Discover Financial Services
Form 10-Q
October 29, 2015

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549
FORM 10-Q
(Mark One)

x QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934
For the quarterly period ended September 30, 2015

o TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934
For the transition period from to

Commission File Number 001-33378
DISCOVER FINANCIAL SERVICES
(Exact name of registrant as specified in its charter)

Delaware	36-2517428
(State or other jurisdiction of incorporation or organization)	(I.R.S. Employer Identification No.)
2500 Lake Cook Road, Riverwoods, Illinois 60015	(224) 405-0900
(Address of principal executive offices, including zip code)	(Registrant's telephone number, including area code)

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

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T (§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files). Yes x No o

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

Large accelerated filer x	Accelerated filer o
Non-accelerated filer o (Do not check if a smaller reporting company)	Smaller reporting company o

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

As of October 23, 2015, there were 427,483,802 shares of the registrant's Common Stock, par value $0.01 per share, outstanding.

DISCOVER FINANCIAL SERVICES
Quarterly Report on Form 10-Q for the quarterly period ended September 30, 2015
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Except as otherwise indicated or unless the context otherwise requires, “Discover Financial Services,” “Discover,” “DFS,” “we,” “us,” “our,” and “the Company” refer to Discover Financial Services and its subsidiaries.
We own or have rights to use the trademarks, trade names and service marks that we use in conjunction with the operation of our business, including, but not limited to: Discover®, PULSE®, Cashback Bonus®, Discover Cashback Checking®, Discover it®, Freeze It℠, Discover® Network and Diners Club International®. All other trademarks, trade names and service marks included in this quarterly report on Form 10-Q are the property of their respective owners.

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Part I. FINANCIAL INFORMATION
Item 1. Financial Statements
DISCOVER FINANCIAL SERVICES
Condensed Consolidated Statements of Financial Condition

	September 30, 2015 (unaudited)	December 31, 2014
	(dollars in millions, except share amounts)	
Assets		
Cash and cash equivalents	$ 10,250	$ 7,284
Restricted cash	98	106
Investment securities (includes $3,178 and $3,847 at fair value at September 30, 2015 and December 31, 2014, respectively)	3,302	3,949
Loan receivables		
Loan receivables (includes $1 and $122 at fair value at September 30, 2015 and December 31, 2014, respectively)	70,078	69,969
Allowance for loan losses	(1,743)	(1,746)
Net loan receivables	68,335	68,223
Premises and equipment, net	684	670
Goodwill	255	257
Intangible assets, net	169	176
Other assets	2,518	2,461
Total assets	$ 85,611	$ 83,126
Liabilities and Stockholders' Equity		
Deposits		
Interest-bearing deposit accounts	$ 46,246	$ 45,792
Non-interest bearing deposit accounts	359	297
Total deposits	46,605	46,089
Short-term borrowings	—	113
Long-term borrowings	23,800	22,544
Accrued expenses and other liabilities	3,903	3,246
Total liabilities	74,308	71,992
Commitments, contingencies and guarantees (Notes 9, 12 and 13)		
Stockholders' Equity:		
Common stock, par value $0.01 per share; 2,000,000,000 shares authorized; 560,637,020 and 558,194,324 shares issued at September 30, 2015 and December 31, 2014, respectively	5	5
Preferred stock, par value $0.01 per share; 200,000,000 shares authorized; 575,000 shares issued and outstanding and aggregate liquidation preference of $575 at September 30, 2015 and December 31, 2014	560	560
Additional paid-in capital	3,868	3,790
Retained earnings	12,880	11,467
Accumulated other comprehensive loss	(180)	(138)
Treasury stock, at cost; 131,119,784 and 109,006,038 shares at September 30, 2015 and December 31, 2014, respectively	(5,830)	(4,550)
Total stockholders' equity	11,303	11,134
Total liabilities and stockholders' equity	$ 85,611	$ 83,126

The table below presents the carrying amounts of certain assets and liabilities of Discover Financial Services' consolidated variable interest entities ("VIEs") which are included in the condensed consolidated statements of financial condition above. The assets in the table below include those assets that can only be used to settle obligations of the consolidated VIEs. The liabilities in the table below include third-party liabilities of consolidated VIEs only and exclude intercompany balances that eliminate in consolidation. The liabilities also exclude amounts for which creditors have recourse to the general credit of Discover Financial Services.

	September 30, 2015 (unaudited)	December 31, 2014
	(dollars in millions)	
Assets		
Restricted cash	$98	$ 102
Loan receivables	$29,980	$ 32,304
Allowance for loan losses allocated to securitized loan receivables	$(776)	$ (833)
Other assets	$34	$ 37
Liabilities		
Long-term borrowings	$15,866	$ 17,395
Accrued expenses and other liabilities	$11	$ 11

See Notes to the Condensed Consolidated Financial Statements.
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DISCOVER FINANCIAL SERVICES
Condensed Consolidated Statements of Income

