

Form 5500 Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Annual Return/Report of Employee Benefit Plan This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6057(b) and 6058(a) of the Internal Revenue Code (the Code). <p style="text-align: center;">▶ Complete all entries in accordance with the instructions to the Form 5500.</p>	OMB Nos. 1210-0110 1210-0089 <div style="text-align: center; font-size: 1.5em; font-weight: bold;">2019</div> This Form is Open to Public Inspection
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Part I	Annual Report Identification Information
For calendar plan year 2019 or fiscal plan year beginning <u>01/01/2019</u> and ending <u>12/31/2019</u>	
A	This return/report is for: <div style="display: flex; justify-content: space-between;"> <div> ☐ a multiemployer plan </div> <div> ☐ a multiple-employer plan (Filers checking this box must attach a list of participating employer information in accordance with the form instructions.) </div> </div>
	☒ a single-employer plan <div style="margin-left: 150px;">☐ a DFE (specify) _____</div>
B	This return/report is: <div style="display: flex; justify-content: space-between;"> <div> ☐ the first return/report ☐ an amended return/report </div> <div> ☐ the final return/report ☐ a short plan year return/report (less than 12 months) </div> </div>
C	If the plan is a collectively-bargained plan, check here. ▶ ☐
D	Check box if filing under: <div style="display: flex; justify-content: space-between;"> <div> ☒ Form 5558 ☐ special extension (enter description) </div> <div> ☐ automatic extension </div> <div> ☐ the DFVC program </div> </div>

Part II	Basic Plan Information —enter all requested information		
1a	Name of plan <u>THE FIFTH THIRD BANCORP MASTER RETIREMENT PLAN</u>	1b	Three-digit plan number (PN) ▶ <u>007</u>
		1c	Effective date of plan <u>11/01/1951</u>
2a	Plan sponsor's name (employer, if for a single-employer plan) Mailing address (include room, apt., suite no. and street, or P.O. Box) City or town, state or province, country, and ZIP or foreign postal code (if foreign, see instructions) <u>FIFTH THIRD BANCORP</u> <u>BENEFITS DEPARTMENT</u> <u>38 FOUNTAIN SQUARE PLAZA</u> <u>MD 10GA5C</u> <u>CINCINNATI, OH 45202-3102</u>	2b	Employer Identification Number (EIN) <u>31-0854434</u>
		2c	Plan Sponsor's telephone number <u>513-534-5799</u>
		2d	Business code (see instructions) <u>522110</u>

Caution: A penalty for the late or incomplete filing of this return/report will be assessed unless reasonable cause is established.

Under penalties of perjury and other penalties set forth in the instructions, I declare that I have examined this return/report, including accompanying schedules, statements and attachments, as well as the electronic version of this return/report, and to the best of my knowledge and belief, it is true, correct, and complete.

SIGN HERE	Filed with authorized/valid electronic signature.	10/14/2020	ROBERT SHAFFER
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE			
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE

For Paperwork Reduction Act Notice, see the Instructions for Form 5500.

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3a Plan administrator's name and address ☒ Same as Plan Sponsor	3b Administrator's EIN 3c Administrator's telephone number <div style="background-color: #cccccc; height: 40px; width: 100%;"></div>
4 If the name and/or EIN of the plan sponsor or the plan name has changed since the last return/report filed for this plan, enter the plan sponsor's name, EIN, the plan name and the plan number from the last return/report: a Sponsor's name c Plan Name	4b EIN 4d PN
5 Total number of participants at the beginning of the plan year	5 4310
6 Number of participants as of the end of the plan year unless otherwise stated (welfare plans complete only lines 6a(1) , 6a(2) , 6b , 6c , and 6d). a(1) Total number of active participants at the beginning of the plan year a(2) Total number of active participants at the end of the plan year b Retired or separated participants receiving benefits..... c Other retired or separated participants entitled to future benefits d Subtotal. Add lines 6a(2) , 6b , and 6c e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits. f Total. Add lines 6d and 6e g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item) h Number of participants who terminated employment during the plan year with accrued benefits that were less than 100% vested	6a(1) 1148 6a(2) 1087 6b 868 6c 1979 6d 3934 6e 139 6f 4073 6g 0 6h 0
7 Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)	7
8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristics Codes in the instructions: 1A 3H b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristics Codes in the instructions:	

9a Plan funding arrangement (check all that apply) (1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor	9b Plan benefit arrangement (check all that apply) (1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor
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10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)

a Pension Schedules

- (1)** ☒ **R** (Retirement Plan Information)
- (2)** ☐ **MB** (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary
- (3)** ☒ **SB** (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary

b General Schedules

- (1)** ☒ **H** (Financial Information)
- (2)** ☐ **I** (Financial Information – Small Plan)
- (3)** ☐ 0 **A** (Insurance Information)
- (4)** ☒ **C** (Service Provider Information)
- (5)** ☒ **D** (DFE/Participating Plan Information)
- (6)** ☐ **G** (Financial Transaction Schedules)

Part III Form M-1 Compliance Information (to be completed by welfare benefit plans)

11a If the plan provides welfare benefits, was the plan subject to the Form M-1 filing requirements during the plan year? (See instructions and 29 CFR 2520.101-2.) ☐ Yes ☐ No

If "Yes" is checked, complete lines 11b and 11c.

11b Is the plan currently in compliance with the Form M-1 filing requirements? (See instructions and 29 CFR 2520.101-2.) ☐ Yes ☐ No

11c Enter the Receipt Confirmation Code for the 2019 Form M-1 annual report. If the plan was not required to file the 2019 Form M-1 annual report, enter the Receipt Confirmation Code for the most recent Form M-1 that was required to be filed under the Form M-1 filing requirements. (Failure to enter a valid Receipt Confirmation Code will subject the Form 5500 filing to rejection as incomplete.)

Receipt Confirmation Code _____

SCHEDULE SB (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Single-Employer Defined Benefit Plan Actuarial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6059 of the Internal Revenue Code (the Code). ▶ File as an attachment to Form 5500 or 5500-SF.	OMB No. 1210-0110 2019 This Form is Open to Public Inspection
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For calendar plan year 2019 or fiscal plan year beginning 01/01/2019 and ending 12/31/2019

▶ **Round off amounts to nearest dollar.**

▶ **Caution:** A penalty of \$1,000 will be assessed for late filing of this report unless reasonable cause is established.

A Name of plan <u>THE FIFTH THIRD BANCORP MASTER RETIREMENT PLAN</u>	B Three-digit plan number (PN) ▶ <u>007</u>
C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF <u>FIFTH THIRD BANCORP</u>	D Employer Identification Number (EIN) <u>31-0854434</u>
E Type of plan: ☒ Single ☐ Multiple-A ☐ Multiple-B	F Prior year plan size: ☐ 100 or fewer ☐ 101-500 ☒ More than 500

Part I	Basic Information
1 Enter the valuation date: Month <u>01</u> Day <u>01</u> Year <u>2019</u>	
2 Assets:	
a Market value	2a <u>164081034</u>
b Actuarial value	2b <u>168329360</u>
3 Funding target/participant count breakdown	
a For retired participants and beneficiaries receiving payment.....	(1) Number of participants <u>1013</u> (2) Vested Funding Target <u>52021050</u> (3) Total Funding Target <u>52021050</u>
b For terminated vested participants.....	<u>2149</u> <u>55755767</u> <u>55755767</u>
c For active participants	<u>1148</u> <u>30447137</u> <u>30783059</u>
d Total.....	<u>4310</u> <u>138223954</u> <u>138559876</u>
4 If the plan is in at-risk status, check the box and complete lines (a) and (b)..... ☐	
a Funding target disregarding prescribed at-risk assumptions	4a
b Funding target reflecting at-risk assumptions, but disregarding transition rule for plans that have been in at-risk status for fewer than five consecutive years and disregarding loading factor.....	4b
5 Effective interest rate	5 <u>5.49</u> %
6 Target normal cost.....	6 <u>513868</u>

Statement by Enrolled Actuary

To the best of my knowledge, the information supplied in this schedule and accompanying schedules, statements and attachments, if any, is complete and accurate. Each prescribed assumption was applied in accordance with applicable law and regulations. In my opinion, each other assumption is reasonable (taking into account the experience of the plan and reasonable expectations) and such other assumptions, in combination, offer my best estimate of anticipated experience under the plan.

SIGN HERE	
Signature of actuary	<u>09/16/2020</u>
<u>CAROL A. WICKENS</u>	Date
Type or print name of actuary	<u>20-08470</u>
<u>WILLIS TOWERS WATSON US LLC</u>	Most recent enrollment number
Firm name	<u>901-930-0000</u>
<u>3340 PLAYERS CLUB PARKWAY</u> <u>SUITE 200</u> <u>MEMPHIS, TN 38125</u>	Telephone number (including area code)
Address of the firm	

If the actuary has not fully reflected any regulation or ruling promulgated under the statute in completing this schedule, check the box and see instructions ☐

For Paperwork Reduction Act Notice, see the Instructions for Form 5500 or 5500-SF.

Schedule SB (Form 5500) 2019
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Part II Beginning of Year Carryover and Prefunding Balances

	(a) Carryover balance	(b) Prefunding balance
7 Balance at beginning of prior year after applicable adjustments (line 13 from prior year)	29354171	26513704
8 Portion elected for use to offset prior year's funding requirement (line 35 from prior year)	521654	0
9 Amount remaining (line 7 minus line 8)	28832517	26513704
10 Interest on line 9 using prior year's actual return of <u>-2.66</u> %	-766945	-705265
11 Prior year's excess contributions to be added to prefunding balance:		
a Present value of excess contributions (line 38a from prior year)		0
b(1) Interest on the excess, if any, of line 38a over line 38b from prior year Schedule SB, using prior year's effective interest rate of <u>5.67</u> %		0
b(2) Interest on line 38b from prior year Schedule SB, using prior year's actual return		0
c Total available at beginning of current plan year to add to prefunding balance		0
d Portion of (c) to be added to prefunding balance		0
12 Other reductions in balances due to elections or deemed elections	0	0
13 Balance at beginning of current year (line 9 + line 10 + line 11d – line 12)	28065572	25808439

Part III Funding Percentages

14 Funding target attainment percentage	14	82.60 %
15 Adjusted funding target attainment percentage	15	121.48 %
16 Prior year's funding percentage for purposes of determining whether carryover/prefunding balances may be used to reduce current year's funding requirement	16	100.14 %
17 If the current value of the assets of the plan is less than 70 percent of the funding target, enter such percentage	17	%

Part IV Contributions and Liquidity Shortfalls**18** Contributions made to the plan for the plan year by employer(s) and employees:

(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees	(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees
Totals ▶			18(b)	0	18(c) 0

19 Discounted employer contributions – see instructions for small plan with a valuation date after the beginning of the year:

a Contributions allocated toward unpaid minimum required contributions from prior years	19a	0
b Contributions made to avoid restrictions adjusted to valuation date	19b	0
c Contributions allocated toward minimum required contribution for current year adjusted to valuation date	19c	0

20 Quarterly contributions and liquidity shortfalls:

- a** Did the plan have a "funding shortfall" for the prior year? ☒ Yes ☐ No
- b** If line 20a is "Yes," were required quarterly installments for the current year made in a timely manner? ☒ Yes ☐ No
- c** If line 20a is "Yes," see instructions and complete the following table as applicable:

Liquidity shortfall as of end of quarter of this plan year			
(1) 1st	(2) 2nd	(3) 3rd	(4) 4th
0	0	0	0

Part V Assumptions Used to Determine Funding Target and Target Normal Cost**21** Discount rate:**a** Segment rates:1st segment:
3.74 %2nd segment:
5.35 %3rd segment:
6.11 %☐ N/A, full yield curve used**b** Applicable month (enter code)**21b**

4

22 Weighted average retirement age**22**

61

23 Mortality table(s) (see instructions)☐

Prescribed - combined

☒

Prescribed - separate

☐

Substitute

Part VI Miscellaneous Items**24** Has a change been made in the non-prescribed actuarial assumptions for the current plan year? If "Yes," see instructions regarding required attachment. ☐ Yes ☒ No**25** Has a method change been made for the current plan year? If "Yes," see instructions regarding required attachment. ☐ Yes ☒ No**26** Is the plan required to provide a Schedule of Active Participants? If "Yes," see instructions regarding required attachment. ☒ Yes ☐ No**27** If the plan is subject to alternative funding rules, enter applicable code and see instructions regarding attachment.**27****Part VII Reconciliation of Unpaid Minimum Required Contributions For Prior Years****28** Unpaid minimum required contributions for all prior years **28** 0**29** Discounted employer contributions allocated toward unpaid minimum required contributions from prior years (line 19a) **29** 0**30** Remaining amount of unpaid minimum required contributions (line 28 minus line 29) **30** 0**Part VIII Minimum Required Contribution For Current Year****31** Target normal cost and excess assets (see instructions):**a** Target normal cost (line 6) **31a** 513868**b** Excess assets, if applicable, but not greater than line 31a **31b** 0**32** Amortization installments:**a** Net shortfall amortization installment Outstanding Balance 0 Installment 0**b** Waiver amortization installment 0 0**33** If a waiver has been approved for this plan year, enter the date of the ruling letter granting the approval (Month _____ Day _____ Year _____) and the waived amount **33****34** Total funding requirement before reflecting carryover/prefunding balances (lines 31a - 31b + 32a + 32b - 33) **34** 513868

	Carryover balance	Prefunding balance	Total balance
35 Balances elected for use to offset funding requirement	513868	0	513868

36 Additional cash requirement (line 34 minus line 35) **36** 0**37** Contributions allocated toward minimum required contribution for current year adjusted to valuation date (line 19c) **37** 0**38** Present value of excess contributions for current year (see instructions)**a** Total (excess, if any, of line 37 over line 36) **38a** 0**b** Portion included in line 38a attributable to use of prefunding and funding standard carryover balances **38b** 0**39** Unpaid minimum required contribution for current year (excess, if any, of line 36 over line 37) **39** 0**40** Unpaid minimum required contributions for all years **40** 0**Part IX Pension Funding Relief Under Pension Relief Act of 2010 (See Instructions)****41** If an election was made to use PRA 2010 funding relief for this plan:**a** Schedule elected ☐ 2 plus 7 years ☐ 15 years**b** Eligible plan year(s) for which the election in line 41a was made ☐ 2008 ☐ 2009 ☐ 2010 ☐ 2011

<div>SCHEDULE C</div> <div>(Form 5500)</div> <div>Department of the Treasury Internal Revenue Service</div> <div>Department of Labor Employee Benefits Security Administration</div> <div>Pension Benefit Guaranty Corporation</div>	<div>Service Provider Information</div> <div>This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA).</div> <div>▶ File as an attachment to Form 5500.</div>	OMB No. 1210-0110
		2019
		This Form is Open to Public Inspection.

