) assessments for the three and nine months ended September 30, 2013 were \$65 million and \$209 million, decreases of 11.0% and 5.4% compared to the same periods in 2012. AHP assessments are driven by individual FHLBank income subject to assessments.

By regulation, the FHLBanks must annually set aside for the AHP the greater of the aggregate of \$100 million or 10% of net earnings. For purposes of the AHP calculation, net earnings is defined as income before assessments, plus interest expense related to mandatorily redeemable capital stock. Any FHLBank with a net loss for a quarter is not required to pay the AHP assessment for that quarter.

AHP helps members provide subsidized and other low-cost funding as well as grants to create affordable rental and home ownership opportunities. All FHLBank operating costs for an AHP are included in operating expenses, so all AHP assessments go directly to support affordable housing projects.

Interbank Transfers of Consolidated Bonds and Their Effect on Combined Net Income

Combined net income of the FHLBanks is affected by interbank transfers of the liability on outstanding consolidated bonds. These transactions arise when one FHLBank transfers its direct liability on outstanding consolidated bonds to another FHLBank. By engaging in these transactions, two FHLBanks are able to better match their funding needs by transferring funds held by one FHLBank to another FHLBank that needs funds. Because the consolidated bonds are the joint and several obligation of all 12 FHLBanks, these interbank transactions have no effect on the holders of the consolidated bonds.

Total consolidated bonds of \$175 million and \$112 million at par value were transferred from an FHLBank to another FHLBank during the nine months ended September 30, 2013 and 2012. The amount of total interbank consolidated bonds transferred during a period depends on a variety of factors, such as (1) whether or not an assuming FHLBank can obtain equal or lower funding costs through interbank transfers as compared to issuing new debt, (2) an FHLBank's overall asset/liability management strategy and (3) current market conditions.

The transferring FHLBank treats the transfer as a debt extinguishment because that FHLBank has been released from being the primary obligor. The transferring FHLBank records a gain or loss on the debt transferred to the assuming FHLBank based on the difference between the fair value and the carrying value of the consolidated bond, including any unamortized premiums or discounts. The assuming FHLBank becomes the primary obligor because it now is directly responsible for repaying the debt. The assuming FHLBank records the fair value, including any premium or discount, as the initial carrying amount for the consolidated bond it received from the transferring FHLBank. However, under the principles of combination accounting, combining adjustments are required to reflect the transaction as if the transferring FHLBank continues to hold the consolidated bond for purposes of the FHLBanks' combined financial statements.

Table 24 presents the effect of combining adjustments on the Combined Statement of Income for the elimination of:

- transfers of interbank consolidated bond liabilities;
- interest on purchased consolidated bonds which is eliminated in interest income and interest expense; and
- fees related to the MPF Program that are eliminated in non-interest income and non-interest expense.

Table 24 - Effect of Combining Adjustments on Combined Statement of Income

(dollars in millions)

Effect on	Three Months Ended September 30,		Nine Months Ended September 30,	
	2013	2012	2013	2012
Total interest income	\$ (4)	\$ (3)	\$ (12)	\$ (11)
Total interest expense	9	3	(10)	8
Net interest income	(13)	(6)	(2)	(19)
Non-interest income	—	19	24	16
Non-interest expense	(1)	(1)	(5)	(4)
Net income	\$ (12)	\$ 14	\$ 27	\$ 1

Comprehensive Income

Comprehensive income is comprised of net income and other comprehensive income (loss). Other comprehensive income (loss) is reported in the Combined Statement of Comprehensive Income and presents the net change in the accumulated other comprehensive income (loss) balances.

Comprehensive income during the three and nine months ended September 30, 2013 was \$630 million and \$2,556 million, decreases of 68.4% and 38.6% compared to the same periods in 2012, due primarily to lower net gains on AFS securities and lower net income, partially offset by net unrealized gains related to hedging activities.

Table 25 presents the primary components of other comprehensive income (loss), which include changes in fair value of AFS securities, changes in non-credit OTTI losses and net unrealized gains (losses) related to hedging activities. (See [Note 14 - Accumulated Other Comprehensive Income \(Loss\)](#) to the accompanying combined financial statements for a summary of changes in accumulated other comprehensive income (loss).)

Table 25 - Comprehensive Income
(dollars in millions)

	Three Months Ended September 30,			Nine Months Ended September 30,		
	2013	2012	Change	2013	2012	Change
Net Income	\$ 537	\$ 660	\$ (123)	\$ 1,847	\$ 1,945	\$ (98)
Other comprehensive income (loss)						
Changes in fair value of AFS securities						
Net unrealized gains (losses) on AFS securities	(65)	340	(405)	(715)	566	(1,281)
Net change in fair value of other-than-temporarily impaired AFS securities	99	1,014	(915)	890	1,646	(756)
Total changes in fair value of AFS securities	34	1,354	(1,320)	175	2,212	(2,037)
Changes in non-credit OTTI losses						
Reclassification of the non-credit portion of AFS securities included in net income	1	5	(4)	(17)	49	(66)
Non-credit portion of HTM securities	—	(16)	16	(3)	(24)	21
Accretion of non-credit portion on HTM securities	37	45	(8)	117	141	(24)
Total changes in non-credit OTTI losses	38	34	4	97	166	(69)
Net unrealized gains (losses) relating to hedging activities	15	(54)	69	428	(160)	588
Other	6	(2)	8	9	3	6
Total other comprehensive income (loss)	93	1,332	(1,239)	709	2,221	(1,512)
Total comprehensive income	\$ 630	\$ 1,992	\$ (1,362)	\$ 2,556	\$ 4,166	\$ (1,610)

Changes in Fair Value of AFS Securities. Changes in the fair value of AFS securities, which are primarily due to changes in interest rates, are recorded in other comprehensive income (loss). The changes in fair value are classified into two separate components, the net change in unrealized gains (losses) on AFS securities that have not been other-than-temporarily impaired and the net change in the fair value of other-than-temporarily impaired AFS securities. The distinction between the two categories is whether the AFS security has incurred an OTTI loss.

Changes in Non-Credit OTTI Losses. Changes in non-credit OTTI losses are comprised of the non-credit portion of OTTI on AFS and HTM securities, the accretion of the non-credit portion of HTM securities and the reclassification of the non-credit portion of AFS and HTM securities to net income.

Net Unrealized Gains (Losses) Relating to Hedging Activities. Net unrealized gains (losses) relating to hedging activities is comprised of changes in the fair value of a derivative that is designated and qualifies as a cash flow hedge, to the extent that the hedge is effective, until earnings are affected by the variability of the cash flows of the hedged transaction and the amounts are reclassified to non-interest income. The FHLBanks' gains (losses) on hedging activities fluctuate with volatility in the overall interest-rate environment and the positions taken by the FHLBanks to hedge their risk exposure using cash flow hedges.

Capital Adequacy

At September 30, 2013, each of the FHLBanks was in compliance with its statutory minimum capital requirements. (See [Note 13 - Capital](#) to the accompanying combined financial statements for more information on each FHLBank's minimum capital requirements.) Regulatory guidance requires each FHLBank to assess, at least once a year, the adequacy of its retained earnings under various future financial and economic scenarios, including:

- parallel and non-parallel interest-rate shifts;
- changes in the basis relationship between different yield curves; and
- changes in the credit quality of the FHLBank's assets.

Management and the board of directors of each FHLBank review the capital structure of that FHLBank on a periodic basis to ensure the capital structure supports the risk associated with its assets and addresses applicable regulatory and supervisory matters. In addition, an individual FHLBank may institute a higher capital requirement to meet internally-established thresholds or to address supervisory matters, or may limit dividend payments as part of its retained earnings policies. As of September 30, 2013, certain FHLBanks have limited dividend payments and/or restricted excess capital stock redemptions and repurchases. These limitations may be revised from time to time. (See *Dividend and Excess Stock Limitations* for more information on certain FHLBank limits on dividend payments and excess capital stock repurchases.)

Joint Capital Enhancement Agreement

The Joint Capital Enhancement Agreement, as amended (Capital Agreement), is intended to enhance the capital position of each FHLBank. The Capital Agreement provides that each FHLBank will allocate 20% of its net income each quarter to a separate restricted retained earnings account until the balance of that account equals at least one percent of that FHLBank's average balance of outstanding consolidated obligations for the previous quarter. These restricted retained earnings are not available to pay dividends. (See [Note 13 - Capital - Restricted Retained Earnings](#) to the accompanying combined financial statements for more information.)

Dividend and Excess Stock Limitations

Certain FHLBanks have implemented voluntary actions to suspend dividend payments and/or repurchases or redemptions of excess capital stock. These actions were implemented as a capital preservation measure and to reflect a conservative approach to financial management due to market volatility and impairment of certain private-label mortgage-backed securities. (See [Note 13 - Capital - Excess Capital Stock](#) to the accompanying combined financial statements for information on the regulatory restrictions related to excess capital stock.)

FHLBank of Boston. The FHLBank of Boston is continuing its moratorium on repurchases of excess capital stock, other than in limited, former member-related instances of insolvency. Although the FHLBank of Boston completed a partial repurchase of excess capital stock on each of March 11, 2013 and March 9, 2012, there are no plans to conduct another excess stock repurchase in 2013. Further, on January 25, 2013, the FHLBank of Boston's board of directors adopted a resolution that it will not conduct excess stock repurchases, other than in limited, former member-related instances of insolvency, without obtaining the FHFA's non-objection, which the FHLBank of Boston does not expect to pursue in 2013. The FHLBank of Boston will consider whether and how to conduct other repurchases of excess stock as part of its business planning process for 2014.

FHLBank of Pittsburgh. In December 2008, the FHLBank of Pittsburgh announced the voluntary suspensions of dividend payments until further notice. On February 22, 2013, and April 30, 2013, the FHLBank of Pittsburgh paid a LIBOR-based annualized dividend of 32 basis points and 29 basis points per share. On July 30, 2013, the FHLBank of Pittsburgh paid an annualized dividend of 100 basis points per share. In addition, on October 30, 2013, the FHLBank of Pittsburgh paid an annualized dividend of 150 basis points per share.

The market value of equity to par value of capital stock ratio provides a current assessment of the liquidation value of the balance sheet. This is one of the risk metrics used to evaluate the adequacy of retained earnings and develop dividend payment and excess capital stock repurchase recommendations.

The FHLBank of Pittsburgh's market value of equity to par value of capital stock ratio was 126.6% and 115.1% at September 30, 2013 and December 31, 2012. The improvement in the market value of equity to par value of capital stock ratio was due primarily to narrower spreads and principal paydowns on the private-label mortgage-backed securities portfolio and

increased retained earnings. The improvement was partially offset by the effect of higher long-term interest rates. Because the market value of equity to par value of capital stock ratio was above the 90.0% floor at September 30, 2013, the FHLBank of Pittsburgh performed additional analysis of capital adequacy taking into consideration the impact of excess capital stock repurchases and dividend payouts. On July 30, 2013, the FHLBank of Pittsburgh repurchased all remaining excess capital stock for a total of \$610 million. In August 2013, the FHLBank of Pittsburgh instituted monthly repurchases of all excess capital stock. In light of the growth of retained earnings over the last several years, the FHLBank reduced the activity-based capital stock requirement from 4.6% to 4.0% for advances, effective September 17, 2013. The FHLBank of Pittsburgh has repurchased approximately \$1.8 billion of excess capital stock during the first ten months of 2013. These repurchases were somewhat offset by member capital stock purchases associated with incremental advance borrowing. The effect of the net capital stock reduction was an improvement in the market value of equity to par value of capital stock ratio.

In making decisions regarding future payment of dividends, the FHLBank of Pittsburgh will continue to monitor the market value of equity to par value of capital stock ratio as well as the condition of its private-label mortgage-backed securities portfolio, its overall financial performance and retained earnings, developments in the mortgage and credit markets and other relevant information.

FHLBank of Chicago. The FHLBank of Chicago repurchased excess capital stock totaling \$189 million as part of its quarterly repurchase opportunities in February and May 2013. Effective May 28, 2013, the FHLBank of Chicago announced completion of its quarterly excess capital stock repurchase program initiated in 2012 and its current practice of repurchasing excess capital stock held by members within three business days of receiving a repurchase request, subject to regulatory requirements and prudent business practices. During the third quarter of 2013, all capital stock repurchases were made within three business days of receipt of the requests.

The completion of the FHLBank of Chicago's quarterly repurchase program initiated in 2012 and the implementation of amendments to its capital plan have positioned FHLBank of Chicago to begin paying an enhanced dividend on Class B1 stock with a goal of encouraging its members to increase advance borrowings. On October 22, 2013, the FHLBank of Chicago's board of directors declared a cash dividend at an annualized rate of 1.30% per share of Class B1 activity stock and 0.30% per share of Class B2 membership stock, based on its preliminary financial results for the third quarter of 2013.

The FHLBank of Chicago anticipates that paying a higher dividend on activity stock will effectively lower the cost of borrowing and represents another way to provide increased value to its members. Although the FHLBank of Chicago continues to work to build its financial strength to support a reasonable dividend, any future dividend determination by the FHLBank of Chicago's board of directors will be at its board of directors' sole discretion and will depend on future operating results and any other factors the FHLBank of Chicago's board of directors determines to be relevant and be reviewed in accordance with its resolution and its retained earnings and dividend policy.

FHLBank of San Francisco. On a quarterly basis, the FHLBank of San Francisco determines whether it will repurchase excess capital stock. The FHLBank of San Francisco repurchased \$750 million in excess capital stock in each of the first, second and third quarter of 2013, compared to \$446 million, \$452 million and \$445 million in the first, second and third quarter of 2012.

On October 29, 2013, the FHLBank of San Francisco announced that it plans to repurchase \$750 million in excess capital stock on November 15, 2013. The amount of excess capital stock to be repurchased from each shareholder will be based on the total amount of capital stock (including mandatorily redeemable capital stock) outstanding to all shareholders on the repurchase date. The FHLBank of San Francisco will repurchase an equal percentage of each shareholder's total capital stock to the extent that the shareholder has sufficient excess capital stock.

The FHLBank of San Francisco will continue to monitor the condition of its private-label residential mortgage-backed securities portfolio, the ratio of the estimated market value of its capital to the par value of its capital stock, its overall financial performance and retained earnings, developments in the mortgage and credit markets, and other relevant information as the basis for determining the status of capital stock repurchases in future quarters. (See [Note 13 - Capital - Restricted Retained Earnings](#) to the accompanying combined financial statements for more information on the FHLBank of San Francisco's Excess Stock Repurchase, Retained Earnings, and Dividend Framework.)

FHLBank of Seattle. In October 2010, the FHLBank of Seattle entered into a Consent Arrangement, which sets forth requirements for capital management, asset composition, and other operational and risk management improvements. The Consent Arrangement provides that, once the FHLBank of Seattle reaches and maintains certain financial and operational thresholds, it may, with the FHFA approval, begin repurchasing capital stock at par value.

Further, with the FHFA approval, the FHLBank of Seattle may again be in position to redeem certain capital stock and begin paying dividends once the FHLBank of Seattle:

- achieves and maintains certain financial and operational metrics;
- remediates certain concerns regarding the FHLBank of Seattle's oversight and management, asset quality, capital adequacy and retained earnings, risk management, compensation practices, examination findings, and information technology; and
- returns to a safe and sound condition as determined by the FHFA.

Since entering into the Consent Arrangement, the FHLBank of Seattle has stabilized its business and improved its capital classification. Noting the positive developments in the FHLBank of Seattle's market value of equity to par value of capital stock ratio and other improvements in its financial condition, the FHFA has allowed the FHLBank of Seattle to repurchase up to \$25 million of excess capital stock on a quarterly basis since the third quarter of 2012 and to pay modest dividends to its shareholders based on second and third quarter 2013 net income. The FHFA reviews the FHLBank of Seattle's request to repurchase and pay dividends on its capital stock on a quarterly basis. The FHLBank of Seattle repurchased \$24 million of excess capital stock under the capital stock repurchase program in the third quarter of 2013. Since the FHLBank of Seattle began repurchasing excess capital stock in September 2012, it has repurchased \$121 million of excess capital stock.

The Consent Arrangement also requires the FHLBank of Seattle to meet and maintain certain minimum financial metrics at each quarter end. These financial metrics relate to its retained earnings, accumulated other comprehensive loss, and the market value of equity to par value of capital stock ratio. With the exception of the retained earnings requirement under the Consent Arrangement as of June 30, 2011, the FHLBank of Seattle has met all minimum financial metrics since December 31, 2010. (See *Note 17 - Capital* on pages F-62 to F-64 of the audited combined financial statements included in the Federal Home Loan Banks Combined Financial Report for the year ended December 31, 2012 for additional information on the FHLBank of Seattle Capital Classification and Consent Arrangement.)

Liquidity

Each FHLBank is required to maintain liquidity in accordance with the FHLBank Act and certain regulations and policies established by its management and board of directors. Each FHLBank seeks to be in a position to meet the credit and liquidity needs of its members and to meet all current and future financial commitments by managing holdings of liquid investments and obtaining cost-effective sources of funds.

The FHLBanks need liquidity to:

- satisfy their members' demand for short- and long-term funds;
- repay maturing consolidated obligations; and
- meet other obligations.

The FHLBanks also maintain liquidity to redeem or repurchase excess capital stock at their discretion upon the request of a member or under an FHLBank's capital plan. (See [Capital Adequacy - Dividend and Excess Stock Limitations](#) for a discussion of certain FHLBanks' dividend payment suspensions and/or excess stock purchase restrictions.)