	For the Three Months Ended September 30,		For the Nine Months Ended September 30,	
	2015	2014	2015	2014
	(unaudited)			
	(dollars in millions, except per share amounts)			
Interest income				
Credit card loans	$1,676	$1,613	$4,902	$4,710
Other loans	314	291	926	848
Investment securities	11	17	36	50
Other interest income	7	5	20	14
Total interest income	2,008	1,926	5,884	5,622
Interest expense				
Deposits	157	153	464	457
Short-term borrowings	—	—	1	1
Long-term borrowings	166	135	469	374
Total interest expense	323	288	934	832
Net interest income	1,685	1,638	4,950	4,790
Provision for loan losses	332	354	1,028	986
Net interest income after provision for loan losses	1,353	1,284	3,922	3,804
Other income				
Discount and interchange revenue, net	288	295	854	876
Protection products revenue	62	78	201	239
Loan fee income	87	85	248	248
Transaction processing revenue	39	46	121	136
Gain on investments	—	—	8	4
Gain on origination and sale of mortgage loans	2	19	68	57
Other income	25	29	84	90
Total other income	503	552	1,584	1,650
Other expense				
Employee compensation and benefits	337	320	994	928
Marketing and business development	168	182	549	519
Information processing and communications	84	87	262	258
Professional fees	160	111	440	322
Premises and equipment	24	23	71	68
Other expense	109	104	366	313
Total other expense	882	827	2,682	2,408
Income before income tax expense	974	1,009	2,824	3,046
Income tax expense	362	365	1,027	1,127
Net income	$612	$644	$1,797	$1,919
Net income allocated to common stockholders	$599	$630	$1,758	$1,878
Basic earnings per common share	$1.38	$1.37	$3.99	$4.03
Diluted earnings per common share	$1.38	$1.37	$3.98	$4.02
Dividends declared per common share	$0.28	$0.24	$0.80	$0.68

See Notes to the Condensed Consolidated Financial Statements.

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DISCOVER FINANCIAL SERVICES
Condensed Consolidated Statements of Comprehensive Income

	For the Three Months Ended September 30,		For the Nine Months Ended September 30,	
	2015	2014	2015	2014
	(unaudited) (dollars in millions)			
Net income	$612	$644	$1,797	$1,919
Other comprehensive (loss) income, net of taxes				
Unrealized gain (loss) on available-for-sale investment securities, net of tax	3	(9)	(7)	1
Unrealized (loss) gain on cash flow hedges, net of tax	(22)	12	(34)	(2)
Foreign currency translation adjustments, net of tax	(1)	(1)	(1)	(1)
Other comprehensive (loss) income	(20)	2	(42)	(2)
Comprehensive income	$592	$646	$1,755	$1,917

See Notes to the Condensed Consolidated Financial Statements.

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DISCOVER FINANCIAL SERVICES
Condensed Consolidated Statements of Changes in Stockholders' Equity

	Preferred Stock		Common Stock		Additional Paid-in Capital	Retained Earnings	Accumulated Other Comprehensive Loss	Treasury Stock	Total Stockholders' Equity
	Shares	Amount	Shares	Amount					
	(unaudited) (dollars in millions, shares in thousands)								
Balance at December 31, 2013	575	$560	555,350	$5	$ 3,687	$9,611	$ (68)	$(2,986)	$ 10,809
Net income	—	—	—	—	—	1,919	—	—	1,919
Other comprehensive loss	—	—	—	—	—	—	(2)	—	(2)
Purchases of treasury stock	—	—	—	—	—	—	—	(1,165)	(1,165)
Common stock issued under employee benefit plans	—	—	45	—	3	—	—	—	3
Common stock issued and stock-based compensation expense	—	—	2,766	—	85	—	—	—	85
Dividends — common stock	—	—	—	—	—	(320)	—	—	(320)
Dividends — preferred stock	—	—	—	—	—	(28)	—	—	(28)
Balance at September 30, 2014	575	$560	558,161	$5	$ 3,775	$11,182	$ (70)	$(4,151)	$ 11,301
Balance at December 31, 2014	575	$560	558,194	$5	$ 3,790	$11,467	$ (138)	$(4,550)	$ 11,134
Net income	—	—	—	—	—	1,797	—	—	1,797
Other comprehensive loss	—	—	—	—	—	—	(42)	—	(42)
Purchases of treasury stock	—	—	—	—	—	—	—	(1,280)	(1,280)
Common stock issued under employee benefit plans	—	—	61	—	3	—	—	—	3
Common stock issued and stock-based compensation expense	—	—	2,382	—	75	—	—	—	75
Dividends — common stock	—	—	—	—	—	(356)	—	—	(356)

Dividends — preferred stock	—	—	—	—	—	(28)	—	—	(28)
Balance at September 30, 2015	575	$560	560,637	$5	$3,868	$12,880	$(180)	$(5,830)	$11,303

See Notes to the Condensed Consolidated Financial Statements.

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DISCOVER FINANCIAL SERVICES
Condensed Consolidated Statements of Cash Flows