For calendar plan year 2019 or fiscal plan year beginning 01/01/2019 and ending 12/31/2019		
A Name of plan THE FIFTH THIRD BANCORP MASTER RETIREMENT PLAN	B Three-digit plan number (PN) ▶	007
C Plan sponsor's name as shown on line 2a of Form 5500 FIFTH THIRD BANCORP	D Employer Identification Number (EIN) 31-0854434	

Part I	Service Provider Information (see instructions)
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You must complete this Part, in accordance with the instructions, to report the information required for **each person** who received, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of monetary value) in connection with services rendered to the plan or the person's position with the plan during the plan year. If a person received **only** eligible indirect compensation for which the plan received the required disclosures, you are required to answer line 1 but are not required to include that person when completing the remainder of this Part.

1 Information on Persons Receiving Only Eligible Indirect Compensation

a Check "Yes" or "No" to indicate whether you are excluding a person from the remainder of this Part because they received only eligible indirect compensation for which the plan received the required disclosures (see instructions for definitions and conditions)..... ☒ Yes ☐ No

b If you answered line 1a "Yes," enter the name and EIN or address of each person providing the required disclosures for the service providers who received only eligible indirect compensation. Complete as many entries as needed (see instructions).

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation	
FIFTH THIRD RETIREMENT SERVICES	38 FOUNTAIN SQUARE PLAZA CINCINNATI, OH 45263
31-1051736	

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation
--

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2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

WILLIS TOWERS WATSON US LLC

53-0181291

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
11 13 17	NONE	168524	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

THOMPSON HINE LLP

127 PUBLIC SQUARE
3000 KEY CENTER
CLEVELAND, OH 44144

34-0575300

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
29	NONE	6282	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

Part I Service Provider Information (continued)

3. If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received \$1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	

Part II Service Providers Who Fail or Refuse to Provide Information

4 Provide, to the extent possible, the following information for each service provider who failed or refused to provide the information necessary to complete this Schedule.

(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide

Part III Termination Information on Accountants and Enrolled Actuaries (see instructions)
(complete as many entries as needed)

a Name:	KEVIN H. PRAY	b EIN:	53-0181291
c Position:	ACTUARY		
d Address:	3340 PLAYERS CLUB PARKWAY SUITE 200 MEMPHIS, TN 38125	e Telephone:	901-930-0000

Explanation: TERMINATED - REASSIGNMENT OF RESPONSIBILITIES WITHIN WILLIS TOWERS WATSON US LLC.

a Name:		b EIN:	
c Position:			
d Address:		e Telephone:	

Explanation:

a Name:		b EIN:	
c Position:			
d Address:		e Telephone:	

Explanation:

a Name:		b EIN:	
c Position:			
d Address:		e Telephone:	

Explanation:

a Name:		b EIN:	
c Position:			
d Address:		e Telephone:	

Explanation:

a Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)

Part II Information on Participating Plans (to be completed by DFEs)

(Complete as many entries as needed to report all participating plans)

a Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN

SCHEDULE H (Form 5500) <small>Department of the Treasury Internal Revenue Service</small> <small>Department of Labor Employee Benefits Security Administration</small> <small>Pension Benefit Guaranty Corporation</small>	Financial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code). ► File as an attachment to Form 5500.	OMB No. 1210-0110 2019 This Form is Open to Public Inspection
For calendar plan year 2019 or fiscal plan year beginning 01/01/2019 and ending 12/31/2019		
A Name of plan THE FIFTH THIRD BANCORP MASTER RETIREMENT PLAN	B Three-digit plan number (PN) ►	007
C Plan sponsor's name as shown on line 2a of Form 5500 FIFTH THIRD BANCORP	D Employer Identification Number (EIN) 31-0854434	

Part I Asset and Liability Statement			
1 Current value of plan assets and liabilities at the beginning and end of the plan year. Combine the value of plan assets held in more than one trust. Report the value of the plan's interest in a commingled fund containing the assets of more than one plan on a line-by-line basis unless the value is reportable on lines 1c(9) through 1c(14). Do not enter the value of that portion of an insurance contract which guarantees, during this plan year, to pay a specific dollar benefit at a future date. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 1b(1), 1b(2), 1c(8), 1g, 1h, and 1i. CCTs, PSAs, and 103-12 IEs also do not complete lines 1d and 1e. See instructions.			
Assets		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash	1a	4	2
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions.....	1b(1)		
(2) Participant contributions.....	1b(2)		
(3) Other.....	1b(3)	375125	456516
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit).....	1c(1)	25499110	14010780
(2) U.S. Government securities	1c(2)	45954771	62645924
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)		
(B) All other.....	1c(3)(B)	18208796	20839053
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)		
(B) Common.....	1c(4)(B)		
(5) Partnership/joint venture interests	1c(5)		
(6) Real estate (other than employer real property).....	1c(6)		
(7) Loans (other than to participants)	1c(7)		
(8) Participant loans.....	1c(8)		
(9) Value of interest in common/collective trusts	1c(9)	27638000	0
(10) Value of interest in pooled separate accounts	1c(10)		
(11) Value of interest in master trust investment accounts	1c(11)		
(12) Value of interest in 103-12 investment entities.....	1c(12)		
(13) Value of interest in registered investment companies (e.g., mutual funds).....	1c(13)	45544032	76125507
(14) Value of funds held in insurance company general account (unallocated contracts).....	1c(14)		
(15) Other.....	1c(15)	1236321	1614607

		(a) Beginning of Year	(b) End of Year
1d	Employer-related investments:		
(1)	Employer securities	1d(1)	
(2)	Employer real property	1d(2)	
e	Buildings and other property used in plan operation	1e	
f	Total assets (add all amounts in lines 1a through 1e)	1f	164456159 175692389
Liabilities			
g	Benefit claims payable	1g	105888 0
h	Operating payables	1h	23216 15440
i	Acquisition indebtedness	1i	
j	Other liabilities	1j	
k	Total liabilities (add all amounts in lines 1g through 1j)	1k	129104 15440
Net Assets			
l	Net assets (subtract line 1k from line 1f)	1l	164327055 175676949

Part II Income and Expense Statement

- 2** Plan income, expenses, and changes in net assets for the year. Include all income and expenses of the plan, including any trust(s) or separately maintained fund(s) and any payments/receipts to/from insurance carriers. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 2a, 2b(1)(E), 2e, 2f, and 2g.

		(a) Amount	(b) Total
a	Contributions:		
(1)	Received or receivable in cash from: (A) Employers	2a(1)(A)	
	(B) Participants	2a(1)(B)	
	(C) Others (including rollovers)	2a(1)(C)	
(2)	Noncash contributions	2a(2)	
(3)	Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)	0
b	Earnings on investments:		
(1)	Interest:		
	(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	790500 915538 451864 355546 2513448
	(B) U.S. Government securities	2b(1)(B)	
	(C) Corporate debt instruments	2b(1)(C)	
	(D) Loans (other than to participants)	2b(1)(D)	
	(E) Participant loans	2b(1)(E)	
	(F) Other	2b(1)(F)	
	(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)	
(2)	Dividends: (A) Preferred stock	2b(2)(A)	10489 867598
	(B) Common stock	2b(2)(B)	
	(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)	
	(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)	
(3)	Rents	2b(3)	
(4)	Net gain (loss) on sale of assets: (A) Aggregate proceeds	2b(4)(A)	132799729 119496
	(B) Aggregate carrying amount (see instructions)	2b(4)(B)	
	(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result	2b(4)(C)	
(5)	Unrealized appreciation (depreciation) of assets: (A) Real estate	2b(5)(A)	8456697
	(B) Other	2b(5)(B)	
	(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)	

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts	2b(6)		5253469
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		
(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds)	2b(10)		9067627
c Other income	2c		16317
d Total income. Add all income amounts in column (b) and enter total	2d		26294652

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	14432928	
(2) To insurance carriers for the provision of benefits	2e(2)		
(3) Other	2e(3)		
(4) Total benefit payments. Add lines 2e(1) through (3)	2e(4)		14432928
f Corrective distributions (see instructions)	2f		
g Certain deemed distributions of participant loans (see instructions)	2g		
h Interest expense	2h		
i Administrative expenses: (1) Professional fees	2i(1)	116561	
(2) Contract administrator fees	2i(2)		
(3) Investment advisory and management fees	2i(3)	3230	
(4) Other	2i(4)	392039	
(5) Total administrative expenses. Add lines 2i(1) through (4)	2i(5)		511830
j Total expenses. Add all expense amounts in column (b) and enter total	2j		14944758

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d	2k		11349894
l Transfers of assets:			
(1) To this plan	2l(1)		
(2) From this plan	2l(2)		

Part III Accountant's Opinion

3 Complete lines 3a through 3c if the opinion of an independent qualified public accountant is attached to this Form 5500. Complete line 3d if an opinion is not attached.

a The attached opinion of an independent qualified public accountant for this plan is (see instructions):

(1) ☐ Unmodified (2) ☐ Qualified (3) ☒ Disclaimer (4) ☐ Adverse

b Did the accountant perform a limited scope audit pursuant to 29 CFR 2520.103-8 and/or 103-12(d)?

☒ Yes ☐ No

c Enter the name and EIN of the accountant (or accounting firm) below:

(1) Name: **DELOITTE & TOUCHE**

(2) EIN: **13-3891517**

d The opinion of an independent qualified public accountant is **not attached** because:

(1) ☐ This form is filed for a CCT, PSA, or MTIA. (2) ☐ It will be attached to the next Form 5500 pursuant to 29 CFR 2520.104-50.

Part IV Compliance Questions

4 CCTs and PSAs do not complete Part IV. MTIAs, 103-12 IEs, and GIAs do not complete lines 4a, 4e, 4f, 4g, 4h, 4k, 4m, 4n, or 5. 103-12 IEs also do not complete lines 4j and 4l. MTIAs also do not complete line 4l.

During the plan year:

a Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully corrected. (See instructions and DOL's Voluntary Fiduciary Correction Program.)

b Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.)

	Yes	No	Amount
4a		X	
4b		X	

		Yes	No	Amount
c Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)	4c		X	
d Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.).....	4d		X	
e Was this plan covered by a fidelity bond?	4e		X	
f Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?	4f		X	
g Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?.....	4g		X	
h Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?.....	4h		X	
i Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)	4i	X		
j Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.)	4j	X		
k Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?	4k		X	
l Has the plan failed to provide any benefit when due under the plan?.....	4l		X	
m If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)	4m			
n If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.	4n			

5a Has a resolution to terminate the plan been adopted during the plan year or any prior plan year?..... ☐ Yes ☒ No
 If "Yes," enter the amount of any plan assets that reverted to the employer this year _____.

5b If, during this plan year, any assets or liabilities were transferred from this plan to another plan(s), identify the plan(s) to which assets or liabilities were transferred. (See instructions.)

5b(1) Name of plan(s)	5b(2) EIN(s)	5b(3) PN(s)

5c If the plan is a defined benefit plan, is it covered under the PBGC insurance program (See ERISA section 4021.)? ☒ Yes ☐ No ☐ Not determined
 If "Yes" is checked, enter the My PAA confirmation number from the PBGC premium filing for this plan year 4241020. (See instructions.)

<div>SCHEDULE R (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation</div>	<div>Retirement Plan Information</div> <div>This schedule is required to be filed under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6058(a) of the Internal Revenue Code (the Code).</div> <div>▶ File as an attachment to Form 5500.</div>	<div>OMB No. 1210-0110</div> <div>2019</div> <div>This Form is Open to Public Inspection.</div>
For calendar plan year 2019 or fiscal plan year beginning 01/01/2019 and ending 12/31/2019		
A Name of plan THE FIFTH THIRD BANCORP MASTER RETIREMENT PLAN		B Three-digit plan number (PN) ▶ 007
C Plan sponsor's name as shown on line 2a of Form 5500 FIFTH THIRD BANCORP		D Employer Identification Number (EIN) 31-0854434
Part I	Distributions	
All references to distributions relate only to payments of benefits during the plan year.		
1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions		1 0
2 Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits): EIN(s): 31-1051736		
Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.		
3 Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year		3 188
Part II	Funding Information (If the plan is not subject to the minimum funding requirements of section 412 of the Internal Revenue Code or ERISA section 302, skip this Part.)	
4 Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)? ☐ Yes ☒ No ☐ N/A If the plan is a defined benefit plan, go to line 8.		
5 If a waiver of the minimum funding standard for a prior year is being amortized in this plan year, see instructions and enter the date of the ruling letter granting the waiver. Date: Month Day Year If you completed line 5, complete lines 3, 9, and 10 of Schedule MB and do not complete the remainder of this schedule.		
6 a Enter the minimum required contribution for this plan year (include any prior year accumulated funding deficiency not waived)		6a
b Enter the amount contributed by the employer to the plan for this plan year		6b
c Subtract the amount in line 6b from the amount in line 6a. Enter the result (enter a minus sign to the left of a negative amount)		6c
If you completed line 6c, skip lines 8 and 9.		
7 Will the minimum funding amount reported on line 6c be met by the funding deadline? ☐ Yes ☐ No ☐ N/A		
8 If a change in actuarial cost method was made for this plan year pursuant to a revenue procedure or other authority providing automatic approval for the change or a class ruling letter, does the plan sponsor or plan administrator agree with the change? ☐ Yes ☐ No ☒ N/A		
Part III	Amendments	
9 If this is a defined benefit pension plan, were any amendments adopted during this plan year that increased or decreased the value of benefits? If yes, check the appropriate box. If no, check the "No" box. ☐ Increase ☐ Decrease ☐ Both ☒ No		
Part IV	ESOPs (see instructions). If this is not a plan described under section 409(a) or 4975(e)(7) of the Internal Revenue Code, skip this Part.	
10 Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan? ☐ Yes ☐ No		
11 a Does the ESOP hold any preferred stock? ☐ Yes ☐ No		
b If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.) ☐ Yes ☐ No		
12 Does the ESOP hold any stock that is not readily tradable on an established securities market? ☐ Yes ☐ No		
For Paperwork Reduction Act Notice, see the Instructions for Form 5500.		
Schedule R (Form 5500) 2019 v. 190130		

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

13 Enter the following information for each employer that contributed more than 5% of total contributions to the plan during the plan year (measured in dollars). See instructions. *Complete as many entries as needed to report all applicable employers.*

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

14	Enter the number of participants on whose behalf no contributions were made by an employer as an employer of the participant for:	
a	The current year	14a
b	The plan year immediately preceding the current plan year	14b
c	The second preceding plan year	14c
15	Enter the ratio of the number of participants under the plan on whose behalf no employer had an obligation to make an employer contribution during the current plan year to:	
a	The corresponding number for the plan year immediately preceding the current plan year	15a
b	The corresponding number for the second preceding plan year	15b
16	Information with respect to any employers who withdrew from the plan during the preceding plan year:	
a	Enter the number of employers who withdrew during the preceding plan year	16a
b	If line 16a is greater than 0, enter the aggregate amount of withdrawal liability assessed or estimated to be assessed against such withdrawn employers	16b
17	If assets and liabilities from another plan have been transferred to or merged with this plan during the plan year, check box and see instructions regarding supplemental information to be included as an attachment. ☐	