The FHLBanks' primary sources of liquidity are the issuance of new consolidated obligations and holdings of investments that are primarily high-quality, short- and intermediate-term financial instruments. Historically, GSE status and favorable credit ratings have provided the FHLBanks with excellent access to capital markets. Consolidated obligations receive GSE status; however, they are not obligations of the United States, and the United States does not guarantee them. The FHLBanks' consolidated obligations have historically received the same credit rating as the government bond credit rating of the United States even though the consolidated obligations are not obligations of the United States.

Other short-term borrowings, such as member deposits and securities sold under agreements to repurchase, may also provide liquidity. In addition, by law, the Secretary of the U.S. Treasury may acquire up to \$4 billion of consolidated obligations of the FHLBanks. This authority may be exercised only if alternative means cannot be effectively employed to permit the FHLBanks to continue to supply reasonable amounts of funds to the mortgage market, and the ability to supply such funds is substantially impaired because of monetary stringency and a high level of interest rates. Any funds borrowed shall be repaid by the FHLBanks at the earliest practicable date.

An FHLBank manages its balance sheet and corresponding liquidity requirements in response to its members' credit needs. In response to reduced member credit needs, an FHLBank may allow its consolidated obligations to mature without replacement, or repurchase and retire outstanding consolidated obligations, allowing its balance sheet to shrink. Similarly, an FHLBank's ability to expand its balance sheet and corresponding liquidity requirements in response to its members' increased credit needs is correlated to its members' capital stock requirements for advances and mortgage loans.

The FHLBanks may not be able to predict future trends in member credit needs because they are driven by complex interactions among a number of factors, including members' mortgage loan originations, other loan portfolio growth, deposit growth and the attractiveness of advances compared to other wholesale borrowing alternatives. Each FHLBank regularly monitors current trends and anticipates future debt issuance needs to be prepared to fund its members' credit needs and its investment opportunities.

To protect the FHLBanks against temporary disruptions in access to the debt markets in response to a rise in capital markets volatility, the FHFA requires each FHLBank to: (1) maintain contingent liquidity sufficient to meet liquidity needs that shall, at a minimum, cover five calendar days of inability to access consolidated obligations in the debt markets; (2) have available at all times an amount greater than or equal to its members' current deposits invested in advances with maturities not to exceed five years, deposits in banks or trust companies and obligations of the U.S. Treasury; (3) maintain, in the aggregate, unpledged qualifying assets in an amount at least equal to the amount of its participation in total consolidated obligations outstanding; and (4) maintain, through short-term investments, an amount at least equal to its anticipated cash outflows under two hypothetical scenarios.

Each FHLBank also maintains a contingency liquidity plan designed to enable it to meet its obligations and the liquidity needs of members in the event of operational disruptions at the FHLBanks and/or the Office of Finance, or short-term capital market disruptions. For instance, federal budget deficit and debt ceiling issues and any related rating downgrades could continue to cause adverse reactions in the financial markets, which could result in higher interest rates, higher FHLBank borrowing costs, greater demand for collateral from FHLBanks and/or difficulty accessing liquidity on acceptable terms. Therefore, the FHLBanks have taken actions, or continue to take actions, to bolster the amount of liquidity in the event their access to the debt markets is disrupted.

Critical Accounting Estimates

The preparation of financial statements in accordance with GAAP requires each FHLBank's management to make a number of judgments, estimates and assumptions that affect the reported amounts of assets and liabilities, the disclosure of contingent assets and liabilities (if applicable), and the reported amounts of its income and expense during the reported periods. Although each FHLBank's management believes that its judgments, estimates and assumptions are reasonable, actual results may differ, and may differ substantially, from the estimates and other parties could arrive at different conclusions as to the likelihood of various default and severity outcomes.

In the Federal Home Loan Banks Combined Financial Report for the year ended December 31, 2012, certain accounting estimates and assumptions were identified as critical because they are generally considered by each FHLBank's management to be the most critical to an understanding of its financial statements and the financial data it provides to the Office of Finance for preparing the combined financial report. These estimates and assumptions consist of those used in conjunction with (1) OTTI for investment securities; (2) fair value estimates; (3) derivative hedging relationships; (4) amortization of premiums and accretion of discounts on investment securities and purchased mortgage loans; and (5) calculation of allowance for credit losses for each identified portfolio segment of financing receivables. (See *Note 1 - Summary of Significant Accounting Policies* pages F-10 to F-20, of the audited combined financial statements included in the Federal Home Loan Banks Combined Financial Report for the year ended December 31, 2012 for a description of accounting policies related to these estimates and assumptions.)

For a detailed discussion of Critical Accounting Estimates, see *Financial Discussion and Analysis of Combined Financial Condition and Combined Results of Operations - Critical Accounting Estimates*, pages 70 to 79 of the Federal Home Loan Banks Combined Financial Report for the year ended December 31, 2012. There have been no significant changes to the critical accounting estimates disclosed in the Federal Home Loan Banks Combined Financial Report for the year ended December 31, 2012. Each FHLBank describes its critical accounting estimates in its Management's Discussion and Analysis of Financial Condition and Results of Operations in its periodic reports filed with the SEC. See the following for additional information on OTTI methodology for investment securities.

OTTI for Investment Securities

Uniform OTTI Framework. The 12 FHLBanks have developed a uniform framework for completing their OTTI analyses in compliance with FASB guidance on the recognition and presentation of OTTI in the financial statements. To ensure consistency in determination of the OTTI for private-label MBS among all FHLBanks, the FHLBanks enhanced their overall OTTI process by implementing a system-wide governance committee and establishing a formal process to ensure consistency in key OTTI modeling assumptions used for purposes of their cash flow analyses for the majority of these securities. (See [Note 6 - Other-than-Temporary Impairment Analysis](#) to the accompanying combined financial statements for additional discussion regarding the recognition and presentation of OTTI.)

To assess whether the entire amortized cost bases of the FHLBanks' private-label MBS will be recovered, the FHLBanks performed a cash flow analysis for each such security that was previously other-than-temporarily impaired or where fair value was less than amortized cost as of the balance sheet date, except for certain private-label MBS where the underlying loan-level collateral data was not available using the uniform OTTI modeling methodology under the FHLBanks' uniform framework.

At September 30, 2013, seven FHLBanks owned certain private-label MBS where the underlying loan-level collateral data was not available. For private-label MBS that could not be modeled under the FHLBanks' uniform framework, alternative procedures were determined and approved by the system-wide governance committee. These alternative procedures established a formal process by which the FHLBanks could provide input on and approve key OTTI assumptions. Each affected FHLBank considered the approved alternative procedures to assess these securities for OTTI. These securities, which are backed by residential, home equity, manufactured housing, commercial real estate loans and/or home equity lines of credit, represented approximately 2% of the FHLBanks' total unpaid principal balance of private-label MBS at September 30, 2013.

In performing the cash flow analysis for the private-label MBS under the uniform framework, each FHLBank uses two third-party models. The first model forecasts loan-level prepayment, default and severity behavior. The second model is used to determine the resulting cash flows. The FHLBanks also assess the potential mitigation of projected credit losses through the application of existing monoline bond insurance from third parties by performing a qualitative assessment of the respective insurer's ability to cover the security's projected shortfall of contractual principal or interest. (See [Note 6 - Other-than-Temporary Impairment Analysis](#) to the accompanying combined financial statements for additional information.)

The modeling assumptions, significant inputs and methodologies are material to an OTTI determination. Any changes to these assumptions, significant inputs or methodologies could result in materially different outcomes to this determination, including the realization of additional OTTI charges that may be substantial. Each FHLBank is responsible for making its own OTTI determination and assessing the reasonableness of assumptions, significant inputs and methodologies used, as well as for performing the required present value calculations using appropriate historical cost bases and yields. Two or more FHLBanks that hold the same private-label MBS are required to consult with one another to ensure they reach the same conclusion on any decision that a commonly-held private-label MBS is other-than-temporarily impaired. This includes the determination that the fair value and the credit loss component of the unrealized loss are consistent among those FHLBanks.

Table 26 presents the significant inputs used to assess private-label residential MBS and home equity loan ABS under the FHLBanks' uniform framework for OTTI as well as related current credit enhancements as of September 30, 2013. The calculated averages represent the dollar-weighted averages of all the private-label residential MBS and home equity loan ABS in each category shown.

Table 26 - Significant Inputs for Private-Label Residential MBS and Home Equity Loan ABS*(dollars in millions)*

Year of Securitization	Unpaid Principal Balance	Significant Inputs for Private-label Residential MBS(1)			Weighted-Average Current Credit Enhancement %
		Weighted-Average Prepayment Rate %	Weighted-Average Default Rate %	Weighted-Average Loss Severity %	
Prime					
2008	\$ 563	11.9	19.3	36.9	17.6
2007	740	11.0	15.3	38.3	2.6
2006	1,509	10.6	19.2	38.0	1.7
2005	1,719	13.2	7.4	33.0	6.2
2004 and prior	3,390	14.3	4.9	32.8	10.2
Total prime	7,921	12.9	10.1	34.6	7.5
Alt-A					
2008	280	10.2	32.5	42.1	28.1
2007	5,353	8.2	44.2	45.2	12.4
2006	4,079	8.4	40.0	45.0	8.2
2005	5,386	9.2	24.1	43.0	10.1
2004 and prior	2,079	12.4	12.3	34.2	15.4
Total Alt-A	17,177	9.1	32.9	43.1	11.3
Subprime					
2007	8	4.8	59.2	61.9	43.0
2006	769	5.1	60.3	63.0	20.9
2005	43	5.8	54.5	59.3	43.9
2004 and prior	20	8.1	24.0	62.9	39.4
Total subprime	840	5.2	59.2	62.8	22.7
Total all private-label residential MBS	\$ 25,938	10.1	26.8	41.1	10.5

Year of Securitization	Unpaid Principal Balance	Significant Inputs for Home Equity Loan ABS(1)			Weighted-Average Current Credit Enhancement %
		Weighted-Average Prepayment Rate %	Weighted-Average Default Rate %	Weighted-Average Loss Severity %	
Subprime					
2004 and prior	\$ 130	7.7	6.6	60.2	34.9
Total all home equity loan ABS	\$ 130	7.7	6.6	60.2	34.9

(1) The classification (prime, Alt-A and subprime) is based on the model used to run the estimated cash flows for the individual securities, which may not necessarily be the same as the classification at the time of origination.

Adverse Case Scenario. In addition to evaluating its private-label MBS under a base case (or best estimate) scenario as discussed in [Note 6 - Other-than-Temporary Impairment Analysis](#) to the accompanying combined financial statements, each FHLBank performed a cash flow analysis for each of these securities under a more stressful scenario. This stress test or adverse case scenario was primarily based on a short-term housing price forecast, which was decreased five percentage points relative to the base case, followed by a recovery path that is 33.0% lower than the base case.

The adverse case scenario and associated results do not represent each FHLBank's current expectations, and therefore should not be construed as a prediction of each FHLBank's future results, market conditions or the actual performance of these securities. Rather, the results from this hypothetical adverse case scenario provide a measure of the credit losses that the FHLBanks might incur if home price declines (and subsequent recoveries) are more adverse than those projected in each FHLBank's base case OTTI assessment.

Table 27 presents the combined credit losses under the base case and adverse case scenario for other-than-temporarily impaired private-label MBS for the three months ended September 30, 2013. The base case scenario represents actual OTTI-related credit losses recognized in earnings for the three months ended September 30, 2013. The adverse case scenario's estimated cash flows were generated to show what the OTTI charges would have been under the more stressful scenario at September 30, 2013.

Table 27 - Base Case and Adverse Case Scenarios
(dollars in millions)

	Three Months Ended September 30, 2013					
	Base Case			Adverse Case		
	Number of Securities	Unpaid Principal Balance	OTTI Related to Credit Loss	Number of Securities	Unpaid Principal Balance	OTTI Related to Credit Loss
Private-label residential MBS						
Prime(1)	4	\$ 8	\$ (1)	17	\$ 292	\$ (1)
Alt-A(1)	22	273	(5)	54	915	(15)
Subprime(1)	—	—	—	1	—	—
Total private-label residential MBS	26	281	(6)	72	1,207	(16)
Home equity loan ABS						
Alt-A(1)	—	—	—	1	2	—
Subprime(1)	2	—	—	4	3	—
Total home equity loan ABS	2	—	—	5	5	—
Total	28	\$ 281	\$ (6)	77	\$ 1,212	\$ (16)

(1) Based on the originator's classification at the time of origination or based on classification by a nationally recognized statistical rating organization upon issuance of the MBS.

Recent Accounting Developments

See [Note 2 - Recently Issued and Adopted Accounting Guidance](#) to the accompanying combined financial statements for a discussion regarding the effect of recently issued accounting guidance on the FHLBanks' combined financial condition, combined results of operations or combined cash flows.

Legislative and Regulatory Developments

The regulatory environment in which the FHLBanks operate continues to change significantly as regulators continue to implement the Housing and Economic Recovery Act of 2008, as amended, the Dodd-Frank Act and the reforms of the Basel Committee on Bank Supervision. Further, the FHLBanks continue to monitor significant changes proposed as the U.S. Congress considers legislation to reform Fannie Mae and Freddie Mac and make other housing finance changes. The business, operations, funding costs, rights or obligations of the FHLBanks, and the business environment in which the FHLBanks carry out their housing finance mission, are likely to be impacted by these developments.

Certain regulatory actions and developments since June 30, 2013 are summarized in this section. See *Financial Discussion and Analysis of Combined Financial Condition and Combined Results of Operations - Legislative and Regulatory Developments* of the Federal Home Loan Banks Combined Financial Reports for the year ended December 31, 2012 and the quarterly periods ended March 31, 2013 and June 30, 2013 for a description of certain legislative and regulatory developments that occurred prior to the publication of those reports.

FHFA Developments

Final Rule on Stress Testing. On September 26, 2013, the FHFA issued a final rule that requires each FHLBank to assess the potential impact of certain sets of economic and financial conditions, including baseline, adverse and severely adverse scenarios, on its earnings, capital, and other related factors, over a nine-quarter forward horizon based on its portfolio as of September 30 of the previous year. The rule provides that the FHFA will annually issue guidance on the scenarios and methodologies to be used in conducting the stress test. Each FHLBank must publicly disclose the results of its adverse economic conditions stress test. The final rule became effective October 28, 2013.

Joint Proposed Rule on Credit Risk Retention for Asset-Backed Securities. On September 20, 2013, the FHFA and other U.S. federal regulators jointly issued a proposed rule with a comment deadline of October 30, 2013, that proposes requiring asset-backed securities (ABS) sponsors to retain a minimum of five percent economic interest in a portion of the credit risk of the assets collateralizing the ABS, unless all the securitized assets satisfy specified qualifications. The proposed rule revises an earlier proposed rule on ABS credit risk retention. In general, as with the original proposed rule, the revised proposed rule specifies criteria for qualified residential mortgage, commercial real estate, auto, and commercial loans that would make them exempt from the risk-retention requirement. The criteria for qualified residential mortgages is described in the proposed rulemaking as those underwriting and product features which, based on historical data, are associated with lower risk of default even in periods of decline of housing prices and high unemployment. The proposed rule would exempt agency MBS from the risk-retention requirements so long as the sponsoring agency is operating under the conservatorship or receivership of the FHFA and fully guarantees the timely payment of principal and interest on all interests in the issued security. Further, MBS issued by any limited-life regulated entity succeeding to either Fannie Mae or Freddie Mac operating with capital support from the United States would be exempt from the risk-retention requirements. At this time, the impact of this rule, if adopted, on FHLBanks' operations is uncertain.

Other Significant Developments

Housing Finance and Housing GSE Reform. Congress continues to consider reforms for the U.S. housing finance system and the housing GSEs, including the resolution of Fannie Mae and Freddie Mac (together, the Enterprises). Legislation has been introduced in both the House of Representatives and the Senate that would wind down the Enterprises and replace them with a new finance system to support the secondary mortgage market. On June 25, 2013, a bill entitled the Housing Finance Reform and Taxpayer Protection Act of 2013 (the Housing Finance Reform Act) was introduced in the Senate with bipartisan support. On July 11, 2013, Republican leaders of the House Financial Services Committee submitted a proposal entitled the Protecting American Taxpayers and Homeowners Act of 2013 (the PATH Act), which was approved by the Committee on July 24, 2013. Both proposals would have direct implications for the FHLBanks if enacted.

While both proposals reflect the FHFA's efforts over the past year to lay the groundwork for a new U.S. housing finance structure by creating a common securitization platform and establishing national standards for mortgage securitization, they differ on the role of the federal government in the revamped housing finance structure. The Housing Finance Reform Act would establish the Federal Mortgage Insurance Corporation as an independent agency in the Federal government, replacing the FHFA as the primary Federal regulator of the FHLBanks. The Federal Mortgage Insurance Corporation would, among other things, facilitate the securitization of eligible mortgages by insuring covered securities, in a catastrophic risk position. The FHLBanks would be allowed to apply to become an approved issuer of covered securities to facilitate access to the secondary market for smaller community mortgage lenders. Any covered MBS issued by the FHLBanks would not be issued as a consolidated obligation and would not be treated as a joint and several obligation of any FHLBank that has not elected to participate in such issuance.

By contrast, the PATH Act would effectively eliminate any government guarantee of conventional, conforming mortgages except for Federal Housing Administration, Department of Veterans Affairs and similar loans designed to serve first-time homebuyers and low- and moderate-income borrowers. The FHLBanks would be authorized to act as aggregators of mortgages for securitization through a newly established common market utility.