	For the Nine Months Ended September 30,	
	2015	2014
	(unaudited)	
	(dollars in millions)	
Cash flows from operating activities		
Net income	$1,797	$1,919
Adjustments to reconcile net income to net cash provided by operating activities:		
Provision for loan losses	1,028	986
Depreciation and amortization	291	274
Amortization of deferred revenues and accretion of accretable yield on acquired loans	(329)	(358)
Net gain on origination and sale of loans, investments and other assets	(39)	(42)
Proceeds from sale of mortgage loans originated for sale	2,713	1,962
Net principal disbursed on mortgage loans originated for sale	(2,519)	(1,903)
Other, net	18	122
Changes in assets and liabilities:		
Increase in other assets	(145)	(94)
Decrease in accrued expenses and other liabilities	(5)	(40)
Net cash provided by operating activities	2,810	2,826
Cash flows from investing activities		
Maturities and sales of available-for-sale investment securities	1,330	1,395
Purchases of available-for-sale investment securities	—	(390)
Maturities of held-to-maturity investment securities	13	9
Purchases of held-to-maturity investment securities	(36)	(31)
Net principal disbursed on loans originated for investment	(953)	(2,243)
Purchases of other investments	(32)	(42)
Decrease in restricted cash	8	79
Proceeds from sale of premises and equipment	1	—
Purchases of premises and equipment	(119)	(102)
Net cash provided by (used for) investing activities	212	(1,325)
Cash flows from financing activities		
Net decrease in short-term borrowings	(113)	(1)
Proceeds from issuance of securitized debt	1,750	3,849
Maturities and repayment of securitized debt	(3,303)	(4,590)
Proceeds from issuance of other long-term borrowings	2,759	1,147
Proceeds from issuance of common stock	3	4
Purchases of treasury stock	(1,280)	(1,165)
Net increase in deposits	513	431
Dividends paid on common and preferred stock	(385)	(348)
Net cash used for financing activities	(56)	(673)
Net increase in cash and cash equivalents	2,966	828
Cash and cash equivalents, at beginning of period	7,284	6,554
Cash and cash equivalents, at end of period	$10,250	$7,382

See Notes to the Condensed Consolidated Financial Statements.

Notes to the Condensed Consolidated Financial Statements
(unaudited)

1. Background and Basis of Presentation

Description of Business

Discover Financial Services ("DFS" or the "Company") is a direct banking and payment services company. The Company is a bank holding company under the Bank Holding Company Act of 1956 as well as a financial holding company under the Gramm-Leach-Bliley Act and therefore is subject to oversight, regulation and examination by the Board of Governors of the Federal Reserve System (the "Federal Reserve"). The Company provides direct banking products and services and payment services through its subsidiaries. The Company offers its customers credit card loans, private student loans, personal loans, home equity loans and deposit products. The Company also operates the Discover Network, the PULSE network ("PULSE") and Diners Club International ("Diners Club"). The Discover Network processes transactions for Discover-branded credit cards and also provides payment transaction processing and settlement services. PULSE operates an electronic funds transfer network, providing financial institutions issuing debit cards on the PULSE network with access to ATMs domestically and internationally, as well as point-of-sale terminals at retail locations throughout the U.S. for debit card transactions. Diners Club is a global payments network of licensees, which are generally financial institutions, that issue Diners Club branded charge cards and/or provide card acceptance services.

The Company's business segments are Direct Banking and Payment Services. The Direct Banking segment includes consumer banking and lending products, specifically Discover-branded credit cards issued to individuals on the Discover Network and other consumer products and services, including private student loans, personal loans, home equity loans, prepaid cards, other consumer lending and deposit products, and home loans until the closing of the mortgage origination business as described in Note 2: Business Dispositions. The majority of Direct Banking revenues relate to interest income earned on the segment's loan products. Additionally, the Company's credit card products generate substantially all revenues related to discount and interchange, protection products and loan fee income.

The Payment Services segment includes PULSE, Diners Club and the Company's Network Partners business, which provides payment transaction processing and settlement services on the Discover Network. This segment also includes the business operations of Diners Club Italy, which primarily consist of issuing Diners Club charge cards. The majority of Payment Services revenues relate to transaction processing revenue from PULSE and royalty and licensee revenue (included in other income) from Diners Club.

Basis of Presentation

The accompanying condensed consolidated financial statements have been prepared in accordance with accounting principles generally accepted in the United States ("GAAP") for interim financial information and with the instructions to Form 10-Q and Article 10 of Regulation S-X. Accordingly, they do not include all of the information and footnotes required by GAAP for complete consolidated financial statements. In the opinion of management, the financial statements reflect all adjustments which are necessary for a fair presentation of the results for the interim period. All such adjustments are of a normal, recurring nature. The preparation of financial statements in conformity with GAAP requires the Company to make estimates and assumptions that affect the amounts reported in the condensed consolidated financial statements and related disclosures. These estimates are based on information available as of the date of the condensed consolidated financial statements. The Company believes that the estimates used in the preparation of the condensed consolidated financial statements are reasonable. Actual results could differ from these estimates. These interim condensed consolidated financial statements should be read in conjunction with the Company's 2014 audited consolidated financial statements filed with the Company's annual report on Form 10-K for the calendar year ended December 31, 2014.

Recently Issued Accounting Pronouncements

In April 2015, the Financial Accounting Standards Board ("FASB") issued Accounting Standards Update ("ASU") No. 2015-05, Intangibles-Goodwill and Other-Internal-Use Software (Subtopic 350-40): Customer's Accounting for Fees Paid in a Cloud Computing Arrangement. This ASU addresses whether a cloud computing arrangement contains a software license. Under the new guidance, a cloud computing arrangement contains a software license if the customer has the contractual right to take possession of the software at any time during the hosting period without significant penalty and provided it is feasible for the customer to either host the software internally or with an external party unrelated to the original vendor. Upon meeting both of these criteria, a customer should account for the software license within a cloud computing arrangement in a manner consistent with the acquisition of other software licenses. If a cloud computing arrangement does not meet both criteria, a

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customer will account for the arrangement entirely as a service contract. The new guidance will become effective for the Company on January 1, 2016. Management is in the process of evaluating existing contractual arrangements to determine whether any will be impacted by the ASU.