Part VI	Additional Information for Single-Employer and Multiemployer Defined Benefit Pension Plans
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18	If any liabilities to participants or their beneficiaries under the plan as of the end of the plan year consist (in whole or in part) of liabilities to such participants and beneficiaries under two or more pension plans as of immediately before such plan year, check box and see instructions regarding supplemental information to be included as an attachment
19	<p>If the total number of participants is 1,000 or more, complete lines (a) through (c)</p> <p>a Enter the percentage of plan assets held as: Stock: <u>44.6</u> % Investment-Grade Debt: <u>40.3</u> % High-Yield Debt: <u>0.0</u> % Real Estate: <u>0.0</u> % Other: <u>15.1</u> %</p> <p>b Provide the average duration of the combined investment-grade and high-yield debt: ☐ 0-3 years ☐ 3-6 years ☐ 6-9 years ☐ 9-12 years ☒ 12-15 years ☐ 15-18 years ☐ 18-21 years ☐ 21 years or more</p> <p>c What duration measure was used to calculate line 19(b)? ☒ Effective duration ☐ Macaulay duration ☐ Modified duration ☐ Other (specify):</p>
20	<p>PBGC missed contribution reporting requirements. If this is a multiemployer plan or a single-employer plan that is not covered by PBGC, skip line 20.</p> <p>a Is the amount of unpaid minimum required contributions for all years from Schedule SB (Form 5500) line 40 greater than zero? ☐ Yes ☒ No</p> <p>b If line 20a is "Yes," has PBGC been notified as required by ERISA sections 4043(c)(5) and/or 303(k)(4)? Check the applicable box: ☐ Yes. ☐ No. Reporting was waived under 29 CFR 4043.25(c)(2) because contributions equal to or exceeding the unpaid minimum required contribution were made by the 30th day after the due date. ☐ No. The 30-day period referenced in 29 CFR 4043.25(c)(2) has not yet ended, and the sponsor intends to make a contribution equal to or exceeding the unpaid minimum required contribution by the 30th day after the due date. ☐ No. Other. Provide explanation _____</p>

The Fifth Third Bancorp Master Retirement Plan

EIN: 31-0854434

PN: 007

Financial Statements and Notes to Financial Statements
as of December 31, 2019 and 2018 and for the year ended December 31, 2019,
Supplemental Schedules as of and for the year December 31, 2019, and
Independent Auditors' Report

THE FIFTH THIRD BANCORP MASTER RETIREMENT PLAN

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NOTE: All other schedules required by Section 2520.103-10 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 have been omitted because they are not applicable.	

INDEPENDENT AUDITORS' REPORT

To the Plan Administrator of
The Fifth Third Bancorp Master Retirement Plan:

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of The Fifth Third Bancorp Master Retirement Plan (the "Plan"), which comprise the Statements of Net Assets Available for Benefits as of December 31, 2019 and 2018, and the related Statement of Changes in Net Assets Available for Benefits for the year ended December 31, 2019, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on conducting the audit in accordance with auditing standards generally accepted in the United States of America. Because of the matter described in the Basis for Disclaimer of Opinion paragraph, however, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion.

Basis for Disclaimer of Opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 6, which was certified by Fifth Third Bank, National Association, the trustee of the Plan, except for comparing such information with the related information included in the financial statements. We have been informed by the plan administrator that the trustee holds the Plan's investment assets and executes investment transactions. The plan administrator has obtained certifications from the trustee as of December 31, 2019 and 2018, and for the year ended December 31, 2019, that the information provided to the plan administrator by the trustee is complete and accurate.

Disclaimer of Opinion

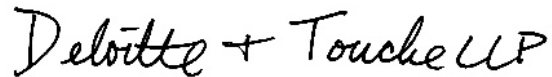
Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we have not been able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion. Accordingly, we do not express an opinion on these financial statements.

Other Matter

The supplemental schedules of Assets (Held at End of Year) as of December 31, 2019 and Reportable Transactions for the Year Ended December 31, 2019 are required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 and are presented for the purpose of additional analysis and are not a required part of the financial statements. Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we do not express an opinion on these supplemental schedules.

Report on Form and Content in Compliance with Department of Labor Rules and Regulations

The form and content of the information included in the financial statements and supplemental schedules, other than that derived from the information certified by the trustee, have been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, are presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

A handwritten signature in black ink that reads "Deloitte + Touche LLP". The signature is written in a cursive, flowing style.

October 13, 2020

THE FIFTH THIRD BANCORP MASTER RETIREMENT PLAN

STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS AS OF DECEMBER 31, 2019 AND 2018

	<u>2019</u>	<u>2018</u>
ASSETS:		
Cash	\$ 2	\$ 4
Investments - at fair value:		
Cash equivalents	14,010,780	25,499,110
Mutual and exchange-traded funds	76,125,507	45,544,032
Collective funds	—	27,638,000
U.S. Treasury securities and agency obligations	62,645,924	45,954,771
Corporate bonds and notes	15,640,704	13,035,226
Municipal bonds and notes	1,614,607	1,236,321
Non-agency mortgage-backed securities	1,306,947	1,083,748
Non-agency asset-backed securities	<u>3,891,402</u>	<u>4,089,822</u>
Total investments - at fair value (Note 4)	<u>175,235,871</u>	<u>164,081,030</u>
Accrued investment income	<u>456,516</u>	<u>375,125</u>
Total assets	<u>\$ 175,692,389</u>	<u>\$ 164,456,159</u>
LIABILITIES:		
Benefit claims payable	\$ —	\$ 105,888
Administrative expenses payable	<u>15,440</u>	<u>23,216</u>
Total liabilities	<u>\$ 15,440</u>	<u>\$ 129,104</u>
NET ASSETS AVAILABLE FOR BENEFITS	<u><u>\$ 175,676,949</u></u>	<u><u>\$ 164,327,055</u></u>

Refer to the Notes to Financial Statements.

THE FIFTH THIRD BANCORP MASTER RETIREMENT PLAN

STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS FOR THE YEAR ENDED DECEMBER 31, 2019

	<u>2019</u>
ADDITIONS:	
Investment income:	
Dividend and interest income	\$ 3,381,046
Net appreciation in fair value of investments	<u>22,897,289</u>
Net investment income	26,278,335
Other income	<u>16,317</u>
Total additions	26,294,652
DEDUCTIONS:	
Benefits paid to participants	14,432,928
Administrative and other expenses	<u>511,830</u>
Total deductions	<u>14,944,758</u>
INCREASE IN NET ASSETS AVAILABLE FOR BENEFITS	11,349,894
NET ASSETS AVAILABLE FOR BENEFITS:	
Beginning of period	<u>164,327,055</u>
End of period	<u><u>\$ 175,676,949</u></u>

Refer to the Notes to Financial Statements.

THE FIFTH THIRD BANCORP MASTER RETIREMENT PLAN

NOTES TO FINANCIAL STATEMENTS

AS OF DECEMBER 31, 2019 AND 2018 AND FOR THE YEAR ENDED DECEMBER 31, 2019

1. DESCRIPTION OF PLAN

The following brief description of the major provisions of The Fifth Third Bancorp Master Retirement Plan (the “Plan”) is provided for general informational purposes only. Participants should refer to the Plan Document for more complete information.

General - The Plan is sponsored and administered by Fifth Third Bancorp (the “Plan Sponsor”). The Plan is a noncontributory defined benefit plan subject to the provisions of the Employee Retirement Income Security Act of 1974 (“ERISA”), as amended. On December 31, 2001, the Fifth Third Bancorp Master Retirement Plan (the “Predecessor Plan”) was merged into the Old Kent Retirement Income Plan. Effective with the merger, this newly merged plan was then renamed The Fifth Third Bancorp Master Retirement Plan. Fifth Third Bancorp amended and restated the Plan effective January 1, 2019 and again, effective January 1, 2020 in connection with the filing of an application for an updated determination letter in July of 2020, to incorporate prior technical amendments, make certain other legal required updates, and make other, non-substantive changes, clarifications and updates. Fifth Third Bank, National Association (the “Trustee”), a wholly-owned subsidiary of Fifth Third Bancorp, serves as the trustee of the Plan and manages the Plan’s investments.

Pension Benefits - Under the Predecessor Plan, effective November 15, 1998, benefits were frozen, except for grandfathered employees. A grandfathered employee was a participant who, as of December 31, 1998, met the following requirements: (1) was an employee of a Fifth Third Bancorp participating subsidiary, (2) was at least 50 years old and (3) had credit for at least 15 vesting years.

The Plan provides for retirement benefits upon reaching age 65 and five years of vesting service and has provisions for early and deferred retirement benefits. Effective November 15, 1998, annual benefits under the Predecessor Plan accrue only for grandfathered employees, based upon a formula using years of credited service and the employee’s base pay rate adjusted for social security benefits. In addition, certain employees are entitled to benefits applicable to certain plans merged with the Predecessor Plan. Benefits of the Predecessor Plan are payable in the form of a single life annuity, qualified joint and survivor annuity, a contingent annuity, a life annuity with 10 years certain, a life annuity of 15 years certain or a lump sum. Lump sum payments not exceeding \$5,000 are paid in a lump sum immediately on or after the participant’s commencement date if no other election is made. Benefits not exceeding \$1,000 are paid in cash and benefits exceeding \$1,000 are distributed in an automatic rollover to an individual retirement account. In addition, other optional forms of payment are available as permitted under an appendix in the Predecessor Plan Document.

All Plan participants are 100% vested.

Funding Policy - Contributions to provide benefits under the Plan are made solely by the Plan Sponsor. The Plan Sponsor’s funding policy is to make cash contributions to the Plan in amounts as determined by the Plan’s independent actuary. The Plan Sponsor met the minimum funding requirements of ERISA for both the years ended December 31, 2019 and 2018. The Plan Sponsor did not elect to make an additional contribution for both the years ended December 31, 2019 and 2018.

Investment Policy and Strategy - Plan Management’s objective is to maintain the fully-funded status of the qualified defined benefit plan while also minimizing the risk of excess assets. During 2018, Plan Management revised the investment policy to shift from a return-seeking strategy, with a high level of tolerance to volatility, to a low-risk strategy to maintain the funded plan status at or above 100%. As a result, the portfolio assets of the qualified defined benefit plan will continue to reduce exposure to equity securities and increase

THE FIFTH THIRD BANCORP MASTER RETIREMENT PLAN

NOTES TO FINANCIAL STATEMENTS (CONTINUED)

AS OF DECEMBER 31, 2019 AND 2018 AND FOR THE YEAR ENDED DECEMBER 31, 2019

the weighting of long-duration fixed income, or liability-matching assets, as the funded status increases. The Plan's policy for the investment of Plan assets is to employ investment strategies that achieve a range of weighted-average target asset allocations relating to equity securities, fixed-income securities (including U.S. Treasury and federal agencies securities, mortgage-backed securities, asset-backed securities, corporate bonds and municipal bonds), alternative strategies (including traditional mutual funds, precious metals and commodities) and cash.

Termination - Although it has not expressed its intention to do so, the Plan Sponsor has the right under the Plan, in certain circumstances, to discontinue its contributions at any time and to amend or terminate the Plan subject to the provisions set forth in ERISA. In the event of any termination of the Plan or upon complete or partial discontinuance of contributions, the accounts of each affected participant shall become fully vested. In the event the Plan is terminated, the net assets of the Plan will be allocated for payment of Plan benefits to the participants in an order of priority determined in accordance with ERISA, applicable regulations thereunder and the Plan Document.

Certain benefits under the Plan are insured by the Pension Benefit Guaranty Corporation ("PBGC") if the Plan terminates. Generally, the PBGC guarantees most vested, normal-age retirement benefits, early retirement benefits and certain disability and survivor's pensions. However, the PBGC does not guarantee all types of benefits under the Plan and the amount of benefit protection is subject to certain limitations. Vested benefits under the Plan are guaranteed at the level in effect on the date of the Plan's termination, subject to a statutory ceiling on the amount of an individual's monthly benefit.

Whether all participants receive their benefits should the Plan be terminated at some future time will depend on the sufficiency, at the time, of the Plan's net assets to provide these benefits, the priority of those benefits to be paid and the level and type of benefits guaranteed by the PBGC at that time. Some benefits may be fully or partially provided by the then existing assets and the PBGC guaranty, while other benefits may not be provided at all.

Tax Status - The Internal Revenue Service ("IRS") has determined and informed Fifth Third Bancorp by a letter dated December 17, 2015 that the Plan (effective January 1, 2015) and related trust are designed in accordance with applicable sections of the Internal Revenue Code ("IRC"). The Plan was amended and restated effective January 1, 2019 and again, effective January 1, 2020 in connection with the filing of an application for an updated determination letter in July of 2020, to incorporate prior technical amendments, make certain other legal required updates, and make other, non-substantive changes, clarifications and updates.

Although the Plan has been amended since receiving the determination letter, the Plan administrator and the Plan's tax counsel believe that the Plan is designed, and is currently being operated, in compliance with the applicable requirements of the IRC and, therefore, believe that the Plan is qualified and the related trust is tax-exempt.

Accounting principles generally accepted in the United States of America (U.S. GAAP) require Plan Management to evaluate tax positions taken by the Plan and recognize a tax liability if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by the IRS. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress.

THE FIFTH THIRD BANCORP MASTER RETIREMENT PLAN

NOTES TO FINANCIAL STATEMENTS (CONTINUED)

AS OF DECEMBER 31, 2019 AND 2018 AND FOR THE YEAR ENDED DECEMBER 31, 2019

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting - The accounting records of the Plan are maintained on the accrual basis of accounting. The accompanying financial statements have been prepared in accordance with U.S. GAAP. The Plan has evaluated subsequent events through October 13, 2020, the date the financial statements were available to be issued, to determine if either recognition or disclosure of significant events or transactions is required.

Use of Estimates - The preparation of financial statements in conformity with U.S. GAAP requires Plan Management to make estimates and assumptions that affect the reported amounts of assets and liabilities and changes therein, disclosure of contingent assets and liabilities and the actuarial present value of accumulated plan benefits and changes therein at the date of the financial statements. Actual results could differ from those estimates and assumptions and could be material to the financial statements.

Risks and Uncertainties - The Plan invests in various investment securities. Investment securities are exposed to various risks, such as interest rate risk, credit risk and overall market volatility. Due to the level of risk associated with certain investment securities, it is reasonably possible that changes in the values of investment securities will occur in the near term and that such change could materially affect the amounts reported in the Statements of Net Assets Available for Benefits.