The PATH Act would also revamp the statutory provisions governing the board composition of FHLBanks. Among other things, for merging FHLBanks, the number of directors would be capped at 15 and the number of member directors allocated to a state would be capped at two until each state in the combined FHLBank's district has at least one member director. In addition, the FHFA would be given the authority, consistent with the authority of other banking regulators, to regulate and examine certain vendors of an FHLBank or an Enterprise. Also, the PATH Act would remove the requirement that the FHFA adopt regulations establishing standards of community investment or service for FHLBanks' members.

Any fundamental changes to the U.S. housing finance system could have consequences for the FHLBank System and its ability to provide readily accessible liquidity to its members. However, given the uncertainty of the legislative process, it is impossible to determine at this time whether or when legislation would be enacted for housing GSE or housing finance reform. The ultimate effects of these efforts on the FHLBanks are unknown and will depend on the legislation or other changes, if any, that ultimately are implemented.

Basel Committee on Banking Supervision - Final Capital Framework. In July 2013, the Federal Reserve Board and the Office of the Comptroller of the Currency (the OCC) adopted a final rule and the FDIC adopted an interim final rule, which was amended September 10, 2013, establishing new minimum capital standards for financial institutions to incorporate the Basel III regulatory capital reforms from the Basel Committee on Banking Supervision. The new capital framework includes, among other things:

- a new common equity tier 1 minimum capital requirement, a higher minimum tier 1 capital requirement and an additional capital conservation buffer;
- revised methodologies for calculation of risk-weighted assets to enhance risk sensitivity; and
- a supplementary leverage ratio for financial institutions subject to the “advanced approaches” risk-based capital rules.

The new framework could require some of the FHLBank members to divest assets in order to comply with the more stringent capital requirements, thereby tending to decrease their need for advances. Conversely, the new requirements could incentivize FHLBank members to use term advances to create and maintain balance sheet liquidity. Most FHLBank members must begin to comply with the final rule by January 1, 2015, although some larger members must begin to comply by January 1, 2014.

Basel Committee on Banking Supervision - Proposed Liquidity Coverage Ratio. In October 2013, the Federal Reserve, the OCC and the FDIC issued a proposed rule for a minimum liquidity coverage ratio (the LCR) applicable to all internationally active banking organizations, bank holding companies, systemically important, non-bank financial institutions designated for Federal Reserve supervision that do not have substantial insurance activities, certain savings and loan holding companies and depository institutions with \$250 billion or more in total assets or \$10 billion or more in on-balance sheet foreign exposure; and to such organizations’ consolidated subsidiaries that are depository institutions with \$10 billion or more in total consolidated assets. Among other things, the proposed rule would require the foregoing entities to maintain a sufficient amount of high-quality liquid assets to meet their obligations and other liquidity needs that are forecasted to occur during a 30-calendar day stress scenario. The proposed rule defines various categories of high-quality liquid assets into levels with the most favorable treatment under Level 1, less favorable under Level 2A, and least favorable under Level 2B. As proposed, FHLBank consolidated obligations would be categorized as Level 2A, meaning that they would be subject to a 15% “haircut” and, when combined with the Level 2B category, cannot exceed 40% of the total high-quality liquid assets maintained by the institution for purposes of compliance with LCR. The impact of this rule, if adopted, on the consolidated obligations of the FHLBanks is uncertain. Comments on the proposed rule are due January 31, 2014.

National Credit Union Administration (NCUA) Final Rule on Access to Emergency Liquidity. On October 30, 2013, the NCUA published a final rule requiring, among other things, that federally insured credit unions with assets of \$250 million or more must maintain access to at least one federal liquidity source for use in times of financial emergency and distressed economic circumstances. This access must be demonstrated through direct or indirect membership in the Central Liquidity Facility (a U.S. government corporation created to improve the general financial stability of credit unions by serving as a liquidity lender to credit unions) or by establishing access to the Federal Reserve’s discount window. The final rule does not include FHLBank membership as an emergency liquidity source. Accordingly, the final rule may adversely impact the FHLBanks’ results of operations if it causes the FHLBanks’ federally-insured credit union members to favor these federal liquidity sources over FHLBank membership or advances.

Recent Rating Agency Actions

On July 18, 2013, Moody's affirmed the Aaa senior rating of the FHLBank System and revised its outlook for the FHLBank System from negative to stable. These rating actions followed the affirmation by Moody's of the Aaa rating assigned to the United States of America and the revision of the outlook of the United States of America from negative to stable.

On June 10, 2013, S&P affirmed the AA+ long-term credit rating and the A-1+ short-term credit rating on the senior debt issues of the FHLBank System and for 11 of 12 FHLBanks. In addition, S&P affirmed the AA long-term credit rating and the A-1+ short-term credit rating for the FHLBank of Seattle. S&P also revised its outlook for the FHLBank System and for 11 of 12 FHLBanks from negative to stable; the negative outlook for FHLBank of Seattle remained unchanged. On July 18, 2013, S&P affirmed the AA long-term credit rating, the A-1+ short-term credit rating and revised its outlook from negative to stable for the FHLBank of Seattle. These rating actions reflect S&P's revision of the outlook on the long-term credit rating of the United States of America from negative to stable. S&P has indicated that its ratings of the FHLBank System and the FHLBanks are constrained by the long-term credit rating of the United States. Table 28 presents each FHLBank's long-term credit rating, short-term credit rating and outlook at October 31, 2013.

Table 28 - FHLBanks' Long-Term Credit Ratings, Short-Term Credit Ratings and Outlook at October 31, 2013

	S&P		Moody's	
	Long-Term/ Short-Term Rating	Outlook	Long-Term/ Short-Term Rating	Outlook
Boston	AA+/A-1+	Stable	Aaa/P-1	Stable
New York	AA+/A-1+	Stable	Aaa/P-1	Stable
Pittsburgh	AA+/A-1+	Stable	Aaa/P-1	Stable
Atlanta	AA+/A-1+	Stable	Aaa/P-1	Stable
Cincinnati	AA+/A-1+	Stable	Aaa/P-1	Stable
Indianapolis	AA+/A-1+	Stable	Aaa/P-1	Stable
Chicago	AA+/A-1+	Stable	Aaa/P-1	Stable
Des Moines	AA+/A-1+	Stable	Aaa/P-1	Stable
Dallas	AA+/A-1+	Stable	Aaa/P-1	Stable
Topeka	AA+/A-1+	Stable	Aaa/P-1	Stable
San Francisco	AA+/A-1+	Stable	Aaa/P-1	Stable
Seattle	AA/A-1+	Stable	Aaa/P-1	Stable

Risk Management

The fundamental business of each FHLBank is to provide a readily available, competitively-priced source of funds in a wide range of maturities to meet the borrowing demands of its members and housing associates. The principal sources of funds for these activities are the proceeds from the issuance of consolidated obligations and, to a lesser extent, capital and deposits from members. Lending and investing funds, and engaging in derivative transactions, can potentially expose the FHLBanks to a number of risks including market risk and credit risk. (See [Quantitative and Qualitative Disclosures about Market Risk](#) for a discussion of market risk). The FHLBanks are also subject to liquidity risk, operational risk and business risk. Each FHLBank has established policies and procedures to evaluate, manage and control these risks and must file periodic compliance reports with the FHFA. The FHFA has established regulations governing the risk management practices of the FHLBanks and conducts an annual on-site examination of each FHLBank and the Office of Finance as well as off-site analyses.

Credit Risk

Advances. An FHLBank endeavors to minimize credit risk on advances by monitoring the financial condition of its borrowers and by holding sufficient collateral to protect the FHLBank from losses. In response to conditions in the housing and mortgage markets, each FHLBank continues to evaluate and make changes to its collateral guidelines when reviewing its borrowers' financial condition to further mitigate the credit risk on advances. The management of each FHLBank believes that it has adequate policies and procedures in place to manage its credit risk on advances effectively. At September 30, 2013, each FHLBank had rights to collateral with an estimated value greater than the related outstanding advances. Advance and other credit product obligations to an FHLBank are fully secured with eligible collateral, the value of which is discounted to protect the FHLBank from credit losses.

Collateral lending values are determined by subtracting the collateral haircut from 100%. Certain collateral haircuts may also reflect haircuts applied to advances outstanding based upon borrowers' actual financial performance. The FHLBanks that accept Community Financial Institution (CFI)-specific collateral mitigate the potential increased credit risk through higher haircuts (lower lending values) on such collateral. CFI-specific collateral consists of small business, small farm, and small agri-business loans.

Table 29 presents the range of collateral lending values for the blanket lien, listing and delivery methods of pledging collateral across the 12 FHLBanks. Under the blanket lien status, an individual FHLBank allows a borrower to retain possession of eligible collateral pledged to the FHLBank, provided the borrower executes a written security agreement and agrees to hold the collateral for the benefit of the FHLBank. A blanket lien is generally assigned to lower risk institutions pledging collateral. Under the listing status, the borrower retains physical possession of specific collateral pledged to an FHLBank, but the borrower provides listings of loans pledged to its FHLBank with detailed loan information, such as loan amount, payments, maturity date, interest rate, loan-to-value, collateral type and FICO® scores. Under the delivery status, an FHLBank requires the borrower to place physical possession of eligible collateral with the FHLBank or a third-party custodian to sufficiently secure all outstanding obligations. Typically, an FHLBank would take physical possession or control of collateral if the financial

condition of the borrower was deteriorating or if the borrower exceeded certain credit product usage triggers. However, to ensure its position as a first-priority secured creditor, an FHLBank is generally more likely to take possession of collateral posted by insurance companies. Delivery of collateral may also be required if there is a regulatory action against the borrower by its regulator that would indicate inadequate controls or other conditions that would be of concern to that FHLBank.

Effective lending value percentages are equal to collateral lending value divided by the unpaid principal balance of eligible loan collateral or market value of eligible securities collateral. Average effective lending values are calculated based on the total lending value against eligible collateral for all borrowers without regard to the amount of credit extended to any particular borrower; individual borrower credit obligations to the FHLBanks are not cross-collateralized between borrowers.

Table 29 - Effective Lending Values by Type of Collateral for all Borrowers

Collateral Type	September 30, 2013	
	Effective Lending Values Applied to Collateral	Average Effective Lending Value
Blanket lien		
Single-family mortgage loans	13%-96%	75%
Federal Housing Administration (FHA) and Department of Veterans Affairs (VA) loans	57%-94%	86%
Multifamily mortgage loans	25%-93%	69%
Other U.S. government-guaranteed loans	81%-94%	89%
Home equity loans and lines of credit	7%-88%	51%
CFI collateral	15%-85%	51%
Commercial real estate loans	20%-91%	66%
Other loan collateral	22%-75%	52%
Listing		
Single-family mortgage loans	0%-95%	74%
FHA and VA loans	46%-91%	76%
Multifamily mortgage loans	26%-87%	80%
Other U.S. government-guaranteed loans	96%	96%
Home equity loans and lines of credit	16%-89%	50%
CFI collateral	30%-74%	68%
Commercial real estate loans	28%-90%	70%
Other loan collateral	35%-74%	49%
Delivery		
Cash, U.S. government and U.S. Treasury securities	83%-100%	93%
State and local government securities	75%-94%	86%
U.S. agency securities	85%-99%	95%
U.S. agency MBS and collateralized mortgage obligations (CMOs)	55%-98%	94%
Private-label MBS and CMOs	25%-97%	87%
CFI securities	93%-94%	93%
Commercial MBS	53%-93%	78%
Other securities	68%-97%	75%
Single-family mortgage loans	2%-93%	65%
FHA and VA loans	64%-94%	77%
Multifamily mortgage loans	10%-85%	71%
Other U.S. government-guaranteed loans	73%-94%	74%
Home equity loans and lines of credit	8%-80%	43%
CFI collateral	6%-77%	49%
Commercial real estate loans	1%-90%	64%
Other loan collateral	4%-89%	49%
Student loan securities	92%-98%	96%

As of September 30, 2013, there were 71 individual FHLBank borrowers (68 FHLBank members and three non-member financial institutions) that each held advance balances of at least \$1.0 billion. When a non-member financial institution acquires some or all of the assets and liabilities of an FHLBank member, including outstanding advances and FHLBank capital stock, an FHLBank may allow those advances to remain outstanding to that non-member financial institution. The non-member borrower would be required to meet all of that FHLBank's credit and collateral requirements, including requirements regarding creditworthiness and collateral borrowing capacity. A borrower's total credit obligation to an FHLBank could include outstanding advances, outstanding letters of credit, collateralized derivative contracts and credit enhanced obligations on mortgage loans sold to the FHLBank. Eligible collateral values include market values for securities and the unpaid principal balance for all other collateral pledged by the blanket lien, listing or delivery method. The collateralization ratio was 2.7 at September 30, 2013, which represents the total of these 71 individual FHLBank borrowers' eligible collateral divided by these borrowers' advances and other credit products outstanding at September 30, 2013; however, individual borrower credit obligations to the FHLBanks are not cross-collateralized between borrowers.

Table 30 presents advances, other credit products (which primarily includes letters of credit) and collateral outstanding for borrowers with at least \$1.0 billion of advances outstanding as compared to all advance borrowers.

Table 30 - Advances, Other Credit Products and Collateral Outstanding
(dollars in millions)

	September 30, 2013		
	Borrowers with at Least \$1.0 Billion of Advances Outstanding	All Borrowers	Percentage
Advances outstanding, at par	\$ 309,349	\$ 457,668	67.6%
Other credit products outstanding, at par	\$ 38,933	\$ 70,928	54.9%
Collateral outstanding	\$ 952,997	\$ 1,699,388	56.1%

Table 31 presents information on a combined basis regarding the type of collateral securing the advances to the 71 individual FHLBank borrowers with at least \$1.0 billion of advances outstanding.

Table 31 - Type of Collateral Securing Advances to Borrowers with at Least \$1.0 Billion of Advances Outstanding
(dollars in millions)

Collateral Type	September 30, 2013							
	Blanket Lien		Listing		Delivery		Total	
	Amount	Percentage	Amount	Percentage	Amount	Percentage	Amount	Percentage
Single-family mortgage loans	\$ 132,701	13.9%	\$ 420,978	44.2%	\$ 11,253	1.2%	\$ 564,932	59.3%
Home equity loans and lines of credit	45,291	4.8%	63,315	6.6%	729	0.1%	109,335	11.5%
Commercial real estate loans	71,318	7.5%	23,940	2.5%	10,522	1.1%	105,780	11.1%
Multifamily mortgage loans	23,423	2.5%	55,367	5.8%	2,956	0.3%	81,746	8.6%
U.S. agency MBS and CMOs	—	N/A	—	N/A	45,474	4.8%	45,474	4.8%
Commercial MBS	—	N/A	—	N/A	16,286	1.7%	16,286	1.7%
FHA and VA loans	4,054	0.4%	7,087	0.7%	689	0.1%	11,830	1.2%
U.S. agency securities (excluding MBS)	—	N/A	—	N/A	7,669	0.8%	7,669	0.8%
Private-label MBS and CMOs	—	N/A	—	N/A	94	0.0%	94	0.0%
Other	1,317	0.1%	2,489	0.3%	6,045	0.6%	9,851	1.0%
Total collateral	\$ 278,104	29.2%	\$ 573,176	60.1%	\$ 101,717	10.7%	\$ 952,997	100.0%

N/A - Collateral is not pledged using this pledging method.

Member Failures. The financial condition of all members and housing associates is closely monitored for compliance with financial criteria as set forth in each FHLBank's credit policies. During the nine months ended September 30, 2013, no FHLBank incurred any credit loss on any of its advances, including advances to failed borrowers. During the same period, 17 of the 22 FDIC-insured institutions that failed were members of an FHLBank with approximately \$667 million of advances outstanding at the time of the failure, all of which were either assumed by another member or non-member institution or repaid by the acquiring institution or the FDIC. From October 1, 2013 to October 31, 2013, there was one FDIC-insured institution that failed; however that institution was not a member of an FHLBank.

Investments. The FHLBanks are subject to credit risk on investments consisting of investment securities, interest-bearing deposits, securities purchased under agreements to resell and Federal funds sold.

The FHLBanks maintain short-term investment portfolios, which may provide funds to meet the credit needs of their members. These short-term investments are transacted with government agencies and large financial institutions with investment-grade credit ratings. Within this portfolio of short-term investments, the FHLBanks have unsecured credit exposure on certain investments.

The FHLBanks also enhance interest income and meet operating expenses by holding long-term investments. Within this portfolio of long-term investments, the FHLBanks are primarily subject to credit risk related to private-label mortgage-backed securities that are either directly or indirectly supported by underlying mortgage loans.

Regulatory Restrictions on Investments. To minimize credit risk on investments, the FHLBanks are prohibited by FHFA regulations from investing in certain security types. (See *Financial Discussion and Analysis of Combined Financial Condition and Combined Results of Operations - Risk Management* on page 90 of the Federal Home Loan Banks Combined Financial Report for the year ended December 31, 2012 for additional information regarding the regulatory restrictions on investments.)

Investment Ratings. The FHLBanks reduce the credit risk on investments by investing in highly-rated investments. Table 32 presents the credit rating of the investment securities held by the FHLBanks as of September 30, 2013 and December 31, 2012, using the lowest long-term ratings for each security owned by an individual FHLBank, based on the nationally recognized statistical rating organization(s) used by that FHLBank.