In April 2015, the FASB issued ASU No. 2015-03, Interest-Imputation of Interest (Subtopic 835-30): Simplifying the Presentation of Debt Issuance Costs. The guidance in this update makes the presentation of debt issuance costs consistent with that of debt discounts and premiums. The ASU requires that debt issuance costs related to a recognized debt liability be presented in the balance sheet as a direct deduction from the carrying amount of that debt liability. The new guidance will become effective for the Company on January 1, 2016 and is not expected to have a material impact to the financial statements.

In February 2015, the FASB issued ASU No. 2015-02, Consolidation (Topic 810): Amendments to the Consolidation Analysis. The guidance in this update was issued to improve targeted areas of the accounting rules for consolidation. The ASU changes the analysis companies will use to determine if certain types of legal entities should be consolidated. In addition, it modifies the determination of whether a limited partnership (“LP”) should be evaluated as a variable interest entity ("VIE") or a voting interest entity and eliminates the presumption that a general partner should consolidate a LP. The amendments will primarily trigger a review of the Company’s tax credit investments, which typically utilize limited liability entities. Management is in the process of reviewing those and all other involvements with potential VIEs to determine if its prior conclusions about consolidation or non-consolidation of those entities continue to be appropriate in light of the amended guidance. The new guidance will become effective for the Company on January 1, 2016.

In May 2014, the FASB issued ASU No. 2014-09, Revenue from Contracts with Customers (Topic 606). The guidance in this update supersedes existing revenue recognition requirements in Topic 605, Revenue Recognition, including an assortment of transaction-specific and industry-specific rules. The ASU establishes a principles-based model under which revenue from a contract is allocated to the distinct performance obligations within the contract and recognized in income as each performance obligation is satisfied. ASU Topic 606 does not apply to rights or obligations associated with financial instruments (for example, interest income from loans or investments, or interest expense on debt), and therefore the Company’s net interest income should not be affected. The Company’s revenue from discount and interchange, protection products, transaction processing and certain fees are within the scope of these rules. Management has not yet completed its evaluation of the impact, if any, of the new guidance on these revenues. As issued, the new revenue recognition rules were to become effective January 1, 2017. In August 2015, the FASB issued ASU No. 2015-14, Revenue from Contracts with Customers (Topic 606): Deferral of the Effective Date, which deferred the effective date of ASU No. 2014-09 to January 1, 2018. Upon adoption in 2018, the Company will record any necessary adjustment to retained earnings as of the beginning of the year of initial application, which can be either the earliest comparative period presented, with all periods presented under the new rules, or January 1, 2018, without restating prior periods presented. Management has not yet determined which transition reporting option it will apply.

2. Business Dispositions

On June 16, 2015, the Company announced that it is closing the mortgage origination business it acquired in 2012, which is part of its Direct Banking segment. The disposition represents the exiting of an ancillary business that will not have a major impact on the Company’s operations. As part of the restructuring, the Company incurred approximately $3 million and $26 million of exit expenses for the three and nine months ended September 30, 2015, respectively, recorded in other expense within the condensed consolidated statements of income, and expects to incur exit expenses of approximately $5 million through the end of the wind-down period of the business over the remainder of 2015.

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3. Investments

The Company’s investment securities consist of the following (dollars in millions):

	September 30, 2015	December 31, 2014
U.S. Treasury securities[1]	$ 1,282	$ 1,330
U.S. government agency securities	622	1,033
States and political subdivisions of states	7	10
Residential mortgage-backed securities - Agency[2]	1,391	1,576
Total investment securities	$ 3,302	$ 3,949

(1) Includes $4 million and $16 million of U.S. Treasury securities pledged as swap collateral in lieu of cash as of September 30, 2015 and December 31, 2014, respectively.

(2) Consists of residential mortgage-backed securities issued by Fannie Mae, Freddie Mac and Ginnie Mae.

The amortized cost, gross unrealized gains and losses, and fair value of available-for-sale and held-to-maturity investment securities are as follows (dollars in millions):

	Amortized Cost	Gross Unrealized Gains	Gross Unrealized Losses	Fair Value
At September 30, 2015				
Available-for-Sale Investment Securities[1]				
U.S. Treasury securities	$1,277	$4	$—	$1,281
U.S. government agency securities	618	4	—	622
Residential mortgage-backed securities - Agency	1,258	18	(1)	1,275
Total available-for-sale investment securities	$3,153	$26	$(1)	$3,178
Held-to-Maturity Investment Securities[2]				
U.S. Treasury securities[3]	$1	$—	$—	$1
States and political subdivisions of states	7	—	—	7
Residential mortgage-backed securities - Agency[4]	116	2	—	118
Total held-to-maturity investment securities	$124	$2	$—	$126
At December 31, 2014				
Available-for-Sale Investment Securities[1]				
U.S. Treasury securities	$1,317	$12	$—	$1,329
U.S. government agency securities	1,021	12	—	1,033
Residential mortgage-backed securities - Agency	1,473	13	(1)	1,485
Total available-for-sale investment securities	$3,811	$37	$(1)	$3,847
Held-to-Maturity Investment Securities[2]				
U.S. Treasury securities[3]	$1	$—	$—	$1
States and political subdivisions of states	10	—	—	10
Residential mortgage-backed securities - Agency[4]	91	2	—	93
Total held-to-maturity investment securities	$102	$2	$—	$104

(1) Available-for-sale investment securities are reported at fair value.

(2) Held-to-maturity investment securities are reported at amortized cost.