Plan contributions are made and the actuarial present value of the accumulated plan benefits are reported based on certain assumptions pertaining to interest rates, inflation rates and employee demographics, all of which are subject to change. Due to uncertainties inherent in the estimations and assumptions process, it is at least reasonably possible that changes in these estimates and assumptions in the near term would be material to the financial statements.

Concentrations of Investments - At December 31, 2019, the Plan had two investments that exceeded 10% of the total Plan investments balance. The Vanguard Total Stock Market Index Fund and Blackrock Strategic Income Opportunities Fund represented 20% and 23%, respectively, of total Plan investments at December 31, 2019. Due to the nature of mutual and exchange-traded funds, the underlying assets are, generally, diversified portfolios which minimizes the risk that a price change of a particular investment within these funds will have a material impact on the net asset value ("NAV") per share of that particular fund.

Payment of Benefits - Benefit payments to participants are recorded upon distribution.

Cash Equivalents - Cash equivalents include amounts held in the Fifth Third Banksafe Trust Fund. Cash equivalents are readily convertible to cash upon demand and are considered short-term investment funds that have an original maturity of 90 days or less when purchased.

Valuation of Investments - Investments are stated at fair value in accordance with Accounting Standards Codification Topic 820, *Fair Value Measurements and Disclosures*. The Plan's fair value measurements involve various valuation techniques and models, which involve inputs that are observable, when available. Valuation techniques and parameters used for measuring assets and liabilities are reviewed and validated by the Plan on a quarterly basis. Additionally, the Plan monitors the fair values of significant assets and liabilities using a variety of methods including the evaluation of pricing runs and exception reports based on certain analytical criteria, comparison to previous trades and overall review and assessments for reasonableness. The Plan may, as a practical expedient, measure the fair value of certain investments on the basis of the NAV per share of the investment, or its equivalent. For further information on fair value measurements, refer to Note 4.

THE FIFTH THIRD BANCORP MASTER RETIREMENT PLAN

NOTES TO FINANCIAL STATEMENTS (CONTINUED)

AS OF DECEMBER 31, 2019 AND 2018 AND FOR THE YEAR ENDED DECEMBER 31, 2019

Income Recognition - In accordance with the Department of Labor's regulations, realized and unrealized gains and losses are based on the value of the investments as of the beginning of the Plan year or at the time of purchase, if purchased during the year, and are reflected in the Statement of Changes in Net Assets Available for Benefits. Purchases and sales are recorded on a trade-date basis. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date.

Administrative and Other Expenses - Administrative and other expenses include fees paid by the Plan to the Plan's actuary and legal counsel for services rendered and premiums paid to the PBGC. In addition, the Plan Sponsor pays certain expenses of administering the Plan, although it is not obligated to do so under the Plan provisions.

New Accounting Standards Not Yet Effective - In August 2018, the Financial Accounting Standards Board ("FASB") issued ASU 2018-13, Fair Value Measurement (Topic 820) – Disclosure Framework – *Changes to the Disclosure Requirements for Fair Value Measurement*, which amends certain disclosure requirements of ASC 820, effective for fiscal years beginning after December 15, 2019 with early adoption permitted. Early adoption is only permitted for the eliminated or modified disclosure requirements. The ASU removed the requirement to disclose the amount of and reasons for transfers between level 1 and level 2 of the fair value hierarchy as well as the policy for timing of transfers between levels. The ASU also modified the disclosure for investments in certain entities that calculate NAV to disclose the timing of liquidation of an investee's assets and the date when restrictions from redemption might lapse only if the investee has communicated the timing to the Plan or announced the timing publicly. It also clarified the measurement uncertainty disclosure to communicate information about the uncertainty in measurement as of the reporting date. The Plan is currently evaluating the impact of this ASU on its financial statements but does not expect the ASU to have a significant impact on the Plan's financial statements.

3. ACCUMULATED PLAN BENEFITS

Accumulated plan benefits are those future periodic payments, including lump-sum distributions, which are attributable under the Plan's provisions to the services employees have rendered as of the valuation date. Accumulated plan benefits include benefits expected to be paid to (a) retired or terminated employees or their beneficiaries, (b) beneficiaries of employees who have died and (c) present employees or their beneficiaries. Benefits payable as a result of retirement, death, disability or termination of employment are included, to the extent they are deemed attributable to employee services rendered to the valuation date.

The actuarial present value of accumulated plan benefits is determined by an independent actuary and is the amount that results from applying actuarial assumptions to adjust the accumulated plan benefits to reflect the time value of money (through discounts for interest) and the probability of payment (by means of decrements such as for death, disability, withdrawal or retirement) between the valuation date and the expected date of payment.

The significant actuarial assumptions used in the valuations for the 2019 and 2018 Plan years were:

- a) Retirement age assumptions: weighted average retirement age is 61 at both December 31, 2019 and 2018;
- b) Discount rate: 3.05% and 4.10% at December 31, 2019 and 2018, respectively; and
- c) Life expectancy of participants: PRI-2012 Mortality Tables and RP-2014 Mortality Tables at December 31, 2019 and 2018, respectively

THE FIFTH THIRD BANCORP MASTER RETIREMENT PLAN

NOTES TO FINANCIAL STATEMENTS (CONTINUED)

AS OF DECEMBER 31, 2019 AND 2018 AND FOR THE YEAR ENDED DECEMBER 31, 2019

The foregoing actuarial assumptions are based on the presumption that the Plan will continue. Were the Plan to terminate, different actuarial assumptions and other factors might be applicable in determining the actuarial present value of accumulated plan benefits.

The actuarial present value of accumulated plan benefits as of December 31, 2019 and 2018 is as follows:

	December 31, 2019	December 31, 2018
Vested benefits:		
Active employees	\$ 41,752,576	\$ 36,912,547
Retired participants	58,534,996	56,174,098
Vested, terminated and transferred participants	76,900,081	67,990,010
Total vested benefits	177,187,653	161,076,655
Non-vested benefits	233,552	309,825
Total actuarial present value of accumulated plan benefits	<u>\$ 177,421,205</u>	<u>\$ 161,386,480</u>

The changes in the actuarial present value of the Plan's accumulated plan benefits for the year ended December 31, 2019 are as follows:

Present value of accumulated plan benefits, beginning of period	\$ 161,386,480
Increase (decrease) during the year attributable to:	
Benefits accumulated	4,218
Actuarial losses	1,787,428
Decrease in discount period	6,318,843
Change of assumptions	22,469,392
Benefits paid	(14,545,156)
Net increase	16,034,725
Present value of accumulated plan benefits, end of period	<u>\$ 177,421,205</u>

4. FAIR VALUE MEASUREMENTS

The Plan measures certain financial assets and liabilities at fair value in accordance with U.S. GAAP, which defines fair value as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. U.S. GAAP also establishes a fair value hierarchy, which prioritizes the inputs to valuation techniques used to measure fair value into three broad levels. The fair value hierarchy gives the highest priority to quoted prices in active markets for identical assets or liabilities (Level 1) and the lowest priority to unobservable inputs (Level 3). A financial instrument's categorization within the fair value hierarchy is based upon the lowest level of input that is significant to the instrument's fair value measurement. The three levels within the fair value hierarchy are described as follows:

Level 1 - Quoted prices (unadjusted) in active markets for identical assets or liabilities that the Plan has the ability to access at the measurement date.

THE FIFTH THIRD BANCORP MASTER RETIREMENT PLAN

NOTES TO FINANCIAL STATEMENTS (CONTINUED)

AS OF DECEMBER 31, 2019 AND 2018 AND FOR THE YEAR ENDED DECEMBER 31, 2019

Level 2 - Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly. Level 2 inputs include: quoted prices for similar assets or liabilities in active markets; quoted prices for identical or similar assets or liabilities in markets that are not active; inputs other than quoted prices that are observable for the asset or liability; and inputs that are derived principally from or corroborated by observable market data by correlation or other means.

Level 3 - Unobservable inputs for the asset or liability for which there is little, if any, market activity at the measurement date. Unobservable inputs reflect the Plan's own assumptions about what market participants would use to price the asset or liability. The inputs are developed based on the best information available in the circumstances, which might include the Plan's own financial data such as internally developed pricing models, discounted cash flow methodologies, as well as instruments for which the fair value determination requires significant management judgment.

The methods described above involve various valuation techniques and models, which involve inputs that are observable, when available. Valuation techniques and parameters used for measuring assets and liabilities are reviewed and validated on a quarterly basis. Additionally, the Plan monitors the fair values of significant assets and liabilities using a variety of methods including the evaluation of pricing runs and exception reports based on certain analytical criteria, comparison to previous trades and overall review and assessments for reasonableness.

The following tables summarize assets measured at fair value on a recurring basis. In accordance with U.S. GAAP, the collective funds measured at NAV have not been classified in the fair value hierarchy. The fair value amounts presented in the tables below are intended to permit reconciliation to the amounts presented in the Statements of Net Assets Available for Benefits.

	Fair Value Measurements Using			
As of December 31, 2019	Level 1 ^(a)	Level 2 ^(a)	Level 3	Total Fair Value
Investments:				
Cash equivalents	\$ 14,010,780	—	—	14,010,780
Mutual and exchange-traded funds	76,125,507	—	—	76,125,507
U.S. Treasury securities and agency obligations	56,680,719	5,965,205	—	62,645,924
Corporate bonds and notes	—	15,640,704	—	15,640,704
Municipal bonds and notes	—	1,614,607	—	1,614,607
Non-agency mortgage-backed securities	—	1,306,947	—	1,306,947
Non-agency asset-backed securities	—	3,891,402	—	3,891,402
Total investments	\$ 146,817,006	28,418,865	—	\$ 175,235,871

(a) During the year ended December 31, 2019, no assets or liabilities were transferred between Level 1 and Level 2.

THE FIFTH THIRD BANCORP MASTER RETIREMENT PLAN

NOTES TO FINANCIAL STATEMENTS (CONTINUED)

AS OF DECEMBER 31, 2019 AND 2018 AND FOR THE YEAR ENDED DECEMBER 31, 2019

As of December 31, 2018	Fair Value Measurements Using			Total Fair Value
	Level 1 ^(a)	Level 2 ^(a)	Level 3	
Investments:				
Cash equivalents	\$ 25,499,110	-	-	25,499,110
Mutual and exchange-traded funds	45,544,032	-	-	45,544,032
U.S. Treasury securities and agency obligations	43,270,158	2,684,613	-	45,954,771
Corporate bonds and notes	-	13,035,226	-	13,035,226
Municipal bonds and notes	-	1,236,321	-	1,236,321
Non-agency mortgage-backed securities	-	1,083,748	-	1,083,748
Non-agency asset-backed securities	-	4,089,822	-	4,089,822
Total investments, excluding collective funds	\$ 114,313,300	22,129,730	-	136,443,030
Collective funds (NAV)				27,638,000
Total investments				\$ 164,081,030

(a) During the year ended December 31, 2018, no assets or liabilities were transferred between Level 1 and Level 2.

The following is a description of the valuation methodologies used for instruments measured at fair value, as well as the general classification of such instruments pursuant to the valuation hierarchy.

Cash equivalents

Cash equivalents are comprised of money market mutual funds that invest in short-term money market instruments that are issued and payable in U.S. dollars. The Plan measures its cash equivalent funds that are exchange-traded using the fund's quoted price, which is in an active market. Therefore, these investments are classified within Level 1 of the valuation hierarchy.

Mutual and exchange-traded funds

The Plan measures its mutual and exchange-traded funds, which are registered with the Securities and Exchange Commission, using the funds' quoted prices which are available in an active market. Therefore, these investments are classified within Level 1 of the valuation hierarchy. The mutual and exchange-traded funds held by the Plan are open-ended funds and are required to publicly publish their NAV on a daily basis. The funds are also required to transact and use the daily NAV as a basis for transactions. Therefore, the NAV reflects the fair value of the Plan's investment.

U.S. Treasury securities and agency obligations, corporate bonds and notes and municipal bonds and notes

For U.S. Treasury securities, the Plan measures the fair value based on quoted prices which are available in an active market. Therefore, these investments are classified within Level 1 of the valuation hierarchy. Where quoted prices are not available, the Plan measures agency obligations, corporate bonds and notes and municipal bonds and notes based on matrix pricing models that include the bid price, which factors in the yield curve and other characteristics of the security including the interest rate, prepayment speeds and length of maturity. Therefore, these investments are classified within Level 2 of the valuation hierarchy.

Non-agency mortgage-backed securities and non-agency asset-backed securities

The fair values of non-agency mortgage-backed securities and non-agency asset-backed securities are estimated based on models that consider the estimated cash flows of each tranche of the entity, establishes a benchmark yield and develops an estimated tranche-specific spread to the benchmark yield based on the

THE FIFTH THIRD BANCORP MASTER RETIREMENT PLAN

NOTES TO FINANCIAL STATEMENTS (CONTINUED)

AS OF DECEMBER 31, 2019 AND 2018 AND FOR THE YEAR ENDED DECEMBER 31, 2019

unique attributes of the tranche. These investments are estimated using observable and timely inputs and, therefore, are classified within Level 2 of the valuation hierarchy.

Collective funds

Investments in collective funds are valued based upon the investee's NAV or its equivalent as a practical expedient. NAV is determined by the fund's management by dividing the fund's net assets at fair value by the number of units outstanding at the valuation date. Investments valued using NAV as a practical expedient are not classified within the fair value hierarchy. The Plan's collective funds included the Fifth Third Bank Equity Index Fund at December 31, 2018.

5. EXEMPT PARTY-IN-INTEREST TRANSACTIONS

As of December 31, 2019, Plan investments did not include shares of funds managed by Fifth Third Bank, National Association. During the year ended December 31, 2019 and as of December 31, 2018, certain Plan investments were shares of funds managed by Fifth Third Bank, National Association. Fifth Third Bank, National Association is the Trustee as defined by the Plan and, therefore, these transactions qualify as exempt party-in-interest transactions. There were no fees paid by the Plan for investment management services.

Fifth Third Bank, National Association provides the Plan with certain accounting and administrative services for which no fees are charged.

6. INFORMATION CERTIFIED BY THE TRUSTEE

The following is a summary of the unaudited information (see accompanying independent auditors' report) regarding the Plan as of December 31, 2019 and 2018, and for the year ended December 31, 2019, included in the Plan's financial statements and supplemental schedules that was prepared by or derived from information prepared by Fifth Third Bank, National Association, the Trustee of the Plan, and furnished to the Plan administrator. The Plan administrator has obtained certifications from the Trustee that such information is complete and accurate.