Table 32 - Investment Ratings*(dollars in millions)*

Carrying Value	September 30, 2013 (1)(2)						
	Investment Grade				Below Investment Grade	Unrated	Total
	Triple-A	Double-A	Single-A	Triple-B			
Interest-bearing deposits	\$ —	\$ 2	\$ 1,006	\$ —	\$ —	\$ —	\$ 1,008
Securities purchased under agreements to resell	—	7,000	5,200	4,000	—	1,400	17,600
Federal funds sold	—	12,488	18,754	1,527	—	114	32,883
Investment securities							
Non-mortgage backed securities							
U.S. Treasury obligations	—	1,038	—	—	—	—	1,038
Commercial paper	—	325	741	—	—	—	1,066
Certificates of deposit	—	3,586	2,918	—	—	—	6,504
Other U.S. obligations	—	5,467	—	—	—	—	5,467
GSE and Tennessee Valley Authority obligations	—	25,716	—	—	—	—	25,716
State or local housing agency obligations	1,191	1,349	218	409	—	2	3,169
Federal Family Education Loan Program ABS	19	6,950	—	—	—	—	6,969
Other	770	652	—	—	—	26	1,448
Total non-mortgage-backed securities	1,980	45,083	3,877	409	—	28	51,377
Mortgage-backed securities							
Other U.S. obligations residential MBS	328	12,074	—	—	—	—	12,402
Other U.S. obligations commercial MBS	—	240	—	—	—	—	240
GSE residential MBS	137	96,848	30	—	20	—	97,035
GSE commercial MBS	—	7,715	—	—	—	—	7,715
Private-label residential MBS	27	245	517	2,266	18,550	28	21,633
Private-label commercial MBS	1	—	—	—	—	—	1
Manufactured housing loan ABS	—	—	131	—	—	—	131
Home equity loan ABS	3	15	137	36	108	3	302
Total mortgage-backed securities	496	117,137	815	2,302	18,678	31	139,459
Total investment securities	2,476	162,220	4,692	2,711	18,678	59	190,836
Total investments	\$ 2,476	\$ 181,710	\$ 29,652	\$ 8,238	\$ 18,678	\$ 1,573	\$ 242,327

December 31, 2012 (2)(3)

Carrying Value	Investment Grade				Below Investment Grade	Unrated	Total
	Triple-A	Double-A	Single-A	Triple-B			
Interest-bearing deposits	\$ —	\$ 3	\$ 1,004	\$ —	\$ —	\$ —	\$ 1,007
Securities purchased under agreements to resell	—	10,000	20,264	3,000	—	2,575	35,839
Federal funds sold	—	21,458	21,787	665	—	100	44,010
Investment securities							
Non-mortgage backed securities							
U.S. Treasury obligations	—	1,003	—	—	—	—	1,003
Commercial paper	—	60	—	—	—	—	60
Certificates of deposit	—	725	2,558	—	—	—	3,283
Other U.S. obligations	—	4,950	—	—	—	—	4,950
GSE and Tennessee Valley Authority obligations	—	25,313	—	—	—	—	25,313
State or local housing agency obligations	631	1,601	—	500	—	3	2,735
Federal Family Education Loan Program ABS	25	7,427	—	—	—	—	7,452
Other	847	779	—	—	—	25	1,651
Total non-mortgage-backed securities	1,503	41,858	2,558	500	—	28	46,447
Mortgage-backed securities							
Other U.S. obligations residential MBS	359	12,175	—	—	—	—	12,534
Other U.S. obligations commercial MBS	—	457	—	—	—	—	457
GSE residential MBS	—	94,428	47	—	29	—	94,504
GSE commercial MBS	—	5,602	—	—	—	—	5,602
Private-label residential MBS	95	539	1,128	2,459	20,705	10	24,936
Private-label commercial MBS	10	—	—	—	—	—	10
Manufactured housing loan ABS	—	132	15	—	—	—	147
Home equity loan ABS	7	103	63	39	120	—	332
Total mortgage-backed securities	471	113,436	1,253	2,498	20,854	10	138,522
Total investment securities	1,974	155,294	3,811	2,998	20,854	38	184,969
Total investments	\$ 1,974	\$ 186,755	\$ 46,866	\$ 6,663	\$ 20,854	\$ 2,713	\$ 265,825

- (1) Does not reflect any changes in ratings, outlook or watch status occurring after September 30, 2013. The ratings presented in this table represent the lowest long-term rating available for each security owned by an individual FHLBank, based on the nationally recognized statistical rating organization(s) used by that FHLBank. Although the FHLBanks' internal ratings are not presented in this table, the internal ratings of an individual FHLBank may differ from those obtained from the nationally recognized statistical rating organization(s) and other FHLBank internal ratings.
- (2) Investment amounts represent the carrying value and do not include related accrued interest.
- (3) Does not reflect any changes in ratings, outlook or watch status occurring after December 31, 2012. The ratings presented in this table represent the lowest long-term rating available for each security owned by an individual FHLBank, based on the nationally recognized statistical rating organization(s) used by that FHLBank. Although the FHLBanks' internal ratings are not presented in this table, the internal ratings of an individual FHLBank may differ from those obtained from the nationally recognized statistical rating organization(s) and other FHLBank internal ratings.

Long-term Investments. Within the portfolio of long-term investments, the FHLBanks are primarily subject to credit risk related to private-label mortgage-backed securities that are either directly or indirectly supported by underlying mortgage loans. The FHLBanks invested in private-label mortgage-backed securities, which consist of private-label residential MBS, private-label commercial MBS, manufactured housing loan ABS and home equity loan ABS. Each private-label mortgage-backed security may contain one or more forms of credit protection/enhancements including, but not limited to: (1) guarantee of principal and interest, (2) subordination, (3) over-collateralization and excess interest, and (4) insurance wrap. Credit enhancement achieved through subordination features results in the subordination of payments to junior classes to support cash flows received by senior classes held by investors such as the FHLBanks.

Although the FHLBanks invested in private-label mortgage-backed securities that at the date of purchase were substantially all rated triple-A, many of these securities have incurred credit losses based on economic and housing market conditions.

Current credit enhancement percentages reflect the ability of subordinated classes of securities to absorb principal losses and interest shortfalls before the senior classes held by the FHLBanks are affected (i.e., the losses, expressed as a percentage of the outstanding principal balances, that could be incurred in the underlying loan pools before the securities held by the FHLBanks would be affected, assuming that all of those losses occurred on the measurement date). Depending upon the timing and amount of losses in the underlying loan pools, it is possible that the senior classes held by the FHLBanks could have losses in scenarios where the cumulative loan losses do not exceed the current credit enhancement percentage.

Table 33 presents collateral performance and credit enhancement information related to private-label mortgage-backed securities at September 30, 2013. No FHLBank has purchased private-label mortgage-backed securities since 2008.

Table 33 - Credit Ratings of Private-Label Mortgage-Backed Securities at September 30, 2013
(dollars in millions)

	Total by Year of Securitization					
	Total	2008	2007	2006	2005	2004 and Prior
Unpaid Principal Balance (UPB) by credit rating(1)						
Triple-A	\$ 31	\$ —	\$ —	\$ —	\$ 10	\$ 21
Double-A	267	70	—	—	—	197
Single-A	793	—	—	67	66	660
Triple-B	2,308	—	—	6	270	2,032
Below investment grade						
Double-B	1,935	—	15	17	249	1,654
Single-B	2,540	166	309	133	809	1,123
Triple-C	8,775	372	2,953	1,743	3,251	456
Double-C	2,941	235	682	1,005	1,010	9
Single-C	1,580	—	688	465	427	—
Single-D	5,493	—	1,971	2,485	1,012	25
Unrated	35	—	—	16	—	19
Total	<u>\$ 26,698</u>	<u>\$ 843</u>	<u>\$ 6,618</u>	<u>\$ 5,937</u>	<u>\$ 7,104</u>	<u>\$ 6,196</u>
Amortized cost	\$ 23,034	\$ 781	\$ 5,337	\$ 4,474	\$ 6,313	\$ 6,129
Gross unrealized losses(2)	(1,233)	(39)	(310)	(407)	(339)	(138)
Fair value	22,763	762	5,210	4,652	6,086	6,053
Credit losses(3)						
Total OTTI(4)	\$ (14)	\$ —	\$ (6)	\$ (1)	\$ (5)	\$ (2)
AOCI(5)	2	—	(2)	—	2	2
Credit losses	<u>\$ (12)</u>	<u>\$ —</u>	<u>\$ (8)</u>	<u>\$ (1)</u>	<u>\$ (3)</u>	<u>\$ —</u>
Fair value to UPB	85.3%	90.4%	78.7%	78.3%	85.7%	97.7%

	Prime(6) by Year of Securitization					
	Total	2008	2007	2006	2005	2004 and Prior
UPB by credit rating(1)						
Triple-A	\$ 4	\$ —	\$ —	\$ —	\$ —	\$ 4
Double-A	171	—	—	—	—	171
Single-A	319	—	—	—	12	307
Triple-B	1,566	—	—	—	247	1,319
Below investment grade						
Double-B	1,310	—	15	17	209	1,069
Single-B	1,401	—	126	77	449	749
Triple-C	1,298	249	210	56	598	185
Double-C	720	89	171	231	229	—
Single-C	735	—	335	251	149	—
Single-D	2,966	—	985	1,645	336	—
Unrated	25	—	—	16	—	9
Total	<u>\$ 10,515</u>	<u>\$ 338</u>	<u>\$ 1,842</u>	<u>\$ 2,293</u>	<u>\$ 2,229</u>	<u>\$ 3,813</u>
Amortized cost	\$ 9,459	\$ 290	\$ 1,457	\$ 1,861	\$ 2,054	\$ 3,797
Gross unrealized losses(2)	(382)	(1)	(26)	(240)	(40)	(75)
Fair value	9,590	303	1,539	1,951	2,059	3,738
Credit losses(3)						
Total OTTI	\$ (1)	\$ —	\$ —	\$ (1)	\$ —	\$ —
AOCI(5)	—	—	—	—	—	—
Credit losses	<u>\$ (1)</u>	<u>\$ —</u>	<u>\$ —</u>	<u>\$ (1)</u>	<u>\$ —</u>	<u>\$ —</u>
Weighted-average percentage						
Fair value to UPB	91.2%	89.6%	83.6%	85.0%	92.4%	98.0%
Original credit support(7)	9.4%	24.7%	15.1%	10.8%	9.6%	4.4%
Credit support(8)	6.5%	12.9%	2.5%	0.8%	7.2%	10.8%
Collateral delinquency(9)	12.7%	17.3%	18.3%	16.6%	11.4%	8.1%

	Alt-A(6) by Year of Securitization					
	Total	2008	2007	2006	2005	2004 and Prior
UPB by credit rating(1)						
Triple-A	\$ 24	\$ —	\$ —	\$ —	\$ 10	\$ 14
Double-A	82	70	—	—	—	12
Single-A	206	—	—	67	54	85
Triple-B	677	—	—	—	19	658
Below investment grade						
Double-B	580	—	—	—	39	541
Single-B	1,052	166	175	27	340	344
Triple-C	7,167	123	2,743	1,466	2,645	190
Double-C	1,829	146	511	396	771	5
Single-C	711	—	353	80	278	—
Single-D	2,502	—	986	840	676	—
Unrated	4	—	—	—	—	4
Total	<u>\$ 14,834</u>	<u>\$ 505</u>	<u>\$ 4,768</u>	<u>\$ 2,876</u>	<u>\$ 4,832</u>	<u>\$ 1,853</u>
Amortized cost	\$ 12,542	\$ 491	\$ 3,872	\$ 2,112	\$ 4,221	\$ 1,846
Gross unrealized losses(2)	(741)	(38)	(283)	(75)	(296)	(49)
Fair value	12,074	459	3,663	2,148	3,988	1,816
Credit losses(3)						
Total OTTI	\$ (13)	\$ —	\$ (6)	\$ —	\$ (5)	\$ (2)
AOCI(5)	2	—	(2)	—	2	2
Credit losses	<u>\$ (11)</u>	<u>\$ —</u>	<u>\$ (8)</u>	<u>\$ —</u>	<u>\$ (3)</u>	<u>\$ —</u>
Weighted-average percentage						
Fair value to UPB	81.4%	91.0%	76.8%	74.7%	82.5%	98.0%
Original credit support(7)	23.3%	34.1%	33.0%	26.2%	16.8%	7.4%
Credit support(8)	12.7%	26.4%	15.9%	7.8%	10.0%	15.3%
Collateral delinquency(9)	24.5%	19.5%	32.0%	30.7%	19.1%	10.8%

	Subprime(6) by Year of Securitization					
	Total	2008	2007	2006	2005	2004 and Prior
UPB by credit rating(1)						
Triple-A	\$ 3	\$ —	\$ —	\$ —	\$ —	\$ 3
Double-A	14	—	—	—	—	14
Single-A	268	—	—	—	—	268
Triple-B	65	—	—	6	4	55
Below investment grade						
Double-B	45	—	—	—	1	44
Single-B	87	—	8	29	20	30
Triple-C	310	—	—	221	8	81
Double-C	392	—	—	378	10	4
Single-C	134	—	—	134	—	—
Single-D	25	—	—	—	—	25
Unrated	6	—	—	—	—	6
Total	<u>\$ 1,349</u>	<u>\$ —</u>	<u>\$ 8</u>	<u>\$ 768</u>	<u>\$ 43</u>	<u>\$ 530</u>
Amortized cost	\$ 1,033	\$ —	\$ 8	\$ 501	\$ 38	\$ 486
Gross unrealized losses(2)	(110)	—	(1)	(92)	(3)	(14)
Fair value	1,099	—	8	553	39	499
Credit losses(3)						
Total OTTI	\$ —	\$ —	\$ —	\$ —	\$ —	\$ —
AOCI(5)	—	—	—	—	—	—
Credit losses	<u>\$ —</u>	<u>\$ —</u>	<u>\$ —</u>	<u>\$ —</u>	<u>\$ —</u>	<u>\$ —</u>
Weighted-average percentage						
Fair value to UPB	81.3%	—	96.6%	71.9%	89.6%	94.5%
Original credit support(7)	38.6%	—	23.0%	22.8%	22.1%	63.2%
Credit support(8)	26.6%	—	43.0%	20.9%	44.1%	33.2%
Collateral delinquency(9)	28.6%	—	32.9%	37.2%	33.6%	15.4%

- (1) Represents the lowest rating available for each security owned by an individual FHLBank based on the nationally recognized statistical rating organization(s) used by that FHLBank.
- (2) Represents total gross unrealized losses including non-credit-related other-than-temporary impairment recognized in AOCI.
- (3) The credit losses presented are for the nine months ended September 30, 2013.
- (4) Table 33 does not include \$1 million of OTTI charges related to an AFS non-mortgage-backed security at September 30, 2013 that the FHLBank of Des Moines intends to sell.
- (5) Represents the net amount of other-than-temporary impairment losses reclassified to/(from) AOCI.
- (6) The FHLBanks classify securities as prime, Alt-A and subprime based on the originator's classification at the time of origination or based on classification by a nationally recognized statistical rating organization upon issuance of the securities.
- (7) Original weighted-average credit support is based on the credit support at the time of issuance and is determined based on the unpaid principal balance of the individual securities in the category and their respective original credit support.
- (8) Weighted-average credit support is based on the credit support as of September 30, 2013 and is determined based on the unpaid principal balance of the individual securities in the category and their respective credit support as of September 30, 2013.
- (9) Weighted-average collateral delinquency rate is determined based on the underlying loans that are 60 days or more past due and is determined based on the unpaid principal balance of the individual securities in the category and their respective delinquencies.

Table 34 presents, by loan type, characteristics of private-label mortgage-backed securities in a gross unrealized loss position at September 30, 2013. The FHLBanks held a total of \$3,858 million in Alt-A option adjustable-rate mortgages (ARMs), of which \$3,195 million are in a gross unrealized loss position based on their unpaid principal balance at September 30, 2013, as presented in Table 34.

Table 34 - Private-Label Mortgage-Backed Securities in a Gross Unrealized Loss Position
(dollars in millions)

	September 30, 2013			
	Unpaid Principal Balance	Amortized Cost	Gross Unrealized Losses	Weighted-Average Collateral Delinquency Rate(1)
Private-label MBS backed by(2)				
Prime Loans				
First Lien	\$ 5,511	\$ 5,086	\$ (382)	12.8%
Total private-label MBS backed prime loans	5,511	5,086	(382)	12.8%
Alt-A and other loans				
Alt-A option ARM	3,195	2,665	(289)	35.9%
Alt-A other	6,509	5,936	(452)	19.5%
Total private-label MBS backed by Alt-A and other loans	9,704	8,601	(741)	24.9%
Subprime loans				
First lien	1,095	812	(103)	30.2%
Second lien	3	3	—	24.7%
Total private-label MBS backed by subprime loans	1,098	815	(103)	30.2%
Other - Not Classified(3)				
Total	\$ 16,541	\$ 14,704	\$ (1,233)	21.2%

- (1) Weighted-average collateral delinquency rate is determined based on the underlying loans that are 60 days or more past due. The reported delinquency percentage represents the weighted-average based on the unpaid principal balance of the individual securities in the category and their respective delinquencies.
- (2) The FHLBanks classify securities as prime, Alt-A and subprime based on the originator's classification at the time of origination or based on classification by a nationally recognized statistical rating organization upon issuance of the securities.
- (3) The FHLBank of New York owns certain private-label securities that were acquired prior to 2004 for which only the original lien information is available. The current lien information is not available. In certain instances, the servicer is no longer in business to provide this information. In other instances, the servicers were never required to track the information subsequent to origination.