(3) Amount represents securities pledged as collateral to a government-related merchant for which transaction settlement occurs beyond the normal 24-hour period.

(4) Amounts represent residential mortgage-backed securities that were classified as held-to-maturity as they were entered into as a part of the Company's community reinvestment initiatives.

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The following table provides information about investment securities with aggregate gross unrealized losses and the length of time that individual investment securities have been in a continuous unrealized loss position (dollars in millions).

	Number of Securities in a Loss Position	Less than 12 months		More than 12 months	
		Fair Value	Unrealized Losses	Fair Value	Unrealized Losses
At September 30, 2015					
Available-for-Sale Investment Securities					
Residential mortgage-backed securities - Agency	6	$189	$(1)	$—	$—
At December 31, 2014					
Available-for-Sale Investment Securities					
Residential mortgage-backed securities - Agency	8	$97	$—	$225	$(1)

There were no losses related to other-than-temporary impairments during the three and nine months ended September 30, 2015 and 2014, respectively.

The following table provides information about proceeds from sales, recognized gains and losses and net unrealized gains and losses on available-for-sale securities (dollars in millions):

	For the Three Months Ended September 30,		For the Nine Months Ended September 30,	
	2015	2014	2015	2014
Proceeds from the sales of available-for-sale investment securities	$—	$—	$899	$1,220
Gain on sales of available-for-sale investment securities	$—	$—	$8	$4
Net unrealized gain (loss) recorded in other comprehensive income, before-tax	$4	$(15)	$(12)	$1
Net unrealized gain (loss) recorded in other comprehensive income, after-tax	$3	$(9)	$(7)	$1

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Maturities of available-for-sale debt securities and held-to-maturity debt securities are provided in the table below (dollars in millions):

	One Year or Less	After One Year Through Five Years	After Five Years Through Ten Years	After Ten Years	Total
At September 30, 2015					
Available-for-Sale Investment Securities—Amortized Cost					
U.S. Treasury securities	$600	$677	$—	$—	$1,277
U.S. government agency securities	618	—	—	—	618
Residential mortgage-backed securities - Agency	—	—	408	850	1,258
Total available-for-sale investment securities	$1,218	$677	$408	$850	$3,153
Held-to-Maturity Investment Securities—Amortized Cost					
U.S. Treasury securities	$1	$—	$—	$—	$1
State and political subdivisions of states	—	—	—	7	7
Residential mortgage-backed securities - Agency	—	—	—	116	116
Total held-to-maturity investment securities	$1	$—	$—	$123	$124
Available-for-Sale Investment Securities—Fair Values					
U.S. Treasury securities	$604	$677	$—	$—	$1,281
U.S. government agency securities	622	—	—	—	622
Residential mortgage-backed securities - Agency	—	—	412	863	1,275
Total available-for-sale investment securities	$1,226	$677	$412	$863	$3,178
Held-to-Maturity Investment Securities—Fair Values					
U.S. Treasury securities	$1	$—	$—	$—	$1
State and political subdivisions of states	—	—	—	7	7
Residential mortgage-backed securities - Agency	—	—	—	118	118
Total held-to-maturity investment securities	$1	$—	$—	$125	$126

Other Investments

As a part of the Company's community reinvestment initiatives, the Company has made equity investments in certain limited partnerships and limited liability companies that finance the construction and rehabilitation of affordable rental housing, as well as stimulate economic development in low to moderate income communities. These investments are accounted for using the equity method of accounting and are recorded within other assets. The related commitment for future investments is recorded in accrued expenses and other liabilities within the condensed consolidated statements of financial condition. The portion of each investment's operating results allocable to the Company is recorded in other expense within the condensed consolidated statements of income. The Company earns a return primarily through the receipt of tax credits allocated to the affordable housing projects and the community revitalization projects. These investments are not consolidated as the Company does not have a controlling financial interest in the entities. As of September 30, 2015 and December 31, 2014, the Company had outstanding investments in these entities of $294 million and $325 million, respectively, and related contingent liabilities of $28 million and $51 million, respectively. Of the above outstanding equity investments, the Company had $196 million and $201 million, respectively, of investments related to affordable housing projects, which had $28 million and $38 million related contingent liabilities as of September 30, 2015 and December 31, 2014, respectively.

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4. Loan Receivables

The Company has three loan portfolio segments: credit card loans, other loans and purchased credit-impaired ("PCI") loans.

The Company's classes of receivables within the three portfolio segments are depicted in the table below (dollars in millions):

	September 30, 2015	December 31, 2014
Loan receivables		
Credit card loans[1]	$ 55,655	$ 56,128
Other loans		
Personal loans	5,425	5,007
Private student loans	5,520	4,850
Mortgage loans held for sale[2]	1	122
Other[3]	228	202
Total other loans	11,174	10,181
Purchased credit-impaired loans[4]	3,249	3,660
Total loan receivables	70,078	69,969
Allowance for loan losses	(1,743)	(1,746)
Net loan receivables	$ 68,335	$ 68,223

(1) Amounts include $20.2 billion and $21.7 billion underlying investors’ interest in trust debt at September 30, 2015 and December 31, 2014 and $8.0 billion and $8.6 billion in seller's interest at September 30, 2015 and December 31, 2014, respectively. See Note 5: Credit Card and Student Loan Securitization Activities for further information.