	December 31, 2019	December 31, 2018
Statements of Net Assets Available for Benefits:		
Total investments	\$ 175,235,871	\$ 164,081,030
Accrued investment income	456,516	375,125
Statement of Changes in Net Assets Available for Benefits:		
Dividend and interest income	3,381,046	
Net appreciation in fair value of investments	22,897,289	

The Trustee has also certified all investment balances in Note 4 and all information in the supplemental schedules.

There were no unsettled security sales or purchases as of both December 31, 2019 and 2018.

THE FIFTH THIRD BANCORP MASTER RETIREMENT PLAN

NOTES TO FINANCIAL STATEMENTS (CONTINUED)

AS OF DECEMBER 31, 2019 AND 2018 AND FOR THE YEAR ENDED DECEMBER 31, 2019

7. SUBSEQUENT EVENT

Subsequent to year-end, there was an outbreak of the novel coronavirus (COVID-19) which impacted the financial markets and the global economy. The related financial impact and duration cannot be reasonably estimated at this time. The U.S. economy retracted during the first six months of 2020 as a result of the spread of COVID-19. To address concerns that COVID-19 may overwhelm the health care system, states across the U.S. declared lockdowns that restricted social gatherings and ordered temporary closures of businesses deemed non-essential. Despite the partial lifting of these measure in some of the states in the Plan Sponsor's geographic footprint, it remains unknown when there will be a return to normal economic activity. During the second quarter of 2020, the Plan Sponsor observed the impact of the pandemic on its business. The decline of asset prices, reduction in interest rates, widening of credit spreads, borrower and counterparty credit deterioration and market volatility had the most immediate negative impacts on performance. Although the Plan Sponsor is unable to estimate the extent of the impact, the continuing pandemic and related global economic crisis will adversely impact its future operating results.

The disruption in the financial markets led the Federal Reserve Bank (FRB) to enact unprecedented policies to offset the forced liquidations and restore liquidity in the financial markets. The FRB cut rates to the zero-lower bound, announced unlimited purchases of treasuries along with agency mortgage-backed securities and commercial mortgage-backed securities, and announced several facilities designed to support the smooth functioning of credit markets.

Under the CARES Act, the Plan Sponsor may elect to make contributions designated to the 2019 Plan Year following issuance of the financial statements. Contributions and contributions receivable presented in the financial statements are in accordance with U.S. GAAP and may differ from contributions and contributions receivable presented on Schedule H of the Form 5500 which are presented based on the plan year for which they are designated.

SUPPLEMENTAL SCHEDULES

THE FIFTH THIRD BANCORP MASTER RETIREMENT PLAN

EIN: 31-0854434; PN: 007

SCHEDULE H, PART IV, LINE 4(i)

SCHEDULE OF ASSETS (HELD AT END OF YEAR)

AS OF DECEMBER 31, 2019

Identity of Issue, Borrower, Lessor, or Similar Party	Description of Investment	Cost	Current Value
CASH EQUIVALENTS:			
* Fifth Third Banksafe	Cash equivalents	\$ 14,010,780	\$ 14,010,780
MUTUAL AND EXCHANGE-TRADED FUNDS:			
Vanguard Total Stock Market Index Fund Institutional Shares	Mutual and exchange-traded funds	32,929,818	35,883,327
Blackrock Strategic Income Opportunities Fund	Mutual and exchange-traded funds	40,000,000	40,242,180
Total mutual and exchange-traded funds:		72,929,818	76,125,507
U.S. TREASURY SECURITIES AND AGENCY OBLIGATIONS:			
Fannie Mae, Series 2017-M03 Class 3-A2, variable rate due 12/25/26	U.S. Treasury securities and agency obligations	285,604	308,535
Fannie Mae, Series 2011-109 Class PK, 4.000% due 08/25/41	U.S. Treasury securities and agency obligations	82,556	74,899
Fannie Mae, Series 2012-134 Class FD, variable rate due 12/25/42	U.S. Treasury securities and agency obligations	232,057	235,985
Fannie Mae, Series 2014-M13 Class A-2, variable rate due 08/25/24	U.S. Treasury securities and agency obligations	84,917	83,479
Fannie Mae, Series 2017-M14 Class A-2, variable rate due 11/25/27	U.S. Treasury securities and agency obligations	375,977	396,627
Fannie Mae, Series 2017-M5 Class A-2, variable rate due 09/25/27	U.S. Treasury securities and agency obligations	54,115	57,300
Fannie Mae, Series 2018-M7 Class A-2, variable rate due 03/25/28	U.S. Treasury securities and agency obligations	623,032	665,041
Fannie Mae, Series 2018-M14 Class A-2, 3.578% due 08/25/28	U.S. Treasury securities and agency obligations	424,993	422,432
Fannie Mae, Series 2019-M2 Class A-2, variable rate due 11/25/28	U.S. Treasury securities and agency obligations	325,115	342,988
Fannie Mae, Series 2019-M1 Class A-2, 3.555% due 09/25/28	U.S. Treasury securities and agency obligations	901,217	956,977
Fannie Mae, Series K-023 Class A-2, 2.307% due 08/25/22	U.S. Treasury securities and agency obligations	186,717	186,280
Fannie Mae REMIC Trust, Series 2018-M4 Class A-2, variable rate due 03/25/28	U.S. Treasury securities and agency obligations	236,231	251,138

(Continued)

THE FIFTH THIRD BANCORP MASTER RETIREMENT PLAN

EIN: 31-0854434; PN: 007

SCHEDULE H, PART IV, LINE 4(i)**SCHEDULE OF ASSETS (HELD AT END OF YEAR)****AS OF DECEMBER 31, 2019**

Identity of Issue, Borrower, Lessor, or Similar Party	Description of Investment	Cost	Current Value
U.S. TREASURY SECURITIES AND AGENCY OBLIGATIONS (continued):			
Federal Home Loan Mortgage Corp., 2.789% due 01/25/22	U.S. Treasury securities and agency obligations	\$ 391,537	\$ 387,888
Federal Home Loan Mortgage Corp., Series 2744, variable rate due 02/15/34	U.S. Treasury securities and agency obligations	15,931	15,261
Freddie Mac, Series K-049 Class A-2, 3.010% due 07/25/25	U.S. Treasury securities and agency obligations	312,007	322,828
Freddie Mac, Series K-086 Class A-2, variable rate due 11/25/28	U.S. Treasury securities and agency obligations	43,963	44,198
Freddie Mac, Series K-087 Class A-2, 3.771% due 12/25/28	U.S. Treasury securities and agency obligations	617,951	659,010
Freddie Mac, Series K-074 Class A-2, 3.600% due 01/25/28	U.S. Treasury securities and agency obligations	84,119	86,771
Freddie Mac, Series 3536 Class PC, 4.500% due 05/15/39	U.S. Treasury securities and agency obligations	35,833	23,094
Gov. National Mortgage Assoc., Series 3663, 4.500% due 01/20/35	U.S. Treasury securities and agency obligation	54,016	93,980
Tennessee Valley Authority, zero coupon due 07/15/22	U.S. Treasury securities and agency obligation	302,680	350,494
U.S. Treasury Note, 3.625% due 02/15/20	U.S. Treasury securities and agency obligation	1,354,135	1,292,993
U.S. Treasury Note, 2.250% due 03/31/21	U.S. Treasury securities and agency obligation	2,207,385	2,211,726
U.S. Treasury Note, 1.750% due 05/15/22	U.S. Treasury securities and agency obligation	857,909	868,175
U.S. Treasury Note, 2.750% due 11/15/23	U.S. Treasury securities and agency obligation	549,426	556,839
U.S. Treasury Note, 2.000% due 04/30/24	U.S. Treasury securities and agency obligation	608,928	648,774
U.S. Treasury Note, 1.625% due 08/15/29	U.S. Treasury securities and agency obligation	185,398	185,242
U.S. Treasury Bond, 4.500% due 02/15/36	U.S. Treasury securities and agency obligation	1,228,867	1,327,580
U.S. Treasury Bond, 4.750% due 02/15/37	U.S. Treasury securities and agency obligation	1,271,171	1,377,770

(Continued)

THE FIFTH THIRD BANCORP MASTER RETIREMENT PLAN

EIN: 31-0854434; PN: 007

SCHEDULE H, PART IV, LINE 4(i)**SCHEDULE OF ASSETS (HELD AT END OF YEAR)****AS OF DECEMBER 31, 2019**

Identity of Issue, Borrower, Lessor, or Similar Party	Description of Investment	Cost	Current Value
U.S. TREASURY SECURITIES AND AGENCY OBLIGATIONS (continued):			
U.S. Treasury Bond, 5.000% due 05/15/37	U.S. Treasury securities and agency obligation	\$ 1,309,375	\$ 1,417,310
U.S. Treasury Bond, 4.375% due 02/15/38	U.S. Treasury securities and agency obligation	1,222,344	1,332,030
U.S. Treasury Bond, 4.500% due 05/15/38	U.S. Treasury securities and agency obligation	1,242,422	1,353,160
U.S. Treasury Bond, 3.500% due 02/15/39	U.S. Treasury securities and agency obligation	1,021,445	1,200,350
U.S. Treasury Bond, 4.250% due 05/15/39	U.S. Treasury securities and agency obligation	1,204,375	1,318,050
U.S. Treasury Bond, 4.500% due 08/15/39	U.S. Treasury securities and agency obligation	1,168,281	1,359,260
U.S. Treasury Bond, 4.375% due 05/15/40	U.S. Treasury securities and agency obligation	1,150,352	1,344,880
U.S. Treasury Bond, 3.875% due 08/15/40	U.S. Treasury securities and agency obligation	1,145,703	1,262,540
U.S. Treasury Bond, 4.250% due 11/15/40	U.S. Treasury securities and agency obligation	1,131,719	1,325,660
U.S. Treasury Bond, 4.375% due 05/15/41	U.S. Treasury securities and agency obligation	1,158,437	1,350,350
U.S. Treasury Bond, 3.125% due 11/15/41	U.S. Treasury securities and agency obligation	959,766	1,136,480
U.S. Treasury Bond, 3.125% due 02/15/42	U.S. Treasury securities and agency obligation	958,828	1,136,560
U.S. Treasury Bond, 2.750% due 08/15/42	U.S. Treasury securities and agency obligation	896,328	1,070,200
U.S. Treasury Bond, 3.125% due 02/15/43	U.S. Treasury securities and agency obligation	955,820	1,136,450
U.S. Treasury Bond, 3.625% due 08/15/43	U.S. Treasury securities and agency obligation	1,038,867	1,228,830
U.S. Treasury Bond, 3.625% due 02/15/44	U.S. Treasury securities and agency obligation	1,039,414	1,231,450
U.S. Treasury Bond, 3.125% due 08/15/44	U.S. Treasury securities and agency obligation	954,141	1,140,040

(Continued)

THE FIFTH THIRD BANCORP MASTER RETIREMENT PLAN

EIN: 31-0854434; PN: 007

SCHEDULE H, PART IV, LINE 4(i)

SCHEDULE OF ASSETS (HELD AT END OF YEAR)

AS OF DECEMBER 31, 2019

Identity of Issue, Borrower, Lessor, or Similar Party	Description of Investment	Cost	Current Value
U.S. TREASURY SECURITIES AND AGENCY OBLIGATIONS (continued):			
U.S. Treasury Bond, 3.000% due 05/15/45	U.S. Treasury securities and agency obligation	\$ 931,523	\$ 1,118,950
U.S. Treasury Bond, 2.875% due 08/15/45	U.S. Treasury securities and agency obligation	908,945	1,095,700
U.S. Treasury Bond, zero coupon due 08/15/46	U.S. Treasury securities and agency obligation	2,000,900	2,631,650
U.S. Treasury Bond, zero coupon due 11/15/46	U.S. Treasury securities and agency obligation	1,985,050	2,618,200
U.S. Treasury Bond, zero coupon due 02/15/47	U.S. Treasury securities and agency obligation	1,969,900	2,609,300
U.S. Treasury Bond, zero coupon due 05/15/47	U.S. Treasury securities and agency obligation	1,953,250	2,587,850
U.S. Treasury Bond, zero coupon due 08/15/47	U.S. Treasury securities and agency obligation	1,936,750	2,569,150
U.S. Treasury Bond, zero coupon due 11/15/47	U.S. Treasury securities and agency obligation	1,976,000	2,552,200
U.S. Treasury Bond, zero coupon due 02/15/48	U.S. Treasury securities and agency obligation	2,350,980	3,045,000
U.S. Treasury Bond, zero coupon due 05/15/48	U.S. Treasury securities and agency obligation	2,336,400	3,029,460
U.S. Treasury Bond, zero coupon due 08/15/48	U.S. Treasury securities and agency obligation	2,317,200	3,010,560
Total U.S. Treasury securities and agency obligations:		53,158,302	62,645,924
CORPORATE BONDS AND NOTES:			
AbbVie Inc., 3.600% due 05/14/25	Corporate bonds and notes	232,571	237,708
ACE INA Holdings Inc., 3.150% due 03/15/25	Corporate bonds and notes	328,107	336,784
Aflac Inc., 3.625% due 11/15/24	Corporate bonds and notes	118,913	128,311
Aflac Inc., 2.875% due 10/15/26	Corporate bonds and notes	180,421	190,300

(Continued)

THE FIFTH THIRD BANCORP MASTER RETIREMENT PLAN

EIN: 31-0854434; PN: 007

SCHEDULE H, PART IV, LINE 4(i)**SCHEDULE OF ASSETS (HELD AT END OF YEAR)****AS OF DECEMBER 31, 2019**

Identity of Issue, Borrower, Lessor, or Similar Party	Description of Investment	Cost	Current Value
CORPORATE BONDS AND NOTES (continued):			
Alphabet Inc., 3.625% due 05/19/21	Corporate bonds and notes	\$ 239,323	\$ 225,786
Amazon.com, Inc., 5.200% due 12/03/25	Corporate bonds and notes	305,066	320,763
Anheuser-Busch InBev Worldwide Inc., 4.000% due 04/13/28	Corporate bonds and notes	282,982	324,662
Apple Inc., 2.200% due 09/11/29	Corporate bonds and notes	318,746	313,994
Bank of America Corp., 3.900% due 01/21/25	Corporate bonds and notes	306,222	320,010
Bank of America Corp., variable rate due 10/22/30	Corporate bonds and notes	319,696	322,812
Bank of New York Mellon Corp., 2.100% due 10/24/24	Corporate bonds and notes	164,711	165,216
BB&T Corp., 3.050% due 06/20/22	Corporate bonds and notes	314,991	322,872
Berkshire Hathaway Inc., 2.750% due 03/15/23	Corporate bonds and notes	325,454	323,007
Blackrock, Inc., 3.500% due 03/18/24	Corporate bonds and notes	309,087	313,859
BP Capital Markets America Inc., 4.234% due 11/06/28	Corporate bonds and notes	199,434	214,900
Cincinnati Children's Hospital Medical Center, 2.853% due 11/15/26	Corporate bonds and notes	130,000	132,135
Cisco Systems, Inc., 2.450% due 06/15/20	Corporate bonds and notes	305,784	305,903
Citigroup Inc., 4.125% due 07/25/28	Corporate bonds and notes	157,466	169,147
Citigroup Inc., 3.200% due 10/21/26	Corporate bonds and notes	314,180	337,217
Citizens Financial Group, Inc., 4.300% due 12/03/25	Corporate bonds and notes	213,670	220,352
The Clorox Company, 3.050% due 09/15/22	Corporate bonds and notes	240,426	240,659