Monoline Bond Insurance. Certain FHLBank investment securities portfolios include a limited number of investments that are insured by monoline bond insurers. The monoline bond insurance on these investments guarantees the timely payment of principal and interest if these payments cannot be satisfied from the cash flows of the underlying mortgage collateral.

The monoline bond insurers continue to be subject to adverse ratings, rating downgrades and weak financial performance measures. Below investment grade ratings or rating downgrades imply an increased risk that the monoline bond insurer will fail to fulfill its obligations to reimburse the insured investor for claims made under the related insurance policies. There are five monoline bond insurers that insure the affected FHLBanks' investment securities. Of the five monoline bond insurers, the financial guarantee from Assured Guaranty Municipal Corp. is considered sufficient to cover all future claims and therefore excluded from the burn-out period analysis. Conversely, the key burn-out period for monoline bond insurers Financial Guaranty Insurance Company and Syncora Guarantee Inc. are not considered applicable due to regulatory intervention that has suspended all claims, and the affected FHLBanks have placed no reliance on these monoline insurers. For the remaining monoline bond insurers the affected FHLBanks established a burn-out period ending on December 31, 2013 for Ambac Assurance Corp. and September 30, 2014 for MBIA Insurance Corp. In addition, Ambac Assurance Corp. reimbursements are limited to 25 percent of claims during the burn-out period. The FHLBanks monitor the financial condition of these monoline bond insurers on an ongoing basis and as facts and circumstances change, the burn-out period could significantly change.

As of September 30, 2013, total monoline bond insurance coverage was \$483 million, of which \$306 million represents the FHLBanks' private-label MBS covered by the monoline bond insurance that the FHLBanks are relying on at September 30, 2013 for modeling cash flows. Of the \$306 million, 13.8% represents Alt-A loans and 86.2% represents subprime loans. The FHLBanks classify securities as prime, Alt-A and subprime based on the originator's classification at the time of origination or based on classification by a nationally recognized statistical rating organization upon issuance of the securities.

Short-term Investments. The FHLBanks maintain short-term investment portfolios to provide funds to meet the credit needs of their members and to maintain liquidity. The FHLBank Act and FHFA regulations set liquidity requirements for the FHLBanks, and an individual FHLBank's board of directors may also adopt additional liquidity policies. In addition, each FHLBank maintains a contingency liquidity plan in the event of operational disruptions at either the FHLBanks or the Office of Finance. (See [Liquidity](#) for a discussion of the FHLBanks' liquidity management.)

Within the portfolio of short-term investments, the FHLBanks face credit risk from unsecured exposures. Each FHLBank manages its own credit risk independently. The FHLBanks' unsecured credit investments have maturities ranging between overnight and nine months and include the following types:

- *Interest-bearing deposits.* Primarily consists of unsecured deposits that earn interest.
- *Federal funds sold.* Unsecured loans of reserve balances at the Federal Reserve Banks between financial institutions that are made on an overnight and term basis.
- *Commercial paper.* Unsecured debt issued by corporations, typically for the financing of accounts receivable, inventories and meeting short-term liabilities.
- *Certificates of deposit.* Unsecured negotiable promissory notes issued by banks and payable to the bearer on demand.

Table 35 presents the FHLBanks' unsecured credit exposure with private counterparties by investment type. At September 30, 2013, the FHLBanks had aggregate unsecured credit exposure from investments of \$1 billion or more to each of 16 private counterparties. The aggregate unsecured credit exposure to these counterparties represented 79.3% of the FHLBanks' total unsecured investment credit exposure to private counterparties. The unsecured investment credit exposure presented in Table 35 does not reflect the average or maximum exposure during the period as the balances presented reflect the balances at period end.

Table 35 - Unsecured Credit Exposure by Investment Type
(dollars in millions)

Carrying Value(1)(2)	September 30, 2013	December 31, 2012
Interest-bearing deposits	\$ 1,006	\$ 1,004
Federal funds sold	32,883	44,010
Commercial paper	1,066	60
Certificates of deposit	6,504	3,283
Total	\$ 41,459	\$ 48,357

- (1) Excludes unsecured investment credit exposure to U.S. government, U.S. government agencies and instrumentalities, government-sponsored enterprises and supranational entities and does not include related accrued interest as of September 30, 2013 and December 31, 2012.
- (2) May include unsecured investment credit exposure to members. (See [Security Ownership of Certain Beneficial Owners and Certain Relationships and Related Transactions](#) for further discussion of related-party transactions.)

Each FHLBank actively monitors its credit exposures and the credit quality of its counterparties, including an assessment of each counterparty's financial performance, capital adequacy, sovereign support and the current market perceptions of the counterparties. General macroeconomic, political and market conditions may also be considered when deciding on unsecured exposure. As a result, the FHLBanks may limit or suspend existing exposures.

FHFA regulations include limits on the amount of unsecured credit an individual FHLBank may extend to a counterparty or to a group of affiliated counterparties. This limit is based on a percentage of eligible regulatory capital and the counterparty's overall credit rating. Under these regulations, the level of eligible regulatory capital is determined as the lesser of an individual FHLBank's total regulatory capital or the eligible amount of regulatory capital of the counterparty. The eligible amount of regulatory capital is then multiplied by a stated percentage. The percentage that an FHLBank may offer for term extensions of unsecured credit ranges from 1% to 15% based on the counterparty's credit rating. The calculation of term extensions of unsecured credit includes on-balance sheet transactions, off-balance sheet commitments and derivative transactions. (See [Credit Risk - Derivatives and Counterparty Ratings](#) for additional information related to derivatives exposure.)

FHFA regulation also permits the FHLBanks to extend additional unsecured credit for overnight extensions of credit and for sales of Federal funds subject to continuing contracts that renew automatically. An FHLBank's total unsecured exposure to a counterparty may not exceed twice the regulatory limit for term exposures, or a total of 2% to 30% of the eligible amount of regulatory capital, based on the counterparty's credit rating. As of September 30, 2013, each of the FHLBanks was in compliance with the regulatory limits established for unsecured credit.

The FHLBanks are prohibited by FHFA regulation from investing in financial instruments issued by non-U.S. entities other than those issued by U.S. branches and agency offices of foreign commercial banks. The FHLBanks' unsecured credit exposures to U.S. branches and agency offices of foreign commercial banks include the risk that, as a result of political or economic conditions in a country, the counterparty may be unable to meet its contractual repayment obligations. The FHLBanks' unsecured credit exposures to domestic counterparties and U.S. subsidiaries of foreign commercial banks include the risk that these counterparties have extended credit to foreign counterparties. The FHLBanks are in compliance with the regulation and did not own any financial instruments issued by non-U.S. entities other than those issued by U.S. branches and agency offices of foreign commercial banks as of September 30, 2013.

As of September 30, 2013, the FHLBanks' unsecured investment credit exposure to U.S. branches and agency offices of foreign commercial banks was comprised of Federal funds sold, commercial paper and certificates of deposit. As of September 30, 2013, 78.6%, 14.1% and 50.4% of the FHLBanks' unsecured investment credit exposure in Federal funds sold, commercial paper and certificates of deposit was to U.S. branches and agency offices of foreign commercial banks. Table 36 presents the lowest long-term credit ratings of the unsecured investment credit exposures presented by the domicile of the counterparty or the domicile of the counterparty's parent for U.S. branches and agency offices of foreign commercial banks based on the nationally recognized statistical rating organization(s) used by the individual FHLBank holding the investment. This table does not reflect the foreign sovereign government's credit rating. The FHLBanks reduce credit risk by generally investing in unsecured investments of highly-rated counterparties.

Table 36 - Ratings of Unsecured Investment Credit Exposure by Domicile of Counterparty
(dollars in millions)

Carrying Value(2)	September 30, 2013 (1)				
	Investment Grade			Unrated	Total
	Double-A	Single-A	Triple-B		
Domestic	\$ 2,561	\$ 5,938	\$ 1,527	\$ 114	\$ 10,140
U.S. subsidiaries of foreign commercial banks	175	1,876	—	—	2,051
Total domestic and U.S. subsidiaries of foreign commercial banks	2,736	7,814	1,527	114	12,191
U.S. branches and agency offices of foreign commercial banks					
Canada	2,572	6,860	—	—	9,432
Netherlands	5,178	—	—	—	5,178
Australia	4,183	—	—	—	4,183
Sweden	1,730	2,095	—	—	3,825
Norway	—	3,198	—	—	3,198
United Kingdom	—	1,985	—	—	1,985
Japan	—	1,467	—	—	1,467
Total U.S. branches and agency offices of foreign commercial banks	13,663	15,605	—	—	29,268
Total unsecured investment credit exposure	\$ 16,399	\$ 23,419	\$ 1,527	\$ 114	\$ 41,459

- (1) Does not reflect any changes in ratings, outlook or watch status occurring after September 30, 2013. The ratings presented in this table represent the lowest long-term rating available for each security owned by an individual FHLBank, based on the nationally recognized statistical rating organization(s) used by that FHLBank. Although the FHLBanks' internal ratings are not presented in this table, the internal ratings of an individual FHLBank may differ from those obtained from the nationally recognized statistical rating organization(s) and other FHLBank internal ratings.
- (2) Excludes unsecured investment credit exposure to U.S. government, U.S. government agencies and instrumentalities, government-sponsored enterprises and supranational entities and does not include related accrued interest.

Table 37 presents the contractual maturity of the FHLBanks' unsecured investment credit exposure by the domicile of the counterparty or the domicile of the counterparty's parent for U.S. branches and agency offices of foreign commercial banks. The FHLBanks also reduce the credit risk on investments by generally investing in investments that have short-term maturities. At September 30, 2013, 58.4% of the carrying value of the total unsecured investments held by the FHLBanks had overnight maturities.

Table 37 - Contractual Maturity of Unsecured Investment Credit Exposure by Domicile of Counterparty
(dollars in millions)

Carrying Value(1)	September 30, 2013				
	Overnight	Due 2 days through 30 days	Due 31 days through 90 days	Due 91 days through 180 days	Total
Domestic	\$ 5,955	\$ 631	\$ 3,554	\$ —	\$ 10,140
U.S. subsidiaries of foreign commercial banks	1,073	717	261	—	2,051
Total domestic and U.S. subsidiaries of foreign commercial banks	7,028	1,348	3,815	—	12,191
U.S. branches and agency offices of foreign commercial banks					
Canada	3,309	4,210	1,913	—	9,432
Netherlands	5,178	—	—	—	5,178
Australia	500	2,016	1,517	150	4,183
Sweden	2,675	635	465	50	3,825
Norway	2,930	268	—	—	3,198
United Kingdom	1,985	—	—	—	1,985
Japan	592	875	—	—	1,467
Total U.S. branches and agency offices of foreign commercial banks	17,169	8,004	3,895	200	29,268
Total unsecured investment credit exposure	\$ 24,197	\$ 9,352	\$ 7,710	\$ 200	\$ 41,459

(1) Excludes unsecured investment credit exposure to U.S. government, U.S. government agencies and instrumentalities, government-sponsored enterprises and supranational entities and does not include related accrued interest.

Mortgage Loans Held for Portfolio. The FHFA's Acquired Member Asset regulation permits the FHLBanks to purchase and hold specified mortgage loans from their members. Each FHLBank has established or participated in the Acquired Member Asset programs such as the Mortgage Partnership Finance® (MPF) Program and Mortgage Purchase Program (MPP) as services to their members. Members and eligible housing associates may apply to become a participating financial institution (PFI) of their respective FHLBank. The mortgage loans purchased or funded under these programs may carry more credit risk than advances, even though the respective member or housing associate provides credit enhancement and bears a portion of the credit risk at the time of purchase.

Management at each FHLBank believes that it has adequate policies and procedures in place to manage credit risk on mortgage loans appropriately. Each FHLBank that is currently participating or previously participated in the Acquired Member Asset programs has established loan loss allowances under each program or has determined that no loan loss allowances are necessary. (See [Note 9 - Allowance for Credit Losses](#) to the accompanying combined financial statements for additional information about mortgage loan credit quality indicators, allowance for credit losses, and delinquency statistics by the Acquired Member Asset program and type of loans.)

Credit Risk Exposure to Insurance Providers. In addition to credit risk associated with mortgage loans purchased or funded through the Acquired Member Asset programs, the FHLBanks are exposed to the risk of non-performance of mortgage insurers that provide primary mortgage insurance (PMI) and supplemental mortgage insurance (SMI) coverage on mortgage loans. (See *Financial Discussion and Analysis of Combined Financial Condition and Combined Results of Operations - Risk Management - Credit Risk - Mortgage Loans Held for Portfolio*, pages 101-108 of the Federal Home Loan Banks Combined Financial Report for the year ended December 31, 2012 for information on loss allocation structures and mortgage insurance for MPF and MPP loans.)

As of October 31, 2013, all of the FHLBanks' primary mortgage insurance providers were either rated between single-B and triple-B or were not rated by one or more nationally recognized statistical rating organization for their claims paying ability or insurer financial strength. As of September 30, 2013, the total unpaid principal balances and maximum coverage outstanding for seriously delinquent loans (90 days or more delinquent or in the process of foreclosure) with PMI were \$144 million and \$40 million for MPF loans, and \$35 million and \$9 million for MPP loans, respectively.

In addition, each MPF FHLBank has evaluated the claims-paying ability of its SMI providers. As of September 30, 2013, certain MPF FHLBanks either increased their estimated allowance for credit losses on mortgage loans, required the PFI to collateralize the credit enhancement obligation or discontinued paying the associated performance credit enhancement fees as the relevant PFIs have elected not to assume the credit enhancement obligation as their own.

As of September 30, 2013, each MPP FHLBank also evaluated the claims-paying ability of its SMI providers. These MPP FHLBanks determined that it was not necessary to increase the amount of required risk-based capital as a result of assigning a higher risk weighting to the assets covered by a downgraded SMI provider under the credit risk-based capital calculations.

Geographic Concentrations. Tables 38 and 39 provide the percentage of unpaid principal balance of conventional mortgage loans held for portfolio outstanding at September 30, 2013 for the five largest state concentrations, with comparable data at December 31, 2012. These tables show the state concentration on an aggregated basis for all 12 FHLBanks that purchased or funded loans under the MPF Program and MPP. As a result, these tables do not necessarily reflect the actual state concentration with respect to each individual FHLBank.

Table 38 - State Concentrations of MPF Program

	September 30, 2013	December 31, 2012(1)
Iowa	7.9%	7.1%
Kansas	7.0%	6.1%
California	6.8%	8.0%
Pennsylvania	6.3%	5.8%
New York	5.5%	5.2%
All Other	66.5%	67.8%
Total	100.0%	100.0%

(1) The calculated percentage is based on the unpaid principal balance of conventional loans at the end of the period. The state concentrations reflect the top five states at September 30, 2013.

Table 39 - State Concentrations of MPP

	September 30, 2013	December 31, 2012(1)
Ohio	30.5%	30.3%
Indiana	18.4%	16.2%
Michigan	12.9%	11.4%
Kentucky	6.7%	6.1%
California	4.9%	5.8%
All Other	26.6%	30.2%
Total	100.0%	100.0%

(1) The calculated percentage is based on the unpaid principal balance of conventional loans at the end of the period. The state concentrations reflect the top five states at September 30, 2013.

Derivative Counterparties. Each FHLBank transacts most of its derivatives with large banks and major broker-dealers. Over-the-counter derivative transactions may be either executed with a counterparty (bilateral derivatives) or cleared through a Futures Commission Merchant (i.e., clearing agent) with a Derivative Clearing Organization (cleared derivatives).

Each FHLBank is subject to credit risk due to the risk of nonperformance by counterparties to its derivative transactions. The amount of credit risk on derivatives depends on the extent to which netting procedures, collateral requirements and other credit enhancements are used and are effective in mitigating the risk. Each FHLBank manages credit risk through credit analysis, collateral management and other credit enhancements. The FHLBanks are also required to follow the requirements set forth by applicable regulation.

Bilateral Derivatives. Each FHLBank is subject to non-performance by the counterparties to its bilateral derivative transactions. The FHLBanks generally require collateral on bilateral derivative transactions. The amount of net unsecured credit exposure that is permissible with respect to each counterparty depends on the credit rating of that counterparty. A counterparty generally must deliver collateral to an FHLBank if the total market value of the FHLBank's exposure to that counterparty rises above a specific trigger point. As a result of these risk mitigation initiatives, the management of each FHLBank does not anticipate any credit losses on its bilateral derivative transactions as of September 30, 2013.

Cleared Derivatives. Each FHLBank is subject to nonperformance by the Derivative Clearing Organization(s) (Clearinghouse) and clearing agent. The requirement that FHLBanks post initial and variation margin through the clearing agent, to the Clearinghouse, exposes the FHLBanks to institutional credit risk in the event that the clearing agent or the Clearinghouse fails to meet its obligations. The use of cleared derivatives is intended to mitigate credit risk exposure because a central counterparty is substituted for individual counterparties and collateral is posted daily for changes in the value of cleared derivatives through a clearing agent. The management of each FHLBank does not anticipate any credit losses on its cleared derivatives as of September 30, 2013.

The contractual or notional amount of derivative transactions reflects the involvement of an FHLBank in the various classes of financial instruments. The maximum credit risk of an FHLBank with respect to derivative transactions is the estimated cost of replacing the derivative transactions if there is a default, minus the value of any related collateral, including initial and variation margin. In determining maximum credit risk, each FHLBank considers accrued interest receivables and payables as well as the netting requirements to net assets and liabilities. Table 40 presents the derivative positions with non-member counterparties and member institutions to which the FHLBanks had credit exposure at September 30, 2013.