(2) On June 16, 2015, the Company announced that it is closing the mortgage origination business, as disclosed in Note 2: Business Dispositions. Pursuant to that announcement, the Company has sold substantially all mortgage loans held for sale in its portfolio and ceased originating new mortgages.

(3) Other includes home equity loans.

(4) Amounts include $1.7 billion and $2.0 billion of loans pledged as collateral against the notes issued from the Student Loan Corporation ("SLC") securitization trusts at September 30, 2015 and December 31, 2014, respectively. See Note 5: Credit Card and Student Loan Securitization Activities.

Credit Quality Indicators

The Company regularly reviews its collection experience (including delinquencies and net charge-offs) in determining its allowance for loan losses.

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Information related to the delinquent and non-accruing loans in the Company's loan portfolio is shown below by each class of loan receivables except for mortgage loans held for sale and PCI student loans, which is shown under the heading "— Purchased Credit-Impaired Loans" (dollars in millions):

	30-89 Days Delinquent	90 or More Days Delinquent	Total Past Due	90 or More Days Delinquent and Accruing	Total Non-accruing[1]
At September 30, 2015					
Credit card loans[2]	$482	$437	$919	$384	$ 188
Other loans					
Personal loans[3]	31	13	44	12	7
Private student loans (excluding PCI)[4]	76	28	104	28	—
Other	—	3	3	—	21
Total other loans (excluding PCI)	107	44	151	40	28
Total loan receivables (excluding PCI)	$589	$481	$1,070	$424	$ 216
At December 31, 2014					
Credit card loans[2]	$491	$480	$971	$442	$ 157
Other loans					
Personal loans[3]	29	11	40	10	5
Private student loans (excluding PCI)[4]	62	25	87	25	—
Other	1	1	2	—	21
Total other loans (excluding PCI)	92	37	129	35	26
Total loan receivables (excluding PCI)	$583	$517	$1,100	$477	$ 183

(1) The Company estimates that the gross interest income that would have been recorded in accordance with the original terms of non-accruing credit card loans was $8 million and $7 million for the three months ended September 30, 2015 and 2014, respectively, and $21 million and $20 million for the nine months ended September 30, 2015 and 2014, respectively. The Company does not separately track the amount of gross interest income that would have been recorded in accordance with the original terms of loans. This amount was estimated based on customers' current balances and most recent interest rates.

(2) Credit card loans that are 90 or more days delinquent and accruing interest include $38 million and $43 million of loans accounted for as troubled debt restructurings at September 30, 2015 and December 31, 2014, respectively.

(3) Personal loans that are 90 or more days delinquent and accruing interest include $3 million of loans accounted for as troubled debt restructurings at September 30, 2015 and December 31, 2014.

(4) Private student loans that are 90 or more days delinquent and accruing interest include $4 million and $5 million of loans accounted for as troubled debt restructurings at September 30, 2015 and December 31, 2014, respectively.

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Information related to the net charge-offs in the Company's loan portfolio is shown below by each class of loan receivables except for mortgage loans held for sale and PCI student loans, which is shown under the heading "—Purchased Credit-Impaired Loans" (dollars in millions):

	For the Three Months Ended September 30,					
	2015			2014		
	Net Charge-offs	Net Charge-off Rate		Net Charge-offs	Net Charge-off Rate	
Credit card loans	$285	2.04	%	$289	2.16	%
Other loans						
Personal loans	26	1.99	%	23	1.92	%
Private student loans (excluding PCI)	13	0.94	%	12	1.14	%
Other	—	—	%	—	0.60	%
Total other loans (excluding PCI)	39	1.44	%	35	1.50	%
Net charge-offs as a percentage of total loans (excluding PCI)	$324	1.94	%	$324	2.06	%
Net charge-offs as a percentage of total loans (including PCI)	$324	1.85	%	$324	1.94	%

	For the Nine Months Ended September 30,					
	2015			2014		
	Net Charge-offs	Net Charge-off Rate		Net Charge-offs	Net Charge-off Rate	
Credit card loans	$911	2.24	%	$883	2.27	%
Other loans						
Personal loans	81	2.10	%	66	1.98	%
Private student loans (excluding PCI)	39	0.99	%	40	1.25	%
Other	—	—	%	1	0.88	%
Total other loans (excluding PCI)	120	1.51	%	107	1.58	%
Net charge-offs as a percentage of total loans (excluding PCI)	$1,031	2.12	%	$990	2.16	%
Net charge-offs as a percentage of total loans (including PCI)	$1,031	2.01	%	$990	2.03	%

As part of credit risk management activities, on an ongoing basis, the Company reviews information related to the performance of a customer's account with the Company as well as information from credit bureaus, such as FICO or other credit scores, relating to the customer's broader credit performance. FICO scores are generally obtained at origination of the account and are refreshed monthly or quarterly thereafter to assist in predicting customer behavior. Historically, the Company has noted that a significant proportion of delinquent accounts have FICO scores below 660.

The following table provides the most recent FICO scores available for the Company's customers as a percentage of each class of loan receivables:

	Credit Risk Profile by FICO Score			
	660 and Above		Less than 660 or No Score	
At September 30, 2015				
Credit card loans	83	%	17	%

Personal loans	96	%	4	%
Private student loans (excluding PCI)[1]	96	%	4	%
At December 31, 2014				
Credit card loans	83	%	17	%
Personal loans	96	%	4	%
Private student loans (excluding PCI)[1]	96	%	4	%

(1) PCI loans are discussed under the heading "— Purchased Credit-Impaired Loans."