(Continued)

THE FIFTH THIRD BANCORP MASTER RETIREMENT PLAN

EIN: 31-0854434; PN: 007

SCHEDULE H, PART IV, LINE 4(i)**SCHEDULE OF ASSETS (HELD AT END OF YEAR)****AS OF DECEMBER 31, 2019**

Identity of Issue, Borrower, Lessor, or Similar Party	Description of Investment	Cost	Current Value
CORPORATE BONDS AND NOTES (continued):			
Dollar General Corp., 3.875% due 04/15/27	Corporate bonds and notes	\$ 223,389	\$ 235,580
Duke Realty L.P., 3.875% due 10/15/22	Corporate bonds and notes	115,517	114,677
Enbridge Inc., 4.250% due 12/01/26	Corporate bonds and notes	166,810	176,275
Florida Power Corp., 3.100% due 08/15/21	Corporate bonds and notes	157,819	152,532
General Motors Financial Company, Inc., 3.550% due 04/09/21	Corporate bonds and notes	154,940	157,937
The Goldman Sachs Group, Inc., 5.375% due 03/15/20	Corporate bonds and notes	73,901	70,475
The Goldman Sachs Group, Inc., 3.500% due 01/23/25	Corporate bonds and notes	226,270	236,207
Home Depot Inc., 3.950% due 09/15/20	Corporate bonds and notes	216,023	201,904
Huntington Bancshares Inc., 2.300% due 01/14/22	Corporate bonds and notes	213,269	216,191
Illinois Tool Works Inc., 2.650% due 11/15/26	Corporate bonds and notes	302,315	333,769
International Lease Finance Corp., 5.875% due 08/15/22	Corporate bonds and notes	225,627	217,904
John Deere Capital Corp., 2.150% due 09/08/22	Corporate bonds and notes	299,420	302,541
JPMorgan Chase & Co., 3.900% due 07/15/25	Corporate bonds and notes	421,339	437,432
KeyCorp, 2.900% due 09/15/20	Corporate bonds and notes	229,300	226,499
Lam Research Corp., 4.000% due 03/15/29	Corporate bonds and notes	319,557	341,409
Marriott International Inc., 3.600% due 04/15/24	Corporate bonds and notes	159,226	168,533
Metlife Inc., 3.600% due 04/10/24	Corporate bonds and notes	317,328	340,986

(Continued)

THE FIFTH THIRD BANCORP MASTER RETIREMENT PLAN

EIN: 31-0854434; PN: 007

SCHEDULE H, PART IV, LINE 4(i)**SCHEDULE OF ASSETS (HELD AT END OF YEAR)****AS OF DECEMBER 31, 2019**

Identity of Issue, Borrower, Lessor, or Similar Party	Description of Investment	Cost	Current Value
CORPORATE BONDS AND NOTES (continued):			
Microsoft Corp., 3.300% due 02/06/27	Corporate bonds and notes	\$ 307,379	\$ 336,707
Morgan Stanley, 3.625% due 01/20/27	Corporate bonds and notes	317,188	335,415
Nucor Corp., 4.000% due 08/01/23	Corporate bonds and notes	132,310	132,198
Nucor Corp., 3.950% due 05/01/28	Corporate bonds and notes	209,689	227,991
Nutrien Ltd., 3.500% due 06/01/23	Corporate bonds and notes	99,417	103,244
Omnicon Group Inc., 4.450% due 08/15/20	Corporate bonds and notes	75,245	69,930
PNC Financial Services Group Inc., 3.900% due 04/29/24	Corporate bonds and notes	184,789	186,218
Pioneer Natural Resources Company, 3.950% due 07/15/22	Corporate bonds and notes	290,185	285,423
Post Apartment Homes L.P., 3.375% due 12/01/22	Corporate bonds and notes	241,314	242,158
The Proctor & Gamble Company, 2.150% due 08/11/22	Corporate bonds and notes	155,004	156,789
Prologis, L.P., 4.250% due 08/15/23	Corporate bonds and notes	165,975	160,650
Regions Financial Corp., 3.800% due 08/14/23	Corporate bonds and notes	304,820	322,891
Sumitomo Mitsui Financial Group, Inc., 2.784% due 07/12/22	Corporate bonds and notes	252,506	254,327
Svenska Handelsbanken AB, 3.350% due 05/24/21	Corporate bonds and notes	249,718	254,935
Target Corp., 2.500% due 04/15/26	Corporate bonds and notes	308,544	328,048
Target Corp., 4.000% due 07/01/42	Corporate bonds and notes	988,867	1,143,930
The Toronto-Dominion Bank, 2.125% due 04/07/21	Corporate bonds and notes	305,329	306,833

(Continued)

THE FIFTH THIRD BANCORP MASTER RETIREMENT PLAN

EIN: 31-0854434; PN: 007

SCHEDULE H, PART IV, LINE 4(i)**SCHEDULE OF ASSETS (HELD AT END OF YEAR)****AS OF DECEMBER 31, 2019**

Identity of Issue, Borrower, Lessor, or Similar Party	Description of Investment	Cost	Current Value
CORPORATE BONDS AND NOTES (continued):			
Total Capital International, 2.700% due 01/25/23	Corporate bonds and notes	\$ 302,328	\$ 311,676
U.S. Bancorp, 3.000% due 03/15/22	Corporate bonds and notes	309,998	306,951
U.S. Bancorp, 3.000% due 07/30/29	Corporate bonds and notes	326,209	335,715
Virginia Electric & Power Company, 3.450% due 09/01/22	Corporate bonds and notes	108,510	103,331
Walmart Inc., 3.250% due 07/08/29	Corporate bonds and notes	314,628	338,096
Total corporate bonds and notes:		<u>15,079,252</u>	<u>15,640,704</u>
MUNICIPAL BONDS AND NOTES:			
California State, 2.500% due 10/01/29	Municipal bonds and notes	322,459	323,950
Dallas Texas Waterworks and Sewer System, 2.919% due 10/01/24	Municipal bonds and notes	297,036	312,420
Hawaii State, 2.250% due 05/01/21	Municipal bonds and notes	195,975	196,505
Texas A&M University, 2.588% due 05/15/22	Municipal bonds and notes	200,552	203,770
Texas A&M University, 3.027% due 05/15/27	Municipal bonds and notes	300,000	313,002
Texas Public Finance Authority, 3.225% due 10/01/24	Municipal bonds and notes	250,000	264,960
Total municipal bonds and notes:		<u>1,566,022</u>	<u>1,614,607</u>
NON-AGENCY MORTGAGE-BACKED SECURITIES:			
Bank of America Commercial Mtg. Trust, Series 2015-UBS7 Class A-4, 3.705% due 09/15/48	Non-agency mortgage- backed security	196,216	196,803
CD Commercial Mortgage Trust, Series 2006-CD3 Class A-M, 5.648% due 10/15/48	Non-agency mortgage- backed security	80,539	70,738

(Continued)

THE FIFTH THIRD BANCORP MASTER RETIREMENT PLAN

EIN: 31-0854434; PN: 007

SCHEDULE H, PART IV, LINE 4(i)

SCHEDULE OF ASSETS (HELD AT END OF YEAR)

AS OF DECEMBER 31, 2019

Identity of Issue, Borrower, Lessor, or Similar Party	Description of Investment	Cost	Current Value
NON-AGENCY MORTGAGE-BACKED SECURITIES (continued):			
Morgan Stanley Bank of America Merrill Lynch Trust, Series 2014-C14 Class A-4, 3.787% due 02/15/47	Non-agency mortgage-backed security	\$ 311,778	\$ 306,676
UBS-Barclays Commercial Mortgage Trust, Series 2012-C3 Class A-4, 3.091% due 09/10/22	Non-agency mortgage-backed security	274,089	270,271
Wells Fargo Commercial Mortgage Trust, Series 2015-2 Class A-4, 3.809% due 12/17/48	Non-agency mortgage-backed security	461,776	462,459
Total non-agency mortgage-backed securities:		1,324,398	1,306,947
NON-AGENCY ASSET-BACKED SECURITIES:			
Ally Auto Receivables Trust, Series 2017-1 Class A-4, 1.990% due 11/15/21	Non-agency asset-backed security	315,813	315,041
American Express Credit Account Master Trust, Series 2017-1 Class A, 1.930% due 09/15/22	Non-agency asset-backed security	326,063	324,984
Capital One Multi-Asset Execution Trust, Series 2019-A3 Class A-3, 2.060% due 08/15/28	Non-agency asset-backed security	324,914	318,994
Capital One Credit Card Trust, Series 2015-4A Class A, 2.750% due 05/15/25	Non-agency asset-backed security	206,234	204,358
Carmax Auto Owner Trust, Series 2016-3 Class A-4, 1.600% due 01/18/22	Non-agency asset-backed security	129,978	129,700
CNH Equipment Trust, Series 2016-B Class A-4, 1.970% due 11/15/21	Non-agency asset-backed security	303,544	304,838
Continental Airlines, Series 2012-2 Class A, 4.000% due 04/29/26	Non-agency asset-backed security	117,746	121,781
Discover Card Execution Note Trust, Series 2017-A2 Class A-2, 2.390% due 07/15/24	Non-agency asset-backed security	114,946	116,136
Ford Credit Floorplan Master Owner Trust, Series 2015-5 Class A, 2.390% due 08/15/22	Non-agency asset-backed security	318,395	315,715
Hawaiian Airlines Trust, Series 2013-1 Class A, 3.900% due 07/15/27	Non-agency asset-backed security	91,547	88,621
Honda Auto Receivables, Series 19-4 Class A-4, 1.870% due 01/20/26	Non-agency asset-backed security	319,904	318,806
Santander Drive Auto, Series 19-2 Class A-3, 2.590% due 05/15/23	Non-agency asset-backed security	324,986	326,498

(Continued)

THE FIFTH THIRD BANCORP MASTER RETIREMENT PLAN

EIN: 31-0854434; PN: 007

SCHEDULE H, PART IV, LINE 4(i)

SCHEDULE OF ASSETS (HELD AT END OF YEAR)

AS OF DECEMBER 31, 2019

Identity of Issue, Borrower, Lessor, or Similar Party	Description of Investment	Cost	Current Value
NON-AGENCY ASSET-BACKED SECURITIES (continued):			
Synchrony Credit Card Master Note Trust, Series 2015-1 Class A, 2.370% due 03/15/23	Non-agency asset-backed security	\$ 454,831	\$ 455,355
U.S. Airways Inc., Series 2012-2 Class A, 4.625% due 12/03/26	Non-agency asset-backed security	152,935	155,962
World Financial Network CCMT, Series 2016-A Class A, 2.030% due 04/15/25	Non-agency asset-backed security	390,319	394,613
Total non-agency asset-backed securities:		<u>3,892,155</u>	<u>3,891,402</u>
TOTAL INVESTMENTS		<u>\$ 161,960,727</u>	<u>\$ 175,235,871</u>

*A party-in-interest as defined by ERISA

See accompanying independent auditors' report.

(Concluded)

THE FIFTH THIRD BANCORP MASTER RETIREMENT PLAN

EIN: 31-0854434; PN: 007

SCHEDULE H, PART IV, LINE 4(j) SCHEDULE OF REPORTABLE TRANSACTIONS FOR THE YEAR ENDED DECEMBER 31, 2019

Identity of Party Involved	Description of Asset	Purchase Price	Selling Price	Expense Incurred	Cost of Asset	Net Gain (Loss)
Blackrock Strategic Income Opportunities Fund	Mutual and exchange-traded funds					
1 Purchase		\$ 40,000,000	—	—	40,000,000	—
Fifth Third Banksafe	Cash equivalents					
20 Purchases		\$ 113,626,711	—	—	113,626,711	—
24 Sales		—	125,115,041	—	125,115,041	—
IShares Russell 1000 Fund ETF	Mutual and exchange-traded funds					
1 Sale		\$ —	9,083,842	2,410	7,203,315	1,878,117
IShares Core MSCI EAFE ETF	Mutual and exchange-traded funds					
1 Sale		\$ —	10,781,789	7,158	11,321,796	(547,165)
Oppenheimer Developing Markets Fund, Class I	Mutual and exchange-traded funds					
2 Sales		\$ —	9,226,659	—	7,228,005	1,998,654
Vanguard Total Stock Market Index Fund Institutional Shares	Mutual and exchange-traded funds					
1 Purchase		\$ 32,929,818	—	—	32,929,818	—
Fifth Third Equity Index Fund, Class A	Collective funds					
1 Sale		\$ —	32,891,469	—	16,843,972	16,047,497
See accompanying independent auditors' report.						(Concluded)

SCHEDULE SB ATTACHMENTS

Schedule SB, Line 26 Schedule of Active Participant Data as of January 1, 2019

Attained Age	Attained Years of Credited Service ¹										Total
	Under 1	1-4	5-9	10-14	15-19	20-24	25-29	30-34	35-39	40 & Over	
Under 25	0	0	0	0	0	0	0	0	0	0	0
25-29	0	0	0	0	0	0	0	0	0	0	0
30-34	0	0	0	0	0	0	0	0	0	0	0
35-39	0	18	1	0	0	0	0	0	0	0	19
40-44	1	53	43	4	1	0	0	0	0	0	102
45-49	0	110	82	36	7	0	0	0	0	0	235
50-54	0	100	48	61	29	2	0	0	0	0	240
55-59	1	131	58	40	29	15	2	0	0	0	276
60-64	0	110	34	20	19	15	11	1	0	0	210
65-69	0	30	15	3	4	2	1	1	0	0	56
70 & over	0	7	1	0	1	1	0	0	0	0	10
Total	2	559	282	164	90	35	14	2	0	0	1,148

¹ Age and service for purposes of determining category are based on exact (not rounded) values.

Plan Name: The Fifth Third Bancorp Master Retirement Plan
 EIN / PN: 31-0854434/007
 Plan Sponsor: Fifth Third Bank
 Valuation Date: January 1, 2019

SCHEDULE SB ATTACHMENTS

Schedule SB, Part V Statement of Actuarial Assumptions/Methods

Economic Assumptions

Interest rate basis

- Applicable month September
- Interest rate basis 3-Segment Rates

Interest rates

	Reflecting Corridors	Not Reflecting Corridors
■ First segment rate	3.74%	2.28%
■ Second segment rate	5.35%	3.81%
■ Third segment rate	6.11%	4.46%
■ Effective interest rate	5.49%	3.98%

Assumed cost of living adjustments None.