Table 40 - Derivative Counterparty Credit Exposure at September 30, 2013
(dollars in millions)

Credit Rating(1)	Notional Amount	Net Derivatives Fair Value Before Collateral	Cash Collateral Pledged To (From) Counterparties	Non-cash Collateral Pledged To (From) Counterparties	Net Credit Exposure to Counterparties
Non-member counterparties					
Asset positions with credit exposure					
Bilateral derivatives					
Double-A	\$ 3,343	\$ 17	\$ —	\$ (2)	\$ 15
Single-A	63,122	668	(490)	(140)	38
Cleared derivatives(2)	15,223	2	18	—	20
Liability positions with credit exposure					
Bilateral derivatives					
Double-A	1,782	(25)	26	—	1
Single-A	29,118	(633)	499	149	15
Cleared derivatives(2)	68,199	(106)	274	—	168
Total derivative positions with credit exposure to non-member counterparties	180,787	(77)	327	7	257
Member institutions(3)	526	13	—	(4)	9
Total	\$ 181,313	\$ (64)	\$ 327	\$ 3	\$ 266

(1) This chart does not reflect any changes in rating, outlook or watch status occurring after September 30, 2013. The ratings presented in this table represent the lowest long-term counterparty credit rating available for each counterparty of an individual FHLBank, based on the nationally recognized statistical rating organization(s) used by that FHLBank.

(2) Represents derivative transactions cleared with Clearinghouses, which are not rated.

(3) Member institutions include mortgage delivery commitments and derivatives with members where an FHLBank is acting as an intermediary. Collateral held with respect to derivatives with member institutions where an FHLBank is acting as an intermediary represents the amount of eligible collateral physically held by or on behalf of the FHLBank or collateral assigned to the FHLBank, as evidenced by a written security agreement, and held by the member institution for the benefit of that FHLBank.

QUANTITATIVE AND QUALITATIVE DISCLOSURES ABOUT MARKET RISK

Each FHLBank is responsible for establishing its own risk management philosophies, practices and policies. Each FHLBank describes its risk management policies for its business, including quantitative and qualitative disclosures about its market risk, in its periodic reports filed with the SEC. (See [Explanatory Statement about Federal Home Loan Banks Combined Financial Report.](#))

Each FHLBank has established policies and procedures to evaluate, manage and mitigate market risks. The FHFA has established regulations governing the risk management practices of the FHLBanks. The FHLBanks must file periodic compliance reports with the FHFA. The FHFA conducts an annual on-site examination of each FHLBank and the Office of Finance as well as off-site analyses.

Interest-Rate Risk

Interest-rate risk is the risk that relative and absolute changes in interest rates may adversely affect an institution's financial condition. The goal of an interest-rate risk management strategy is not necessarily to eliminate interest-rate risk, but to manage it by setting, and operating within, an appropriate framework and limits. The FHLBanks generally manage interest-rate risk by acquiring and maintaining a portfolio of assets and liabilities and entering into related derivative transactions to limit the expected mismatches in duration. The FHLBanks measure and monitor interest rate-risk with commonly used methods, which include the calculations of market value of equity, duration of equity and duration gap. (See *Quantitative and Qualitative Disclosure about Market Risk*, pages 112 to 118 of the Federal Home Loan Banks Combined Financial Report for the year ended December 31, 2012.)

Market Value of Equity and Duration of Equity

Each FHLBank has an internal modeling system for measuring its duration of equity; therefore, individual FHLBank measurements may not be directly comparable. Each FHLBank reports the results of its duration of equity calculations to the FHFA each quarter. However, not all FHLBanks manage to the duration of equity risk measure. The capital adequacy rules of the FHFA require each FHLBank to hold permanent capital in an amount sufficient to cover the sum of its credit, market and operations risk-based capital requirements, which are defined by applicable regulations. Each FHLBank has developed a market risk model that calculates the market risk component of this requirement.

Table 41 presents each FHLBank that includes quantitative market value of equity and duration of equity information in its individual 2013 Third Quarter SEC Form 10-Q.

Table 41 - Individual FHLBank's Market Value of Equity and Duration of Equity Disclosures

FHLBank	Market Value of Equity	Duration of Equity
Boston	✓	✓
New York	✓	✓
Pittsburgh	(1)	✓
Atlanta	✓	✓
Cincinnati	✓	✓
Indianapolis	✓	✓
Chicago	✓	(2)
Des Moines	(3)	(3)
Dallas	✓	✓
Topeka	(4)	✓
San Francisco	✓	(5)
Seattle	✓	✓

- (1) The FHLBank of Pittsburgh's market value of equity volatility metrics are monitored. The FHLBank of Pittsburgh measures market value of equity to par value of capital stock, as described in its 2013 Third Quarter SEC Form 10-Q. The FHLBank of Pittsburgh also monitors the earned dividend spread (EDS) volatility metric relative to a predetermined EDS floor, established and approved by its board of directors.
- (2) The FHLBank of Chicago disclosed the dollar limits on changes in market value under parallel interest rate shocks in addition to duration of equity in its 2013 Third Quarter SEC Form 10-Q.
- (3) Although the FHLBank of Des Moines measures and monitors market value of equity and duration of equity, those measures are not disclosed as key market risk measures. The FHLBank of Des Moines disclosed, in its 2013 Third Quarter SEC Form 10-Q, market value of capital stock (MVCS) and economic value of capital stock (EVCS) as key risk measures. The FHLBank of Des Moines measures and limits movements in MVCS.

- (4) The FHLBank of Topeka measures and monitors market value of equity (MVE); however, the FHLBank of Topeka measures market value risk in terms of its MVE in relation to its total regulatory capital stock outstanding instead of to its book value of equity. As described in its 2013 Third Quarter SEC Form 10-Q, the FHLBank of Topeka believes this is a reasonable metric because, as a cooperative, the metric reflects the market value of the FHLBank of Topeka relative to the book value of its regulatory capital stock.
- (5) The FHLBank of San Francisco does not disclose duration of equity, rather it discloses comparable metrics, "Market Value of Capital Sensitivity" and "Net Portfolio Value of Capital Sensitivity" as key market risk measures.

Table 42 presents the duration of equity reported by each FHLBank to the FHFA in accordance with the FHFA's guidance, which prescribes that down and up interest-rate shocks equal 200 basis points. However, the applicable regulation restricts the down rate from assuming a negative interest rate. Therefore, each FHLBank adjusts the down rate accordingly in periods of very low levels of interest rates.

Table 42 - Duration of Equity
(in years)

FHLBank	September 30, 2013			December 31, 2012		
	Down	Base	Up	Down	Base	Up
Boston	0.4	0.6	2.6	0.5	0.3	3.1
New York	1.7	1.1	1.7	0.6	(1.5)	2.0
Pittsburgh	0.5	2.3	2.7	1.2	2.5	2.6
Atlanta	(0.8)	(1.1)	4.9	(0.9)	(0.8)	2.6
Cincinnati	1.6	4.2	4.6	1.8	1.9	4.1
Indianapolis	1.0	(2.7)	1.5	(4.2)	0.3	0.4
Chicago	6.2	0.6	(0.6)	2.4	0.8	(3.5)
Des Moines	(6.0)	(0.1)	3.6	(1.4)	(2.4)	7.2
Dallas	5.3	2.6	6.6	3.4	1.6	2.5
Topeka	(0.9)	(1.8)	2.0	(0.1)	(0.6)	0.3
San Francisco	1.4	1.2	2.2	(0.1)	(0.3)	1.2
Seattle	(1.4)	(1.7)	2.2	0.0	1.5	4.1

Duration Gap

A related measure of interest-rate risk is duration gap, which is the difference between the estimated durations (market value sensitivity) of assets and liabilities and reflects the extent to which estimated maturity and repricing cash flows for assets and liabilities are matched. Duration gap determines the sensitivity of assets and liabilities to interest-rate changes. Each FHLBank has an internal modeling system for measuring its duration gap; therefore, individual FHLBank measurements may not be directly comparable. Duration generally indicates the expected change in an instrument's market value resulting from an increase or a decrease in interest rates. Higher duration numbers, whether positive or negative, indicate greater volatility in the market value of equity in response to changing interest rates. Duration gap numbers in Table 43 include the effect of derivative transactions.

Table 43 - Duration Gap
(in months)

FHLBank	September 30, 2013	December 31, 2012
Boston	0.7	0.4
New York	0.4	(1.4)
Pittsburgh	1.1	1.3
Atlanta	(1.1)	(0.7)
Cincinnati	0.2	0.1
Indianapolis	(3.7)	(0.7)
Chicago	0.5	0.4
Des Moines	(0.5)	(2.0)
Dallas	1.6	0.8
Topeka	(1.3)	(0.4)
San Francisco	0.7	(1.2)
Seattle	(0.2)	0.1

Use of Derivatives to Manage Interest-Rate Risk

An FHLBank enters into derivatives to manage interest-rate risk, prepayment risk and exposure inherent in otherwise unhedged assets and funding positions. An FHLBank attempts to use derivatives to reduce interest-rate exposure in the most cost-efficient manner. Derivatives are used to adjust the effective maturity, repricing frequency, or option characteristics of financial instruments to achieve risk-management objectives. (See [Note 10 - Derivatives and Hedging Activities](#) to the accompanying combined financial statements for a discussion of managing interest-rate risk exposure.)

Table 44 presents the effect of derivatives and hedging activities on net interest income and non-interest income resulting from the FHLBanks' hedging strategies.

Table 44 - Effect of Derivatives and Hedging Activities
(dollars in millions)

	Three Months Ended September 30, 2013								
	Advances	Investment Securities	Mortgage Loans	Deposits	Consolidated Bonds	Consolidated Discount Notes	Balance Sheet	Optional Advance Commitments	Total
Net interest income									
Amortization and accretion of hedging activities in net interest income(1)	\$ (60)	\$ 29	\$ (11)	\$ —	\$ 39	\$ —	\$ —	\$ —	\$ (3)
Net interest settlements included in net interest income(2)	(870)	(141)	—	—	581	(74)	—	—	(504)
Total effect on net interest income	\$ (930)	\$ (112)	\$ (11)	\$ —	\$ 620	\$ (74)	\$ —	\$ —	\$ (507)
Net gains (losses) on derivatives and hedging activities									
Gains (losses) on fair value hedges	\$ 35	\$ 7	\$ —	\$ —	\$ (8)	\$ —	\$ —	\$ —	\$ 34
Gains (losses) on cash flow hedges	—	—	—	—	—	1	—	—	1
Gains (losses) on derivatives not receiving hedge accounting	(29)	(26)	(12)	—	50	—	(6)	—	(23)
Total net gains (losses) on derivatives and hedging activities	6	(19)	(12)	—	42	1	(6)	—	12
Net gains (losses) on trading securities(3)	—	(31)	—	—	—	—	—	—	(31)
Net gains (losses) on financial instruments held at fair value	(6)	—	—	—	(20)	—	—	—	(26)
Total effect on non-interest income	\$ —	\$ (50)	\$ (12)	\$ —	\$ 22	\$ 1	\$ (6)	\$ —	\$ (45)
	Three Months Ended September 30, 2012								
	Advances	Investment Securities	Mortgage Loans	Deposits	Consolidated Bonds	Consolidated Discount Notes	Balance Sheet	Optional Advance Commitments	Total
Net interest income									
Amortization and accretion of hedging activities in net interest income(1)	\$ (79)	\$ 30	\$ (17)	\$ —	\$ 47	\$ (1)	\$ —	\$ —	\$ (20)
Net interest settlements included in net interest income(2)	(1,092)	(124)	—	—	593	(75)	—	—	(698)
Total effect on net interest income	\$ (1,171)	\$ (94)	\$ (17)	\$ —	\$ 640	\$ (76)	\$ —	\$ —	\$ (718)
Net gains (losses) on derivatives and hedging activities									
Gains (losses) on fair value hedges	\$ 64	\$ 7	\$ —	\$ —	\$ (30)	\$ —	\$ —	\$ —	\$ 41
Gains (losses) on cash flow hedges	—	—	—	—	—	—	—	—	—
Gains (losses) on derivatives not receiving hedge accounting	(53)	(48)	4	—	68	(8)	(13)	—	(50)
Total net gains (losses) on derivatives and hedging activities	11	(41)	4	—	38	(8)	(13)	—	(9)
Net gains (losses) on trading securities(3)	—	(9)	—	—	—	—	—	—	(9)
Net gains (losses) on financial instruments held at fair value	24	—	—	—	(31)	(1)	—	—	(8)
Total effect on non-interest income	\$ 35	\$ (50)	\$ 4	\$ —	\$ 7	\$ (9)	\$ (13)	\$ —	\$ (26)

Nine Months Ended September 30, 2013

	Advances	Investment Securities	Mortgage Loans	Deposits	Consolidated Bonds	Consolidated Discount Notes	Balance Sheet	Optional Advance Commitments	Total
Net interest income									
Amortization and accretion of hedging activities in net interest income(1)	\$ (210)	\$ 88	\$ (38)	\$ —	\$ 138	\$ (2)	\$ —	\$ —	\$ (24)
Net interest settlements included in net interest income(2)	(2,674)	(398)	—	1	1,818	(223)	—	—	(1,476)
Total effect on net interest income	\$ (2,884)	\$ (310)	\$ (38)	\$ 1	\$ 1,956	\$ (225)	\$ —	\$ —	\$ (1,500)
Net gains (losses) on derivatives and hedging activities									
Gains (losses) on fair value hedges	\$ 182	\$ 29	\$ —	\$ —	\$ (37)	\$ —	\$ —	\$ —	\$ 174
Gains (losses) on cash flow hedges	—	—	—	—	—	4	—	—	4
Gains (losses) on derivatives not receiving hedge accounting	48	93	—	—	(40)	11	15	—	127
Total net gains (losses) on derivatives and hedging activities	230	122	—	—	(77)	15	15	—	305
Net gains (losses) on trading securities(3)	—	(219)	—	—	—	—	—	—	(219)
Net gains (losses) on financial instruments held at fair value	(139)	—	—	—	139	—	—	—	—
Total effect on non-interest income (loss)	\$ 91	\$ (97)	\$ —	\$ —	\$ 62	\$ 15	\$ 15	\$ —	\$ 86

Nine Months Ended September 30, 2012

	Advances	Investment Securities	Mortgage Loans	Deposits	Consolidated Bonds	Consolidated Discount Notes	Balance Sheet	Optional Advance Commitments	Total
Net interest income									
Amortization and accretion of hedging activities in net interest income(1)	\$ (602)	\$ 87	\$ (55)	\$ —	\$ 133	\$ (7)	\$ —	\$ —	\$ (444)
Net interest settlements included in net interest income(2)	(3,500)	(370)	(2)	1	1,909	(221)	—	—	(2,183)
Total effect on net interest income	\$ (4,102)	\$ (283)	\$ (57)	\$ 1	\$ 2,042	\$ (228)	\$ —	\$ —	\$ (2,627)
Net gains (losses) on derivatives and hedging activities									
Gains (losses) on fair value hedges	\$ 183	\$ 28	\$ 1	\$ —	\$ (59)	\$ (2)	\$ —	\$ —	\$ 151
Gains (losses) on cash flow hedges	—	—	—	—	—	2	—	—	2
Gains (losses) on derivatives not receiving hedge accounting	(150)	(144)	(1)	—	187	(20)	(33)	(2)	(163)
Total net gains (losses) on derivatives and hedging activities	33	(116)	—	—	128	(20)	(33)	(2)	(10)
Net gains (losses) on trading securities(3)	—	(59)	—	—	—	—	—	—	(59)
Net gains (losses) on financial instruments held at fair value	7	—	—	—	3	3	—	2	15
Total effect on non-interest income (loss)	\$ 40	\$ (175)	\$ —	\$ —	\$ 131	\$ (17)	\$ (33)	\$ —	\$ (54)

(1) Represents amortization and accretion of hedging adjustments included in net interest income.

(2) Represents interest income or expense on derivatives included in net interest income.

(3) Includes only those gains or losses on trading securities that have an assigned economic derivative; therefore, this line item may not agree to the Combined Statement of Income.

CONTROLS AND PROCEDURES

FHLBanks

The management of each FHLBank is required under applicable laws and regulations to establish and maintain effective disclosure controls and procedures as well as effective internal control over financial reporting, as such disclosure controls and procedures and internal control over financial reporting relate to that FHLBank only. Each FHLBank's management assessed the effectiveness of its individual internal control over financial reporting as of December 31, 2012, based on the criteria established in the 1992 *Internal Control-Integrated Framework* issued by the Committee of Sponsoring Organizations of the Treadway Commission (COSO). Based on the original assessment, management of each of the FHLBanks concluded, as of December 31, 2012, that its FHLBank's internal control over financial reporting was effective based on the criteria established in *Internal Control-Integrated Framework*. Additionally, the independent registered public accounting firm of each FHLBank previously opined that these individual FHLBanks maintained, in all material respects, effective internal control over financial reporting as of December 31, 2012. (See *Part II. Item 8 - Financial Statements and Supplementary Data* or *Item 9A - Controls and Procedures* of each FHLBank's 2012 SEC Form 10-K for its *Management's Report on Internal Control over Financial Reporting*.)