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For private student loans, additional credit risk management activities include monitoring the amount of loans in forbearance. Forbearance allows borrowers experiencing temporary financial difficulties and willing to make payments, the ability to temporarily suspend payments. Eligible borrowers have a lifetime cap on forbearance of 12 months. At September 30, 2015 and December 31, 2014, there were $39 million and $49 million of private student loans, including PCI, in forbearance, respectively, which as a percentage of student loans in repayment and forbearance were 0.7% and 0.8%, respectively.

Allowance for Loan Losses

The following tables provide changes in the Company's allowance for loan losses (dollars in millions):

	For the Three Months Ended September 30, 2015				
	Credit Card	Personal Loans	Student Loans(1)	Other	Total
Balance at beginning of period	$1,441	$131	$143	$20	$1,735
Additions					
Provision for loan losses	303	30	—	(1)	332
Deductions					
Charge-offs	(394)	(31)	(15)	—	(440)
Recoveries	109	5	2	—	116
Net charge-offs	(285)	(26)	(13)	—	(324)
Balance at end of period	$1,459	$135	$130	$19	$1,743

	For the Three Months Ended September 30, 2014				
	Credit Card	Personal Loans	Student Loans(1)	Other	Total
Balance at beginning of period	$1,359	$109	$128	$18	$1,614
Additions					
Provision for loan losses	318	22	16	(2)	354
Deductions					
Charge-offs	(400)	(26)	(14)	—	(440)
Recoveries	111	3	2	—	116
Net charge-offs	(289)	(23)	(12)	—	(324)
Balance at end of period	$1,388	$108	$132	$16	$1,644

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The following tables provide changes in the Company's allowance for loan losses (dollars in millions):

	For the Nine Months Ended September 30, 2015				
	Credit Card	Personal Loans	Student Loans(1)	Other	Total
Balance at beginning of period	$1,474	$120	$135	$17	$1,746
Additions					
Provision for loan losses	896	96	34	2	1,028
Deductions					
Charge-offs	(1,245)	(93)	(45)	—	(1,383)
Recoveries	334	12	6	—	352
Net charge-offs	(911)	(81)	(39)	—	(1,031)
Balance at end of period	$1,459	$135	$130	$19	$1,743

	For the Nine Months Ended September 30, 2014				
	Credit Card	Personal Loans	Student Loans(1)	Other	Total
Balance at beginning of period	$1,406	$112	$113	$17	$1,648
Additions					
Provision for loan losses	865	62	59	—	986
Deductions					
Charge-offs	(1,223)	(74)	(44)	(1)	(1,342)
Recoveries	340	8	4	—	352
Net charge-offs	(883)	(66)	(40)	(1)	(990)
Balance at end of period	$1,388	$108	$132	$16	$1,644

(1) Includes both PCI and non-PCI private student loans.

Net charge-offs of principal are recorded against the allowance for loan losses, as shown in the preceding table. Information regarding net charge-offs of interest and fee revenues on credit card and other loans is as follows (dollars in millions):

	For the Three Months Ended September 30,		For the Nine Months Ended September 30,	
	2015	2014	2015	2014
Interest and fees accrued subsequently charged off, net of recoveries (recorded as a reduction of interest income)	$65	$69	$210	$211
Fees accrued subsequently charged off, net of recoveries (recorded as a reduction to other income)	$16	$16	$53	$50

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The following tables provide additional detail of the Company's allowance for loan losses and recorded investment in its loan portfolio by impairment methodology (dollars in millions):

	Credit Card	Personal Loans	Student Loans(3)	Other Loans(4)	Total
At September 30, 2015					
Allowance for loans evaluated for impairment as					
Collectively evaluated for impairment in accordance with ASC 450-20	$1,302	$130	$88	$1	$1,521
Evaluated for impairment in accordance with ASC 310-10-35(1)(2)	157	5	14	18	194
Acquired with deteriorated credit quality, evaluated in accordance with ASC 310-30	—	—	28	—	28
Total allowance for loan losses	$1,459	$135	$130	$19	$1,743
Recorded investment in loans evaluated for impairment as					
Collectively evaluated for impairment in accordance with ASC 450-20	$54,647	$5,361	$5,475	$168	$65,651
Evaluated for impairment in accordance with ASC 310-10-35(1)(2)	1,008	64	45	60	1,177
Acquired with deteriorated credit quality, evaluated in accordance with ASC 310-30	—	—	3,249	—	3,249
Total recorded investment	$55,655	$5,425	$8,769	$228	$70,077
At December 31, 2014					
Allowance for loans evaluated for impairment as					
Collectively evaluated for impairment in accordance with ASC 450-20	$1,314	$114	$96	$1	$1,525
Evaluated for impairment in accordance with ASC 310-10-35(1)(2)	160	6	11	16	193
Acquired with deteriorated credit quality, evaluated in accordance with ASC 310-30	—	—	28	—	28
Total allowance for loan losses	$1,474	$120	$135	$17	$1,746
Recorded investment in loans evaluated for impairment as					
Collectively evaluated for impairment in accordance with ASC 450-20	$55,091	$4,952	$4,812	$142	$64,997
Evaluated for impairment in accordance with ASC 310-10-35(1)(2)	1,037	55	38	60	1,190
Acquired with deteriorated credit quality, evaluated in accordance with ASC 310-30	—	—	3,660	—	3,660
Total recorded investment	$56,128	$5,007	$8,510	$202	$69,847

(1) Loan receivables evaluated for impairment in accordance with Accounting Standards Codification ("ASC") 310-10-35 include credit card loans, personal loans and student loans collectively evaluated for impairment in accordance with ASC Subtopic 310-40, Receivables, which consists of modified loans accounted for as troubled debt restructurings. Other loans are individually evaluated for impairment and generally do not represent troubled debt restructurings.