Plan-related expenses The amount assumed for plan-related expenses is the average of the actual amounts paid in the two prior years, rounded to the next \$1,000. The amount included this year for plan-related expenses is \$510,000.

Demographic Assumptions

Inclusion date The valuation date coincident with or next following the date on which the employee becomes a participant.

Plan Name: The Fifth Third Bancorp Master Retirement Plan
EIN / PN: 31-0854434/007
Plan Sponsor: Fifth Third Bank
Valuation Date: January 1, 2019

SCHEDULE SB ATTACHMENTS

Mortality

For all participants: Separate rates for non-annuitants (based on RP-2014 "Employees" table without collar or amount adjustments adjusted backward to 2006 with MP-2014, and then projected forward with a static projection as specified in the regulations under §1.430(h)(3)-1 using Scale MP-2017) and annuitants (based on RP-2014 "Healthy Annuitants" table without collar or amount adjustments, adjusted backward to 2006 with MP-2014, and then projected forward with a static projection as specified in the regulations under §1.430(h)(3)-1 using Scale MP-2017).

Retirement

For purposes of determining the Funding Target and Target Normal Cost (both disregarding at-risk assumptions), the rates at which participants retire by age are shown below.

Percentage retiring during the year		
Age	Rates	
55	10%	
56	10%	
57	10%	
58	10%	
59	10%	
60	10%	
61	10%	
62	15%	
63	15%	
64	25%	
65	35%	
66	35%	
67	35%	
68	35%	
69	35%	
70	100%	

Disability rates

None.

Future increases in maximum benefits and plan compensation limitations

Accrued benefits projected to be paid in future years are limited to the maximum presently allowed under IRC Section 415. Plan compensation is limited to the maximum presently allowed under IRC Section 401(a)(17). No provision is made for future increases in the maximum annual benefit or compensation limit.

Plan Name:	The Fifth Third Bancorp Master Retirement Plan
EIN / PN:	31-0854434/007
Plan Sponsor:	Fifth Third Bank
Valuation Date	January 1, 2019

SCHEDULE SB ATTACHMENTS

Lump sum conversion factors

For lump sums calculated using the PBGC interest rate:

- Interest rate equal to the ASC 960 discount rate less 275 basis points
- 1971GAM for females mortality assumption

For lump sums calculated using the non-PBGC interest rate:

- 3-segment rates as described in Interest Rates above
- IRS Notice 2017-60 mortality assumption

Representative termination rates not due to disability, retirement, or mortality

A flat rate of 7% at all ages.

Form of payment

93% of vested employees who terminate due to normal retirement, early retirement, or vested termination are assumed to elect an immediate lump sum. 93% of vested terminated participants are assumed to elect an immediate lump sum. Other participants are assumed to elect the normal form.

Marriage

For purposes of valuing the pre-retirement surviving spouse's benefit, 80% of eligible participants are assumed to be married and male spouses are assumed to be 3 years older than female spouses.

New or rehired employees

It was assumed that there will be no new or rehired employees.

Plan compensation

Annualized January 1, 2019 rate of pay for those not eligible for a bonus. For those eligible for a bonus, annualized January 1, 2019 rate of pay plus estimated bonus according to the following table:

Base Pay Rate	Bonus %
< \$125,000	35%
\$125,000 - \$134,999	40%
\$135,000 - \$249,999	55%
\$250,000 and up	70%

Plan Name: The Fifth Third Bancorp Master Retirement Plan
EIN / PN: 31-0854434/007
Plan Sponsor: Fifth Third Bank
Valuation Date: January 1, 2019

SCHEDULE SB ATTACHMENTS

Timing of benefit payments

Annuity payments are payable monthly at the beginning of the month and lump sum payments are payable on date of decrement.

Methods

Valuation date

First day of plan year.

Funding target

Present value of accrued benefits.

Target normal cost

Present value of benefits expected to accrue during plan year plus plan-related expenses expected to be paid from plan assets during plan year.

Actuarial value of assets

Average of the fair market value of assets on the valuation date and the two immediately preceding valuation dates, adjusted for contributions, benefits, administrative expenses and expected earnings (with such expected earnings limited as described in IRS Notice 2009-22). The average asset value must be within 10% of market value, including discounted contributions receivable (discounted using the effective interest rate for the 2018 plan year).

The method of computing the actuarial value of assets complies with rules governing the calculation of such values under the Pension Protection Act of 2006 (PPA). These rules produce smoothed values that reflect the underlying market value of plan assets but fluctuate less than the market value. As a result, the actuarial value of assets will be lower than the market value in some years and greater in other years.

Benefits not valued

All benefits described in the Plan Provisions section of this report were valued. Willis Towers Watson has reviewed the plan provisions with Fifth Third and, based on that review, is not aware of any significant benefits required to be valued that were not.

Plan Name:	The Fifth Third Bancorp Master Retirement Plan
EIN / PN:	31-0854434/007
Plan Sponsor:	Fifth Third Bank
Valuation Date	January 1, 2019

SCHEDULE SB ATTACHMENTS

Sources of Data and Other Information

Employee data was supplied by the Bank through the eepoint administration system as of the census date. Information on assets, contributions, and plan provisions was supplied by the plan sponsor. Data and other information were reviewed for reasonableness and consistency, but no audit was performed. Based on discussions with the plan sponsor, assumptions or estimates were made when data were not available and the data was adjusted to reflect any significant events that occurred between the date the data was collected and the measurement date. We are not aware of any errors or omissions in the data that would have a significant effect on the results of our calculations.

Assumptions Rationale – Significant Economic Assumptions

Discount rate	The basis chosen was selected by the plan sponsor from among choices prescribed by law, all of which are based on observed market data over certain periods of time.
Expected return on plan assets	We understand that the expected return on assets assumption reflects the plan sponsor's estimate of future experience for trust asset returns, reflecting the plan's current asset allocation and any expected changes during the current plan year, current market conditions and the plan sponsor's expectations for future market conditions.

Assumptions Rationale - Significant Demographic Assumptions

Mortality	Assumptions used for funding purposes are as prescribed by IRC §430(h).
Form of payment	The percentage of participants assumed to take lump sums is based on observed experience over the period 2010 to 2014. A review of experience from 2015 to 2018 did not warrant a change to this assumption.

Source of Prescribed Methods

Funding methods	The methods used for funding purposes, including the method of determining plan assets, are "prescribed methods set by law", as defined in the actuarial standards of practice (ASOPs). These methods are required by IRC §430, or were selected by the plan sponsor from a range of methods permitted by IRC §430.
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Plan Name:	The Fifth Third Bancorp Master Retirement Plan
EIN / PN:	31-0854434/007
Plan Sponsor:	Fifth Third Bank
Valuation Date	January 1, 2019

SCHEDULE SB ATTACHMENTS

Changes in Assumptions and Methods

Changes in assumptions and methods since last actuarial valuation

- The segment interest rates used to calculate the funding target and target normal cost were updated from an applicable month of September 2017 to September 2018 as required by IRC §430.
- The mortality table used to calculate the funding target and target normal cost was updated to include one additional year of projected mortality improvement, as required by IRC §430.

Plan Name: The Fifth Third Bancorp Master Retirement Plan
EIN / PN: 31-0854434/007
Plan Sponsor: Fifth Third Bank
Valuation Date: January 1, 2019

Plan Name	The Fifth Third Bancorp Master Retirement Plan
Plan Sponsor EIN	31-0854434
ERISA Plan #	007
Plan Year Ending	12/31/2019

The required attachment marked with an "X" in the Attachment column is included within the Accountant's Opinion attachment to Sch. H, Part III, Line 3, which consists of the entire audit report issued by the plan's Independent Qualified Public Accountant (IQPA).

Form/Schedule	Line #	Description	Attachment
5500 Sch. H	Line 3	Financial statements used in formulating the IQPA's opinion	X
5500 Sch. H	Line 4i	Schedule of Assets (Held at End of Year)	X
5500 Sch. H	Line 4i	Schedule of Assets (Acquired and Disposed of Within Year)	
5500 Sch. H	Line 4j	Schedule of Reportable Transactions	X
5500 Sch. H	Line 4a	Schedule of Delinquent Participant Contributions	

SCHEDULE SB (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Single-Employer Defined Benefit Plan Actuarial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6059 of the Internal Revenue Code (the Code). ▶ File as an attachment to Form 5500 or 5500-SF.	OMB No. 1210-0110 2019 This Form is Open to Public Inspection
--	--	---

For calendar plan year 2019 or fiscal plan year beginning 01/01/2019 and ending 12/31/2019

▶ **Round off amounts to nearest dollar.**

▶ **Caution:** A penalty of \$1,000 will be assessed for late filing of this report unless reasonable cause is established.

A Name of plan THE FIFTH THIRD BANCORP MASTER RETIREMENT PLAN	B Three-digit plan number (PN) ▶ 007
C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF FIFTH THIRD BANCORP	D Employer Identification Number (EIN) 31-0854434
E Type of plan: ☒ Single ☐ Multiple-A ☐ Multiple-B	F Prior year plan size: ☐ 100 or fewer ☐ 101-500 ☒ More than 500

Part I	Basic Information
1 Enter the valuation date: Month 01 Day 01 Year 2019	
2 Assets:	
a Market value.....	2a 164,081,034
b Actuarial value	2b 168,329,360
3 Funding target/participant count breakdown	
a For retired participants and beneficiaries receiving payment	(1) Number of participants 1,013 (2) Vested Funding Target 52,021,050 (3) Total Funding Target 52,021,050
b For terminated vested participants	2,149 55,755,767 55,755,767
c For active participants	1,148 30,447,137 30,783,059
d Total	4,310 138,223,954 138,559,876
4 If the plan is in at-risk status, check the box and complete lines (a) and (b)..... ☐	
a Funding target disregarding prescribed at-risk assumptions	4a
b Funding target reflecting at-risk assumptions, but disregarding transition rule for plans that have been in at-risk status for fewer than five consecutive years and disregarding loading factor	4b
5 Effective interest rate	5 5.49%
6 Target normal cost	6 513,868

Statement by Enrolled Actuary

To the best of my knowledge, the information supplied in this schedule and accompanying schedules, statements and attachments, if any, is complete and accurate. Each prescribed assumption was applied in accordance with applicable law and regulations. In my opinion, each other assumption is reasonable (taking into account the experience of the plan and reasonable expectations) and such other assumptions, in combination, offer my best estimate of anticipated experience under the plan.

SIGN HERE	Carol A. Wickens <i>Caw</i>	9/16/2020
	Signature of actuary	Date
Carol A. Wickens		2008470
	Type or print name of actuary	Most recent enrollment number
Willis Towers Watson US LLC		901-930-0000
	Firm name	Telephone number (including area code)
3340 Players Club Parkway Suite 200 Memphis TN 38125		
	Address of the firm	

If the actuary has not fully reflected any regulation or ruling promulgated under the statute in completing this schedule, check the box and see instructions ☐

For Paperwork Reduction Act Notice, see the Instructions for Form 5500 or 5500-SF.

**Schedule SB (Form 5500) 2019
v. 190130**

Part II Beginning of Year Carryover and Prefunding Balances

		(a) Carryover balance	(b) Prefunding balance
7	Balance at beginning of prior year after applicable adjustments (line 13 from prior year).....	29,354,171	26,513,704
8	Portion elected for use to offset prior year's funding requirement (line 35 from prior year)	521,654	0
9	Amount remaining (line 7 minus line 8).....	28,832,517	26,513,704
10	Interest on line 9 using prior year's actual return of <u>-2.66%</u>	-766,945	-705,265
11	Prior year's excess contributions to be added to prefunding balance:		
a	Present value of excess contributions (line 38a from prior year).....		0
b(1)	Interest on the excess, if any, of line 38a over line 38b from prior year Schedule SB, using prior year's effective interest rate of <u>5.67%</u>		0
b(2)	Interest on line 38b from prior year Schedule SB, using prior year's actual return.....		0
c	Total available at beginning of current plan year to add to prefunding balance.....		0
d	Portion of (c) to be added to prefunding balance.....		0
12	Other reductions in balances due to elections or deemed elections	0	0
13	Balance at beginning of current year (line 9 + line 10 + line 11d – line 12).....	28,065,572	25,808,439

Part III	Funding Percentages
----------	---------------------

14	Funding target attainment percentage	14	82.60%
15	Adjusted funding target attainment percentage.....	15	121.48%
16	Prior year's funding percentage for purposes of determining whether carryover/prefunding balances may be used to reduce current year's funding requirement	16	100.14%
17	If the current value of the assets of the plan is less than 70 percent of the funding target, enter such percentage.	17	%

Part IV	Contributions and Liquidity Shortfalls
----------------	---

18 Contributions made to the plan for the plan year by employer(s) and employees:

(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees	(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees
			Totals ►	18(b)	0 18(c) 0

19 Discounted employer contributions – see instructions for small plan with a valuation date after the beginning of the year:

a Contributions allocated toward unpaid minimum required contributions from prior years.....	19a	0
b Contributions made to avoid restrictions adjusted to valuation date	19b	0
c Contributions allocated toward minimum required contribution for current year adjusted to valuation date.....	19c	0

20 Quarterly contributions and liquidity shortfalls:

a Did the plan have a "funding shortfall" for the prior year?..... ☒ Yes ☐ No

b If line 20a is "Yes," were required quarterly installments for the current year made in a timely manner? ☒ Yes ☐ No

C If line 20a is "Yes," see instructions and complete the following table as applicable:

Liquidity shortfall as of end of quarter of this plan year			
(1) 1st	(2) 2nd	(3) 3rd	(4) 4th
0	0	0	0

Part V Assumptions Used to Determine Funding Target and Target Normal Cost

21	Discount rate:			
a	Segment rates:	1st segment: 3.74 %	2nd segment: 5.35 %	3rd segment: 6.11 %
		☐ N/A, full yield curve used		
b	Applicable month (enter code)	21b	4	
22	Weighted average retirement age	22	61	
23	Mortality table(s) (see instructions)	☐ Prescribed - combined	☒ Prescribed - separate	☐ Substitute

Part VI Miscellaneous Items

24	Has a change been made in the non-prescribed actuarial assumptions for the current plan year? If "Yes," see instructions regarding required attachment.	☐ Yes	☒ No
25	Has a method change been made for the current plan year? If "Yes," see instructions regarding required attachment.	☐ Yes	☒ No
26	Is the plan required to provide a Schedule of Active Participants? If "Yes," see instructions regarding required attachment.	☒ Yes	☐ No
27	If the plan is subject to alternative funding rules, enter applicable code and see instructions regarding attachment	27	