However, on April 25, 2013, the FHLBank of Seattle's management and its Board concluded that its financial statements for the years ended December 31, 2010 through December 31, 2012 and the quarterly periods within 2011 and 2012 (the referenced periods) should no longer be relied upon, due to the identification of material errors in the statements of cash flows. Further, the FHLBank of Seattle concluded that there was a material weakness in its internal control over financial reporting as of December 31, 2012 and for the other previous referenced periods. This material weakness is described below. As a result, the FHLBank of Seattle's management also concluded that its disclosure controls and procedures were not effective at a reasonable assurance level as of the quarter ended September 30, 2013 and for the referenced periods. However, based on the FHLBank of Seattle's implementation and enhancement of certain controls and procedures related to cash flow compilation and review processes and reliance on existing controls not affected by the identified material weakness, the FHLBank of Seattle concluded that its financial statements included in its 2013 Third Quarter SEC Form 10-Q are fairly presented, in all material respects, for the periods presented in conformity with GAAP. As of September 30, 2013, the FHLBank of Seattle was still in the process of remediating the material weakness described below.

Each of the other FHLBanks indicated that there were no changes to its internal control over financial reporting during the quarter ended September 30, 2013 that materially affected, or are reasonably likely to affect, its internal control over financial reporting. Additionally, management of each of the other FHLBanks concluded that its disclosure controls and procedures were effective at a reasonable assurance level as of the quarter ended September 30, 2013. (See *Part I. Item 4 - Controls and Procedures* of each FHLBank's 2013 Third Quarter SEC Form 10-Q.)

FHLBank of Seattle's Material Weakness Relating to the Preparation and Review of its Statement of Cash Flows

As of September 30, 2013, the FHLBank of Seattle did not maintain effective controls over the preparation and review of its statement of cash flows. These control deficiencies resulted in errors in the FHLBank of Seattle's statement of cash flows, for the referenced periods, as originally reported, which in turn necessitated a restatement of its statement of cash flows for the referenced periods. Specifically, the FHLBank of Seattle did not maintain effective controls over the review of the classification and presentation of cash flows from certain financing and investing activities, which led to the misclassification of cash flows among operating activities, investing activities and financing activities in its statement of cash flows for the referenced periods. Accordingly, the FHLBank of Seattle's management determined that, when evaluated in the aggregate, the control deficiencies constituted a material weakness in internal control over financial reporting as of September 30, 2013. (See [Note 1 - Summary of Significant Accounting Policies](#) to the accompanying combined financial statements for additional information about the FHLBank of Seattle's restatements.)

Office of Finance Controls and Procedures over the Combined Financial Reporting Combining Process

The Office of Finance is not responsible for the preparation, accuracy or adequacy of the information or financial data provided by the FHLBanks to the Office of Finance for use in preparing the combined financial reports, or for the quality or effectiveness of the disclosure controls and procedures or internal control over financial reporting of the FHLBanks as they relate to such information and financial data. Each FHLBank is responsible for establishing and maintaining disclosure controls and procedures and internal control over financial reporting with respect to the information and financial data provided to the Office of Finance. Although the Office of Finance is not an SEC registrant, FHFA regulations require that the combined financial

report form and content generally be consistent with SEC Regulations S-K and S-X, as interpreted by the FHFA. The Office of Finance is not required to establish and maintain, and in light of the nature of its role has not established and maintained, disclosure controls and procedures and internal control over financial reporting at the FHLBank System level in the same manner as those maintained by each FHLBank. The Office of Finance has established procedures and controls concerning the FHLBanks' submission of information and financial data to the Office of Finance, the process of combining the financial statements and other financial information of the individual FHLBanks and the review of that information.

The Office of Finance does not independently verify the financial information submitted by each FHLBank that comprise the combined financial statements, the condensed combining schedules and other disclosures included in this Combined Financial Report. Instead, the Office of Finance relies on each FHLBank management's certification and representation regarding the accuracy and completeness, in all material respects, of its data submitted to the Office of Finance for use in preparing this Combined Financial Report.

Audit Committee Charter

The charter of the audit committee of the Office of Finance's board of directors is available on the Office of Finance's website at www.fhfb-of.com. This web site address is provided as a matter of convenience only, and its contents are not made part of this report and are not intended to be incorporated by reference into this report.

LEGAL PROCEEDINGS

The FHLBanks are subject to various pending legal proceedings arising in the normal course of business. The FHLBanks and the Office of Finance are not a party to, nor are they subject to, any pending legal proceedings, except the following identified proceedings, where the ultimate liability of the FHLBanks, if any, arising out of these proceedings is likely to have a material effect on the results of operations, financial condition or liquidity of the FHLBanks or that are otherwise material to the FHLBanks. (See each FHLBank's 2013 Third Quarter SEC Form 10-Q under *Part II. Item 1-Legal Proceedings* for additional information, including updates, to its legal proceedings.)

Legal Proceedings Relating to the Purchase of Certain Private-label MBS

As of September 30, 2013, each of the FHLBanks of Boston, Pittsburgh, Atlanta, Indianapolis, Chicago, San Francisco and Seattle is a plaintiff in continued legal proceedings that relate to its purchases of certain private-label MBS. Defendants in these lawsuits include entities and affiliates that buy, sell or distribute the FHLBanks' consolidated obligations or are derivative counterparties. These defendants, and their affiliates, may be members or former members of the plaintiff FHLBanks or other FHLBanks. In addition, certain defendants in some of these legal proceedings currently issue credit ratings on the FHLBanks and the FHLBank System's consolidated obligations.

Legal Proceedings Relating to the Lehman Bankruptcy

See [*Note 16 - Commitments and Contingencies - Lehman Bankruptcy*](#) to the accompanying combined financial statements for information on legal proceedings relating to bankruptcy proceedings involving Lehman Brothers Holdings, Inc.

RISK FACTORS

There were no material changes to the risk factors disclosed in the Federal Home Loan Banks Combined Financial Report for the year ended December 31, 2012. (See each FHLBank's 2013 Third Quarter SEC Form 10-Q for any updates to risk factors included in its 2012 SEC Form 10-K under *Item 1A-Risk Factors*.)

MARKET FOR CAPITAL STOCK AND RELATED STOCKHOLDER MATTERS

As a cooperative, each FHLBank conducts its advances business and mortgage loan programs almost exclusively with its members. Members and former members own all of the FHLBanks' capital stock. There is no established marketplace for the FHLBanks' stock and it is not publicly traded. FHLBank stock is purchased by members at the stated par value of \$100 per share and may be redeemed/repurchased at its stated par value of \$100 per share, subject to applicable redemption periods and certain conditions and limitations. (See [Financial Discussion and Analysis - Capital Adequacy - Dividend and Excess Stock Limitations](#) for a discussion of certain FHLBank actions regarding dividends and excess capital stock.)

At September 30, 2013, the FHLBanks had 321 million shares of capital stock outstanding. The FHLBanks are not required to register their securities under the Securities Act of 1933 (as amended). Each FHLBank is an SEC registrant and is subject to certain reporting requirements of the Securities Exchange Act of 1934.

Table 45 presents combined regulatory capital stock, which includes mandatorily redeemable capital stock, held by type of member, and Table 46 presents FHLBank membership by type of member.

Table 45 - Regulatory Capital Stock Held by Type of Member
(dollars in millions)

	September 30, 2013		December 31, 2012	
	Amount	Percentage of Regulatory Capital Stock	Amount	Percentage of Regulatory Capital Stock
Commercial banks	\$ 20,527	53.9%	\$ 21,023	52.0%
Thrifts	5,549	14.6%	6,352	15.7%
Insurance companies	3,542	9.3%	3,506	8.7%
Credit unions	2,661	7.0%	2,650	6.5%
Community development financial institutions	6	—	4	—
Total GAAP capital stock	32,285	84.8%	33,535	82.9%
Mandatorily redeemable capital stock	5,812	15.2%	6,929	17.1%
Total combined regulatory capital stock	\$ 38,097	100.0%	\$ 40,464	100.0%

Table 46 - Membership by Type of Member

	September 30, 2013		December 31, 2012	
	Number	Percentage of Total Members	Number	Percentage of Total Members
Commercial banks	5,100	67.6%	5,207	68.2%
Credit unions	1,200	15.9%	1,180	15.5%
Thrifts	946	12.5%	972	12.7%
Insurance companies	278	3.7%	263	3.4%
Community development financial institutions	18	0.3%	13	0.2%
Total	7,542	100.0%	7,635	100.0%

During the nine months ended September 30, 2013, eight FHLBank members withdrew from FHLBank membership for reasons other than merger or acquisition, and 31 FHLBank members gave notice of intent to withdraw from FHLBank membership for reasons other than merger or acquisition.

The information on regulatory capital stock presented in Table 47 is accumulated at the holding-company level. The percentage of total regulatory capital stock identified in Table 47 for each holding company was computed by dividing all regulatory capital stock owned by subsidiaries of that holding company by total combined regulatory capital stock. These percentage concentrations do not represent ownership concentrations in an individual FHLBank.

Table 47 - Top 10 Regulatory Capital Stockholders by Holding Company at September 30, 2013
(dollars in millions)

Holding Company Name(1)	FHLBank Districts(2)	Regulatory Capital Stock(3)	Percentage of Total Regulatory Capital Stock	Mandatorily Redeemable Capital Stock
JPMorgan Chase & Co.	Pittsburgh, Cincinnati, Chicago, San Francisco, Seattle	\$ 3,518	9.2%	\$ 815
Citigroup Inc.	New York, Des Moines, Dallas, San Francisco	2,925	7.7%	1,561
Bank of America Corporation	Boston, New York, Atlanta, Indianapolis, San Francisco, Seattle	2,527	6.6%	1,448
Wells Fargo & Company	Des Moines, Dallas, Topeka, San Francisco, Seattle	1,535	4.0%	689
MetLife, Inc.	Boston, New York, Pittsburgh, Des Moines	874	2.3%	4
U.S. Bancorp	Cincinnati, Des Moines, Dallas, Topeka, San Francisco, Seattle	724	1.9%	132
New York Community Bancorp, Inc.	New York, Cincinnati, San Francisco	553	1.5%	25
The PNC Financial Services Group, Inc.	New York, Pittsburgh, Atlanta, Cincinnati	506	1.3%	114
Fifth Third Bancorp	Cincinnati, Indianapolis	497	1.3%	97
UK Financial Investments Limited	Boston, Pittsburgh, Cincinnati	468	1.2%	—
		<u>\$ 14,127</u>	<u>37.0%</u>	<u>\$ 4,885</u>

(1) Holding company information was obtained from the Federal Reserve System's website, the National Information Center (NIC) and SEC filings. The NIC is a central repository of data about banks and other institutions for which the Federal Reserve System has a supervisory, regulatory, or research interest, including both domestic and foreign banking organizations operating in the United States.

(2) At September 30, 2013, each holding company had subsidiaries with regulatory capital stock holdings in these FHLBank districts.

(3) Includes FHLBank capital stock that is considered to be mandatorily redeemable, which is classified as a liability under GAAP.

SECURITY OWNERSHIP OF CERTAIN BENEFICIAL OWNERS AND CERTAIN RELATIONSHIPS AND RELATED TRANSACTIONS

Each FHLBank is a member-owned cooperative, whose members elect a majority of that FHLBank's directors from among the officers and directors of its members. The FHLBanks conduct their advances and mortgage loan business primarily with members. As a result, in the normal course of business, the FHLBanks regularly extend credit to members whose officers and/or directors may serve as directors of the FHLBanks and members (or affiliates) owning more than 5% of an FHLBank's capital stock. This credit is extended on market terms that are no more favorable to these "related" members than comparable transactions with other members of the same FHLBank. As of September 30, 2013, the FHLBanks had \$46.6 billion of advances outstanding to members whose officers and/or directors were serving as directors of the FHLBanks, which represented 10.2% of total advances at par value. (See [Market for Capital Stock and Related Stockholder Matters](#) and [Financial Discussion and Analysis - Combined Financial Condition - Advances](#) for additional information on FHLBank advances and membership.)

An FHLBank provides Affordable Housing Program subsidies in the form of direct grants and/or below-market interest rate advances to members, which use the funds to assist in the purchase, construction, or rehabilitation of housing for very low-, low-, and moderate-income households. Only FHLBank members, along with their non-member Affordable Housing Program project sponsors, may submit Affordable Housing Program applications. All Affordable Housing Program subsidies are made in the normal course of business.

An FHLBank also provides subsidies in the form of grants and/or below-market interest rate advances or standby letters of credit to members for community lending and economic development projects under the Community Investment Program and Community Investment Cash Advance programs. Only FHLBank members may submit applications for these credit program subsidies. These subsidies are made in the normal course of business.

In instances where an Affordable Housing Program, Community Investment Program or Community Investment Cash Advance transaction involve a member (or its affiliate) owning more than 5% of an FHLBank's capital stock, a member with an officer or director who serves as a director of an FHLBank, or an entity with an officer, director or general partner who serves as a director of an FHLBank (and has a direct or indirect interest in the subsidy), the transaction is subject to the same eligibility and other program criteria and requirements as all other transactions, and the regulations governing the operations of the relevant program.

An FHLBank may also have deposits with members, sell Federal funds to members, and purchase short-term investments and mortgage-backed securities from members, some of whose officers and/or directors may serve as directors of their respective FHLBank. All investments are market-rate transactions and all mortgage-backed securities are purchased through securities brokers or dealers. (See each FHLBank's 2012 SEC Form 10-K under *Item 13—Certain Relationships and Related Transactions, and Director Independence* for additional information regarding related transactions with its members.)

SUPPLEMENTAL INFORMATION

Individual Federal Home Loan Bank Selected Financial Data and Financial Ratios

The following individual Federal Home Loan Bank (FHLBank) selected financial data and financial ratios are provided as a convenience to the reader. Please refer to [Explanatory Statement about Federal Home Loan Banks Combined Financial Report](#), which discusses the independent management and operation of the FHLBanks; identifies the availability of other information about the FHLBanks; and describes where to find the periodic reports and other information filed by each FHLBank with the SEC.

Individual FHLBank Selected Financial Data and Financial Ratios

<i>(dollars in millions)</i>	Boston	New York	Pittsburgh
Selected Statement of Condition data(1)			
At September 30, 2013			
Assets			
Investments(2)	\$ 10,472	\$ 18,570	\$ 15,532
Advances	22,555	89,121	39,506
Mortgage loans held for portfolio	3,403	1,939	3,289
Allowance for credit losses on mortgage loans	(2)	(6)	(11)
Total assets	39,721	121,386	61,563
Consolidated obligations(3)			
Discount notes	10,476	42,262	21,983
Bonds	24,202	70,361	35,225
Total consolidated obligations	34,678	112,623	57,208
Mandatorily redeemable capital stock	977	24	—
Subordinated notes(4)	—	—	—
Total capital			
Capital stock(5)			
Class B putable	2,441	5,483	2,488
Class A putable	—	—	—
Total capital stock	2,441	5,483	2,488
Retained earnings	706	964	652
Accumulated other comprehensive income (loss)	(482)	(121)	43
Total capital	2,665	6,326	3,183
Asset composition (as a percentage of the individual FHLBank's total assets)			
Investments(2)	26.4%	15.3%	25.2%
Advances	56.8%	73.4%	64.2%
Mortgage loans, net	8.6%	1.6%	5.3%
Total retained earnings as a percentage of the individual FHLBank's total assets	1.8%	0.8%	1.1%
FHLBank's total assets as a percentage of the FHLBank System's total combined assets	5.0%	15.4%	7.8%
At September 30, 2012			
Assets			
Investments(2)	\$ 17,948	\$ 24,340	\$ 18,372
Advances	23,916	77,864	37,739
Mortgage loans held for portfolio	3,437	1,755	3,593
Allowance for credit losses on mortgage loans	(6)	(7)	(14)
Total assets	45,743	107,130	60,141
Consolidated obligations(3)			
Discount notes	11,993	33,718	20,889
Bonds	28,239	65,136	33,666
Total consolidated obligations	40,232	98,854	54,555
Mandatorily redeemable capital stock	216	20	188
Subordinated notes(4)	—	—	—
Total capital			
Capital stock(5)			
Class B putable	3,433	4,870	3,092
Class A putable	—	—	—
Total capital stock	3,433	4,870	3,092
Retained earnings	539	865	511
Accumulated other comprehensive income (loss)	(505)	(208)	28
Total capital	3,467	5,527	3,631
Asset composition (as a percentage of the individual FHLBank's total assets)			
Investments(2)	39.2%	22.7%	30.5%
Advances	52.3%	72.7%	62.8%
Mortgage loans, net	7.5%	1.6%	6.0%
Total retained earnings as a percentage of the individual FHLBank's total assets	1.2%	0.8%	0.8%
FHLBank's total assets as a percentage of the FHLBank System's total combined assets	6.1%	14.3%	8.0%

- (1) The sum or recalculation of the individual FHLBank amounts may not agree or may not be recalculated from the Combined Statement of Condition amounts due to interbank combining adjustments.
- (2) Investments consist of interest-bearing deposits, deposits with other FHLBanks, securities purchased under agreements to resell, Federal funds sold, trading securities, available-for-sale securities, and held-to-maturity securities.
- (3) See [Financial Discussion and Analysis - Combined Results of Operations - Interbank Transfers of Consolidated Bonds and Their Effect on Combined Net Income](#).