(2) The unpaid principal balance of credit card loans was $858 million and $878 million at September 30, 2015 and December 31, 2014, respectively. The unpaid principal balance of personal loans was $64 million and $54 million at September 30, 2015 and December 31, 2014, respectively. The unpaid principal balance of student loans was $44 million and $37 million at September 30, 2015 and December 31, 2014, respectively. All loans accounted for as troubled debt restructurings have a related allowance for loan losses.

(3) Includes both PCI and non-PCI private student loans.

(4) Excludes mortgage loans held for sale. Certain other loans, including non-performing Diners Club licensee loans, are individually evaluated for impairment.

Troubled Debt Restructurings

The Company has internal loan modification programs that provide relief to credit card, personal loan and student loan borrowers who are experiencing financial hardship. The internal loan modification programs include both temporary and permanent programs which vary by product. External loan modification programs are also available for credit card and personal loans. Temporary and permanent modifications on credit card and personal loans, as well as temporary modifications on student loans and certain grants of student loan forbearance, are considered to be individually impaired. In addition, loans that defaulted or graduated from modification programs or forbearance are considered to be individually impaired. As a result, the above mentioned loans are accounted for as troubled debt restructurings.

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For credit card customers, the temporary hardship program primarily consists of a reduced minimum payment and an interest rate reduction, both lasting for a period no longer than 12 months. The permanent workout program involves changing the structure of the loan to a fixed payment loan with a maturity no longer than 60 months and reducing the interest rate on the loan. The permanent modification program does not normally provide for the forgiveness of unpaid principal, but may allow for the reversal of certain unpaid interest or fee assessments. The Company also makes loan modifications for customers who request financial assistance through external sources, such as a consumer credit counseling agency program (referred to here as external programs). These loans typically receive a reduced interest rate but continue to be subject to the original minimum payment terms and do not normally include waiver of unpaid principal, interest or fees.

To assist student loan borrowers who are experiencing temporary financial difficulties but are willing to resume making payments, the Company may offer hardship forbearance periods of up to 12 months over the life of the loan. Forbearance provides borrowers a deferment in making payments, during which time loan interest continues to accrue at contractual rates. The Company does not anticipate significant shortfalls in the contractual amount due for borrowers using a first hardship forbearance period as the historical performance of these borrowers is not significantly different from the overall portfolio. However, when a borrower is 30 or more days delinquent and granted a second hardship forbearance period, the forbearance is considered a troubled debt restructuring. In addition, the Company offers temporary reduced payment programs, which normally consist of a reduction of the minimum payment for a period of no longer than 12 months. When a student loan borrower is enrolled in a temporary reduced payment program for 12 months or fewer over the life of the loan, the modification is not considered a troubled debt restructuring. No loans have been in a temporary modification program for greater than 12 months.

For personal loan customers, in certain situations the Company offers various payment programs, including temporary and permanent programs. The temporary programs normally consist of a reduction of the minimum payment for a period of no longer than 12 months with the option of a final balloon payment required at the end of the loan term or an extension of the maturity date with the total term not exceeding nine years. Further, in certain circumstances the interest rate on the loan is reduced. The permanent program involves changing the terms of the loan in order to pay off the outstanding balance over a longer term and also in certain circumstances reducing the interest rate on the loan. Similar to the temporary programs, the total term may not exceed nine years. The Company also allows loan modifications for customers who request financial assistance through external sources, similar to the credit card customers discussed above. Payments are modified based on the new terms agreed upon with the credit counseling agency. Personal loans included in temporary and permanent programs are accounted for as troubled debt restructurings.

The Company monitors borrower performance after using payment programs or forbearance and the Company believes the programs help to prevent defaults and are useful in assisting customers experiencing financial difficulties. The Company plans to continue to use payment programs and forbearance and, as a result, expects to have additional loans classified as troubled debt restructurings in the future.

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Additional information about modified loans classified as troubled debt restructurings is shown below (dollars in millions):

	Average recorded investment in loans	Interest income recognized during period loans were impaired(1)	Gross interest income that would have been recorded with original terms(2)
For the Three Months Ended September 30, 2015			
Credit card loans			
Modified credit card loans(3)	$263	$12	$—
Internal programs	$446	$3	$16
External programs	$300	$5	$2
Personal loans	$63	$2	$1
Private student loans	$44	$—	N/A
For the Three Months Ended September 30, 2014			
Credit card loans			
Modified credit card loans(3)	$248	$11	$1
Internal programs	$449	$3	$15
External programs	$353	$7	$4
Personal loans	$49	$2	$—
Private student loans	$33	$1	N/A
For the Nine Months Ended September 30, 2015			
Credit card loans			
Modified credit card loans(3)	$258	$35	$2
Internal programs	$449	$9	$46
External programs	$311	$17	$8
Personal loans	$60	$5	$2
Private student loans	$42	$2	N/A
For the Nine Months Ended September 30, 2014			
Credit card loans			
Modified credit card loans(3)	$251	$34	$3
Internal programs	$452	$9	$46
External programs	$374	$21	$