	Atlanta	Cincinnati	Indianapolis	Chicago	Des Moines	Dallas	Topeka	San Francisco	Seattle
\$	28,991	\$ 22,642	\$ 13,956	\$ 32,731	\$ 12,336	\$ 13,586	\$ 10,330	\$ 38,072	\$ 25,452
	78,193	65,857	18,796	14,843	45,787	16,634	18,805	44,213	10,800
	983	6,835	6,166	8,223	6,603	96	5,919	969	844
	(11)	(7)	(6)	(32)	(14)	—	(7)	(2)	(1)
	112,068	96,586	39,577	61,120	65,063	31,320	36,145	87,661	37,240
	16,282	33,542	7,805	19,519	28,218	6,514	12,185	21,821	14,573
	87,139	56,251	27,623	35,840	32,227	22,042	21,056	56,102	18,915
	103,421	89,793	35,428	55,359	60,445	28,556	33,241	77,923	33,488
	24	121	255	5	13	30	5	2,588	1,770
	—	—	—	1,000	—	—	—	—	—
	4,351	4,701	1,684	1,563	2,690	1,140	868	3,526	875
	—	—	—	—	—	—	427	—	48
	4,351	4,701	1,684	1,563	2,690	1,140	1,295	3,526	923
	1,579	604	686	1,991	656	638	539	2,372	275
	83	(10)	15	52	73	(37)	(21)	(275)	(120)
	6,013	5,295	2,385	3,606	3,419	1,741	1,813	5,623	1,078
	25.9%	23.4%	35.3%	53.6%	19.0%	43.4%	28.6%	43.4%	68.3%
	69.8%	68.2%	47.5%	24.3%	70.4%	53.1%	52.0%	50.4%	29.0%
	0.9%	7.1%	15.6%	13.4%	10.1%	0.3%	16.4%	1.1%	2.3%
	1.4%	0.6%	1.7%	3.3%	1.0%	2.0%	1.5%	2.7%	0.7%
	14.2%	12.2%	5.0%	7.7%	8.2%	4.0%	4.6%	11.1%	4.7%
\$	29,718	\$ 23,170	\$ 16,498	\$ 41,301	\$ 15,377	\$ 15,421	\$ 11,255	\$ 40,357	\$ 25,322
	80,543	36,002	18,652	13,531	25,831	19,481	17,916	51,825	8,963
	1,345	7,866	5,854	11,310	7,132	131	5,842	1,415	1,134
	(10)	(18)	(10)	(44)	(16)	—	(5)	(4)	(3)
	112,078	67,171	41,231	66,444	48,659	35,189	35,367	94,189	35,641
	21,767	31,535	9,561	27,231	14,158	5,692	10,574	9,728	20,390
	81,434	29,828	27,768	33,366	30,108	26,287	21,373	73,371	11,898
	103,201	61,363	37,329	60,597	44,266	31,979	31,947	83,099	32,288
	42	219	451	10	10	5	6	4,770	1,202
	—	—	—	1,000	—	—	—	—	—
	4,791	3,428	1,617	1,702	2,024	1,248	913	4,464	1,465
	—	—	—	—	—	—	433	—	114
	4,791	3,428	1,617	1,702	2,024	1,248	1,346	4,464	1,579
	1,401	513	570	1,593	606	556	461	2,183	207
	(97)	(9)	(41)	37	168	(31)	(27)	(1,067)	(324)
	6,095	3,932	2,146	3,332	2,798	1,773	1,780	5,580	1,462
	26.5%	34.5%	40.0%	62.2%	31.6%	43.8%	31.8%	42.8%	71.0%
	71.9%	53.6%	45.2%	20.4%	53.1%	55.4%	50.7%	55.0%	25.1%
	1.2%	11.7%	14.2%	17.0%	14.6%	0.4%	16.5%	1.5%	3.2%
	1.3%	0.8%	1.4%	2.4%	1.2%	1.6%	1.3%	2.3%	0.6%
	15.0%	9.0%	5.5%	8.9%	6.5%	4.7%	4.7%	12.6%	4.8%

(4) The FHLBank of Chicago has \$1.0 billion of subordinated notes outstanding that mature on June 13, 2016. The subordinated notes are not obligations of, and are not guaranteed by, the U.S. government or any of the FHLBanks other than the FHLBank of Chicago.

(5) FHLBank capital stock is redeemable at the request of a member subject to the statutory redemption periods and other conditions and limitations. (See [Note 13 - Capital](#) to the accompanying combined financial statements.)

Individual FHLBank Selected Financial Data and Financial Ratios (continued)

<i>(dollars in millions)</i>	Boston	New York	Pittsburgh
Selected other data			
September 30, 2013			
Advance concentrations - top five borrowers	26%	63%	76%
Capital stock concentrations - top five stockholders	47%	57%	61%
Regulatory capital-to-assets ratio(6)	10.4%	5.3%	5.1%
Cash and stock dividends			
Quarter-to-date September 30, 2013	\$ 2	\$ 47	\$ 7
Quarter-to-date September 30, 2012	\$ 3	\$ 52	\$ 1
Year-to-date September 30, 2013	\$ 9	\$ 146	\$ 11
Year-to-date September 30, 2012	\$ 13	\$ 158	\$ 2
Weighted average dividend rate			
Quarter-to-date September 30, 2013	0.38%	4.00%	1.00%
Quarter-to-date September 30, 2012	0.52%	4.50%	0.10%
Year-to-date September 30, 2013	0.38%	4.00%	0.54%
Year-to-date September 30, 2012	0.51%	4.50%	0.10%
Return on average equity(7)			
Quarter-to-date September 30, 2013	5.73%	3.95%	5.11%
Quarter-to-date September 30, 2012	5.92%	6.42%	3.74%
Year-to-date September 30, 2013	5.83%	5.12%	4.05%
Year-to-date September 30, 2012	6.01%	7.09%	2.99%
Return on average assets			
Quarter-to-date September 30, 2013	0.37%	0.21%	0.29%
Quarter-to-date September 30, 2012	0.43%	0.32%	0.22%
Year-to-date September 30, 2013	0.43%	0.26%	0.23%
Year-to-date September 30, 2012	0.43%	0.36%	0.18%
Net interest margin(8)			
Quarter-to-date September 30, 2013	0.57%	0.36%	0.32%
Quarter-to-date September 30, 2012	0.61%	0.43%	0.33%
Year-to-date September 30, 2013	0.67%	0.37%	0.30%
Year-to-date September 30, 2012	0.65%	0.47%	0.34%
Net interest spread			
Quarter-to-date September 30, 2013	0.49%	0.34%	0.27%
Quarter-to-date September 30, 2012	0.53%	0.39%	0.27%
Year-to-date September 30, 2013	0.58%	0.35%	0.25%
Year-to-date September 30, 2012	0.56%	0.43%	0.26%

(6) The regulatory capital ratio is calculated based on the FHLBank's total regulatory capital as a percentage of total assets held at period-end. (See [Note 13 - Capital](#) to the accompanying combined financial statements.)

(7) Return on average equity is net income expressed as a percentage of average total capital.

(8) Net interest margin is net interest income represented as a percentage of average interest-earning assets.

Atlanta	Cincinnati	Indianapolis	Chicago	Des Moines	Dallas	Topeka	San Francisco	Seattle
54%	79%	49%	53%	59%	25%	47%	64%	76%
45%	60%	38%	36%	42%	18%	34%	57%	60%
5.3%	5.6%	6.6%	5.8%	5.2%	5.8%	5.1%	9.7%	8.0%
\$ 29	\$ 50	\$ 15	\$ 1	\$ 13	\$ 2	\$ 8	\$ 49	\$ —
\$ 19	\$ 33	\$ 12	\$ 1	\$ 14	\$ 1	\$ 8	\$ 5	\$ —
\$ 84	\$ 131	\$ 43	\$ 4	\$ 39	\$ 4	\$ 25	\$ 109	\$ —
\$ 59	\$ 101	\$ 35	\$ 3	\$ 45	\$ 4	\$ 23	\$ 17	\$ —
2.53%	4.25%	3.50%	0.30%	2.59%	0.38%	2.31%	5.14%	1.11%
1.47%	4.25%	3.00%	0.30%	2.64%	0.38%	2.36%	0.47%	—
2.42%	4.25%	3.50%	0.30%	2.59%	0.38%	2.39%	3.52%	0.49%
1.47%	4.33%	3.00%	0.22%	2.89%	0.38%	2.22%	0.49%	—
4.50%	5.37%	4.82%	8.51%	4.12%	6.77%	5.87%	3.48%	7.89%
5.04%	6.05%	6.25%	14.25%	2.56%	4.10%	6.31%	10.25%	3.75%
4.92%	5.21%	7.72%	11.58%	3.45%	5.45%	5.85%	5.41%	5.00%
4.31%	6.19%	7.04%	13.08%	3.88%	5.08%	6.20%	10.43%	4.76%
0.24%	0.30%	0.29%	0.50%	0.23%	0.37%	0.31%	0.23%	0.22%
0.26%	0.34%	0.32%	0.53%	0.15%	0.19%	0.32%	0.54%	0.15%
0.25%	0.29%	0.45%	0.62%	0.20%	0.29%	0.31%	0.36%	0.17%
0.23%	0.35%	0.35%	0.52%	0.22%	0.24%	0.32%	0.50%	0.18%
0.29%	0.38%	0.52%	0.80%	0.39%	0.52%	0.60%	0.53%	0.37%
0.31%	0.49%	0.57%	0.84%	0.49%	0.46%	0.61%	0.88%	0.34%
0.29%	0.36%	0.58%	0.69%	0.42%	0.46%	0.60%	0.55%	0.38%
0.31%	0.45%	0.59%	0.85%	0.49%	0.47%	0.65%	0.86%	0.31%
0.26%	0.34%	0.44%	0.71%	0.34%	0.50%	0.56%	0.47%	0.36%
0.26%	0.43%	0.49%	0.77%	0.42%	0.41%	0.55%	0.83%	0.31%
0.26%	0.32%	0.49%	0.61%	0.36%	0.44%	0.55%	0.50%	0.36%
0.26%	0.38%	0.51%	0.78%	0.42%	0.42%	0.59%	0.82%	0.27%

INDEX OF TABLES CONTAINED IN THE COMBINED FINANCIAL REPORT

	Page
Tables Included in Notes to Combined Financial Statements	
Table 1.1 - FHLBank of Seattle's Restatement of Prior Period Statements of Cash Flows	F-10
Table 3.1 - Trading Securities by Major Security Type	F-13
Table 3.2 - Net Gains (Losses) on Trading Securities	F-13
Table 4.1 - Available-for-Sale (AFS) Securities by Major Security Type	F-13
Table 4.2 - AFS Securities in a Continuous Unrealized Loss Position	F-14
Table 4.3 - AFS Securities by Contractual Maturity	F-15
Table 4.4 - Proceeds from Sale and Gross Gains and Losses on AFS Securities	F-15
Table 5.1 - HTM Securities by Major Security Type	F-16
Table 5.2 - HTM Securities in a Continuous Unrealized Loss Position	F-17
Table 5.3 - HTM Securities by Contractual Maturity	F-18
Table 5.4 - Proceeds and Gains (Losses) from Sale of HTM Securities	F-18
Table 6.1 - Recovery Ranges of Housing Price Change	F-19
Table 6.2 - Significant Inputs for OTTI	F-19
Table 6.3 - HTM Securities Transferred to AFS Securities	F-20
Table 6.4 - Total MBS Other-than-Temporarily Impaired during the Life of the Security	F-21
Table 6.5 - Rollforward of the Amounts Related to Credit Losses Recognized into Earnings	F-21
Table 7.1 - Advances Redemption Terms	F-22
Table 7.2 - Advances by Year of Contractual Maturity or Next Call Date and Next Put or Convert Date	F-22
Table 7.3 - Advances by Current Interest Rate Terms	F-23
Table 8.1 - Mortgage Loans Held for Portfolio	F-24
Table 8.2 - Mortgage Loans Held for Portfolio by Collateral/Guarantee Type	F-24
Table 9.1 - Rollforward of Allowance for Credit Losses on Mortgage Loans	F-25
Table 9.2 - Allowance for Credit Losses and Recorded Investment by Impairment Methodology	F-26
Table 9.3 - Recorded Investment in Delinquent Mortgage Loans	F-26
Table 9.4 - Individually Evaluated Impaired Loan Statistics by Product Class Level	F-27
Table 9.5 - Average Recorded Investment of Individually Impaired Loans and Related Interest Income Recognized	F-28
Table 9.6 - Changes in the MPP Lender Risk Account	F-29
Table 9.7 - Performing and Non-Performing Troubled Debt Restructurings	F-30
Table 9.8 - Troubled Debt Restructurings - Recorded Investment Balance at Modification Date	F-30
Table 9.9 - Recorded Investment of Troubled Debt Restructurings that Subsequently Defaulted	F-30
Table 10.1 - Fair Value of Derivative Instruments	F-32
Table 10.2 - Net Gains (Losses) on Derivatives and Hedging Activities	F-33
Table 10.3 - Effect of Fair Value Hedge-Related Derivative Instruments	F-33
Table 10.4 - Effect of Cash Flow Hedge-Related Derivative Instruments	F-34
Table 10.5 - Offsetting of Derivative Assets and Derivative Liabilities	F-37
Table 11.1 - Deposits	F-38
Table 12.1 - Consolidated Bonds Outstanding by Contractual Maturity	F-38
Table 12.2 - Consolidated Discount Notes Outstanding	F-39
Table 12.3 - Consolidated Bonds Outstanding by Call Features	F-39
Table 12.4 - Consolidated Bonds Outstanding by Contractual Maturity or Next Call Date	F-39
Table 13.1 - Risk-Based Capital Requirements at September 30, 2013	F-40
Table 13.2 - Regulatory Capital Requirements at September 30, 2013	F-40
Table 13.3 - Leverage Capital Requirements at September 30, 2013	F-41
Table 13.4 - Retained Earnings	F-42
Table 14.1 - Accumulated Other Comprehensive Income (Loss)	F-43
Table 15.1 - Fair Value Summary	F-46
Table 15.2 - Fair Value Measurements	F-48
Table 15.3 - Rollforward of Level 3 Assets and Liabilities	F-50
Table 15.4 - Fair Value Option - Financial Assets and Liabilities	F-52
Table 15.5 - Aggregate Unpaid Balance and Aggregate Fair Value	F-53
Table 16.1 - Off-Balance Sheet Commitments	F-53

Tables Included in Financial Discussion and Analysis of Combined Financial Condition and Combined Results of Operations	
Table 1 - Advances Outstanding by Product Type	7
Table 2 - Advance Originations and Repayments	7
Table 3 - Advances at Par Value by Type of Borrower	8
Table 4 - Member Borrowers by Type of Member	8
Table 5 - Top 10 Advance Holding Borrowers by Holding Company at September 30, 2013	8
Table 6 - Total Investments	9
Table 7 - Mortgage Loans Held for Portfolio, Net	11
Table 8 - Mortgage Loans Held for Portfolio - Characteristics and Credit Losses	11
Table 9 - Consolidated Obligations Outstanding	12
Table 10 - Net Proceeds and Payments for Consolidated Obligations	13
Table 11 - Par Value of Consolidated Bonds Outstanding by Payment Terms	13
Table 12 - Percentage of Total Consolidated Bonds Issued by Bond Type	14
Table 13 - Total Capital and Capital-to-Assets Ratios	14
Table 14 - GAAP Capital Components as a Percentage of Total Capital	15
Table 15 - Changes in Net Income	15
Table 16 - Net Interest Income after Provision (Reversal) for Credit Losses	16
Table 17 - Spread and Yield Analysis	17
Table 18 - Rate and Volume Analysis	19
Table 19 - Changes in Non-Interest Income	20
Table 20 - Other-than-Temporary Impairment Losses of Private-Label Mortgage-Backed Securities	20
Table 21 - Net Gains (Losses) on Financial Instruments Held under Fair Value Option	22
Table 22 - Net Gains (Losses) on Derivatives and Hedging Activities	22
Table 23 - Changes in Non-Interest Expense	23
Table 24 - Effect of Combining Adjustments on Combined Statement of Income	24
Table 25 - Comprehensive Income	25
Table 26 - Significant Inputs for Private-Label Residential MBS and Home Equity Loan ABS	31
Table 27 - Base Case and Adverse Case Scenarios	32
Table 28 - FHLBanks' Long-Term Credit Ratings, Short-Term Credit Ratings and Outlook at October 31, 2013	35
Table 29 - Effective Lending Values by Type of Collateral for all Borrowers	36
Table 30 - Advances, Other Credit Products and Collateral Outstanding	37
Table 31 - Type of Collateral Securing Advances to Borrowers with at Least \$1.0 Billion of Advances Outstanding	37
Table 32 - Investment Ratings	39
Table 33 - Credit Ratings of Private-Label Mortgage-Backed Securities at September 30, 2013	41
Table 34 - Private-Label Mortgage-Backed Securities in a Gross Unrealized Loss Position	44
Table 35 - Unsecured Credit Exposure by Investment Type	45
Table 36 - Ratings of Unsecured Investment Credit Exposure by Domicile of Counterparty	46
Table 37 - Contractual Maturity of Unsecured Investment Credit Exposure by Domicile of Counterparty	47
Table 38 - State Concentrations of MPF Program	48
Table 39 - State Concentrations of MPP	48
Table 40 - Derivative Counterparty Credit Exposure at September 30, 2013	49
Tables Included in Quantitative and Qualitative Disclosures about Market Risk	
Table 41 - Individual FHLBank's Market Value of Equity and Duration of Equity Disclosures	50
Table 42 - Duration of Equity	51
Table 43 - Duration Gap	51
Table 44 - Effect of Derivatives and Hedging Activities	52
Tables Included in Market for Capital Stock and Related Stockholder Matters	
Table 45 - Regulatory Capital Stock Held by Type of Member	56
Table 46 - Membership by Type of Member	56
Table 47 - Top 10 Regulatory Capital Stockholders by Holding Company at September 30, 2013	57