Part VII Reconciliation of Unpaid Minimum Required Contributions For Prior Years

28	Unpaid minimum required contributions for all prior years	28	0
29	Discounted employer contributions allocated toward unpaid minimum required contributions from prior years (line 19a)	29	0
30	Remaining amount of unpaid minimum required contributions (line 28 minus line 29)	30	0

Part VIII Minimum Required Contribution For Current Year

31	Target normal cost and excess assets (see instructions):		
a	Target normal cost (line 6)	31a	513,868
b	Excess assets, if applicable, but not greater than line 31a	31b	0
32	Amortization installments:	Outstanding Balance	Installment
a	Net shortfall amortization installment	0	0
b	Waiver amortization installment	0	0
33	If a waiver has been approved for this plan year, enter the date of the ruling letter granting the approval (Month _____ Day _____ Year _____) and the waived amount	33	
34	Total funding requirement before reflecting carryover/prefunding balances (lines 31a - 31b + 32a + 32b - 33)	34	513,868
	Carryover balance	Prefunding balance	Total balance
35	Balances elected for use to offset funding requirement	513,868	0
36	Additional cash requirement (line 34 minus line 35)	36	0
37	Contributions allocated toward minimum required contribution for current year adjusted to valuation date (line 19c)	37	0
38	Present value of excess contributions for current year (see instructions)		
a	Total (excess, if any, of line 37 over line 36)	38a	0
b	Portion included in line 38a attributable to use of prefunding and funding standard carryover balances	38b	0
39	Unpaid minimum required contribution for current year (excess, if any, of line 36 over line 37)	39	0
40	Unpaid minimum required contributions for all years	40	0

Part IX Pension Funding Relief Under Pension Relief Act of 2010 (See Instructions)

41	If an election was made to use PRA 2010 funding relief for this plan:			
a	Schedule elected	☐ 2 plus 7 years	☐ 15 years	
b	Eligible plan year(s) for which the election in line 41a was made	☐ 2008	☐ 2009	☐ 2010 ☐ 2011

SCHEDULE SB ATTACHMENTS

Schedule SB – Statement by Enrolled Actuary

Plan Sponsor	Fifth Third Bank
EIN/PN	31-0854434/007
Plan Name	The Fifth Third Bancorp Master Retirement Plan
Valuation Date	January 1, 2019
Enrolled Actuary	Carol A. Wickens
Enrollment Number	20-08470

The actuarial assumptions that are not mandated by IRC § 430 and regulations, represent the enrolled actuary's best estimate of anticipated experience under the plan, subject to the following conditions:

The actuarial valuation, on which the information in this Schedule SB is based, has been prepared in reliance upon the employee and financial data furnished by the plan administrator and the trustee. The enrolled actuary has not made a rigorous check of the accuracy of this information but has accepted it after reviewing it and concluding it is reasonable in relation to similar information furnished in previous years. The amounts of contributions and dates paid shown in Item 18 of Schedule SB were listed in reliance on information provided by the plan administrator and/or trustee.

SCHEDULE SB ATTACHMENTS

Schedule SB, Line 22 Description of Weighted Average Retirement Age as of January 1, 2019

The average retirement age for Line 22 was calculated by creating a hypothetical life table with retirement as the only decrement, and then computing the average retirement age for the table.

x	q_x^r	l_x	${}_{x-55}p_{55} = l_x / l_{55}$	$q_x^r * l_x / l_{55}$	$x * q_x^r * l_x / l_{55}$
55	0.10	1,000	1.000000	0.100000	5.500000
56	0.10	900	0.900000	0.090000	5.040000
57	0.10	810	0.810000	0.081000	4.617000
58	0.10	729	0.729000	0.072900	4.228200
59	0.10	656	0.656100	0.065610	3.870990
60	0.10	590	0.590490	0.059049	3.542940
61	0.10	531	0.531441	0.053144	3.241790
62	0.15	478	0.478297	0.071745	4.448161
63	0.15	407	0.406552	0.060983	3.841920
64	0.25	346	0.345570	0.086392	5.529112
65	0.35	259	0.259177	0.090712	5.896280
66	0.35	168	0.168465	0.058963	3.891545
67	0.35	110	0.109502	0.038326	2.567830
68	0.35	71	0.071177	0.024912	1.694001
69	0.35	46	0.046265	0.016193	1.117293
70	1.00	30	0.030072	0.030072	2.105046
Average age at retirement					61.132108
Rounded for Schedule SB item 22					61

Plan Name: The Fifth Third Bancorp Master Retirement Plan
 EIN / PN: 31-0854434/007
 Plan Sponsor: Fifth Third Bank
 Valuation Date: January 1, 2019

SCHEDULE SB ATTACHMENTS

Schedule SB, Part V Statement of Actuarial Assumptions/Methods

Economic Assumptions

Interest rate basis

- | | |
|-----------------------|-----------------|
| ■ Applicable month | September |
| ■ Interest rate basis | 3-Segment Rates |

Interest rates

	Reflecting Corridors	Not Reflecting Corridors
■ First segment rate	3.74%	2.28%
■ Second segment rate	5.35%	3.81%
■ Third segment rate	6.11%	4.46%
■ Effective interest rate	5.49%	3.98%

Assumed cost of living adjustments None.

Plan-related expenses The amount assumed for plan-related expenses is the average of the actual amounts paid in the two prior years, rounded to the next \$1,000. The amount included this year for plan-related expenses is \$510,000.

Demographic Assumptions

Inclusion date The valuation date coincident with or next following the date on which the employee becomes a participant.

Plan Name:	The Fifth Third Bancorp Master Retirement Plan
EIN / PN:	31-0854434/007
Plan Sponsor:	Fifth Third Bank
Valuation Date	January 1, 2019

SCHEDULE SB ATTACHMENTS

Mortality

For all participants: Separate rates for non-annuitants (based on RP-2014 "Employees" table without collar or amount adjustments adjusted backward to 2006 with MP-2014, and then projected forward with a static projection as specified in the regulations under §1.430(h)(3)-1 using Scale MP-2017) and annuitants (based on RP-2014 "Healthy Annuitants" table without collar or amount adjustments, adjusted backward to 2006 with MP-2014, and then projected forward with a static projection as specified in the regulations under §1.430(h)(3)-1 using Scale MP-2017).

Retirement

For purposes of determining the Funding Target and Target Normal Cost (both disregarding at-risk assumptions), the rates at which participants retire by age are shown below.

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Age Rates	Rates
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57	10%
58	10%
59	10%
60	10%
61	10%
62	15%
63	15%
64	25%
65	35%
66	35%
67	35%
68	35%
69	35%
70	100%

Disability rates

None.

Future increases in maximum benefits and plan compensation limitations

Accrued benefits projected to be paid in future years are limited to the maximum presently allowed under IRC Section 415. Plan compensation is limited to the maximum presently allowed under IRC Section 401(a)(17). No provision is made for future increases in the maximum annual benefit or compensation limit.

Plan Name:	The Fifth Third Bancorp Master Retirement Plan
EIN / PN:	31-0854434/007
Plan Sponsor:	Fifth Third Bank
Valuation Date	January 1, 2019

SCHEDULE SB ATTACHMENTS

Lump sum conversion factors

For lump sums calculated using the PBGC interest rate:

- Interest rate equal to the ASC 960 discount rate less 275 basis points
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Representative termination rates not due to disability, retirement, or mortality

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Form of payment

93% of vested employees who terminate due to normal retirement, early retirement, or vested termination are assumed to elect an immediate lump sum. 93% of vested terminated participants are assumed to elect an immediate lump sum. Other participants are assumed to elect the normal form.

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For purposes of valuing the pre-retirement surviving spouse's benefit, 80% of eligible participants are assumed to be married and male spouses are assumed to be 3 years older than female spouses.

New or rehired employees

It was assumed that there will be no new or rehired employees.

Plan compensation

Annualized January 1, 2019 rate of pay for those not eligible for a bonus. For those eligible for a bonus, annualized January 1, 2019 rate of pay plus estimated bonus according to the following table:

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Plan Name: The Fifth Third Bancorp Master Retirement Plan
EIN / PN: 31-0854434/007
Plan Sponsor: Fifth Third Bank
Valuation Date: January 1, 2019

SCHEDULE SB ATTACHMENTS

Timing of benefit payments

Annuity payments are payable monthly at the beginning of the month and lump sum payments are payable on date of decrement.

Methods**Valuation date**

First day of plan year.

Funding target

Present value of accrued benefits.

Target normal cost

Present value of benefits expected to accrue during plan year plus plan-related expenses expected to be paid from plan assets during plan year.

Actuarial value of assets

Average of the fair market value of assets on the valuation date and the two immediately preceding valuation dates, adjusted for contributions, benefits, administrative expenses and expected earnings (with such expected earnings limited as described in IRS Notice 2009-22). The average asset value must be within 10% of market value, including discounted contributions receivable (discounted using the effective interest rate for the 2018 plan year).

The method of computing the actuarial value of assets complies with rules governing the calculation of such values under the Pension Protection Act of 2006 (PPA). These rules produce smoothed values that reflect the underlying market value of plan assets but fluctuate less than the market value. As a result, the actuarial value of assets will be lower than the market value in some years and greater in other years.

Benefits not valued

All benefits described in the Plan Provisions section of this report were valued. Willis Towers Watson has reviewed the plan provisions with Fifth Third and, based on that review, is not aware of any significant benefits required to be valued that were not.

Plan Name:	The Fifth Third Bancorp Master Retirement Plan
EIN / PN:	31-0854434/007
Plan Sponsor:	Fifth Third Bank
Valuation Date	January 1, 2019

SCHEDULE SB ATTACHMENTS

Sources of Data and Other Information

Employee data was supplied by the Bank through the eepoint administration system as of the census date. Information on assets, contributions, and plan provisions was supplied by the plan sponsor. Data and other information were reviewed for reasonableness and consistency, but no audit was performed. Based on discussions with the plan sponsor, assumptions or estimates were made when data were not available and the data was adjusted to reflect any significant events that occurred between the date the data was collected and the measurement date. We are not aware of any errors or omissions in the data that would have a significant effect on the results of our calculations.

Assumptions Rationale – Significant Economic Assumptions

Discount rate	The basis chosen was selected by the plan sponsor from among choices prescribed by law, all of which are based on observed market data over certain periods of time.
Expected return on plan assets	We understand that the expected return on assets assumption reflects the plan sponsor's estimate of future experience for trust asset returns, reflecting the plan's current asset allocation and any expected changes during the current plan year, current market conditions and the plan sponsor's expectations for future market conditions.

Assumptions Rationale - Significant Demographic Assumptions

Mortality	Assumptions used for funding purposes are as prescribed by IRC §430(h).
Form of payment	The percentage of participants assumed to take lump sums is based on observed experience over the period 2010 to 2014. A review of experience from 2015 to 2018 did not warrant a change to this assumption.

Source of Prescribed Methods

Funding methods	The methods used for funding purposes, including the method of determining plan assets, are "prescribed methods set by law", as defined in the actuarial standards of practice (ASOPs). These methods are required by IRC §430, or were selected by the plan sponsor from a range of methods permitted by IRC §430.
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Plan Name:	The Fifth Third Bancorp Master Retirement Plan
EIN / PN:	31-0854434/007
Plan Sponsor:	Fifth Third Bank
Valuation Date	January 1, 2019

SCHEDULE SB ATTACHMENTS

Changes in Assumptions and Methods

Changes in assumptions and methods since last actuarial valuation

- The segment interest rates used to calculate the funding target and target normal cost were updated from an applicable month of September 2017 to September 2018 as required by IRC §430.
- The mortality table used to calculate the funding target and target normal cost was updated to include one additional year of projected mortality improvement, as required by IRC §430.

Plan Name: The Fifth Third Bancorp Master Retirement Plan
EIN / PN: 31-0854434/007
Plan Sponsor: Fifth Third Bank
Valuation Date: January 1, 2019

SCHEDULE SB ATTACHMENTS

Schedule SB, Part V Summary of Plan Provisions

Plan Provisions

Plan Status

Effective November 15, 1998, no further benefits shall accrue for any participant who is not a Grandfathered Employee. Grandfathered Employee means a participant who, as of December 31, 1998, is:

- An employee
- At least 50 years of age
- Has credit for at least 15 Vesting Years

Applicability of provisions

The provisions summarized here are generally applicable to participants who originated with the Fifth Third Bank. Many subsequently acquired banks have provisions that are particular to that organization and that differ from the following. Details of those grandfathered plan provisions can be found in the various appendices to the Fifth Third MRP document.

Effective date

Amended and restated effective January 1, 2015.

Plan year

The twelve-month period ending December 31.

Coverage and participation

Employees who were participants in the prior plan on December 31, 2001 became participants in the Plan as of January 1, 2002.

An employee whose employment commences after December 31, 1997 shall not become a participant in the plan.

Other participants with accrued benefits from defined benefit plans of acquired employers may be merged into this plan from time to time.

Plan Name:	The Fifth Third Bancorp Master Retirement Plan
EIN / PN:	31-0854434/007
Plan Sponsor:	Fifth Third Bank
Valuation Date	January 1, 2019

SCHEDULE SB ATTACHMENTS

Definitions

Fifth Third service	Vesting Service as an employee of the Fifth Third Bank or any affiliate.
Credited service	Years of Fifth Third Service as a participant. Employment before January 1, 1972 is not counted.
Vesting service	An employee is credited with one year of Vesting Year for each calendar year in which he has completed 1,000 or more hours of service.
Final average pay	The monthly average of the highest five consecutive rates of pay for the calendar years of compensation during the 10-year period ending on the earliest of termination, early retirement, or normal retirement dates.
Covered compensation	The 35-year average of Social Security Wage Bases, ending in the year Social Security retirement age is attained. The Wage Base is assumed to be constant from the year of termination to the Social Security retirement age.

Eligibility for Benefits

Normal Retirement	All participants on the first of the month coinciding with or next following attainment of age 65 and completion of at least five Vesting Years.
Early retirement	Any participant who retires on the first of the month on or next following attainment of age 55 and completion of five Vesting Years.
Postponed retirement	Any participant who retires on a date after his normal retirement date.
Deferred vested termination	All participants who terminate employment with five Vesting Years will be 100% vested.

Plan Name:	The Fifth Third Bancorp Master Retirement Plan
EIN / PN:	31-0854434/007
Plan Sponsor:	Fifth Third Bank
Valuation Date	January 1, 2019

SCHEDULE SB ATTACHMENTS

Preretirement death benefit

All Spouses of all active vested participants who die before payments have begun, provided that the participant and surviving spouse were married for at least one year. Also, spouses of separated participants who: had at least one Hour of Service after January 1, 1976, separated with at least five Vesting Years and a nonforfeitable right to a benefit, were alive on August 23, 1984, whose payment has not commenced as of August 23, 1984, and who elected coverage.

Benefits Paid Upon the Following Events

Normal retirement benefit

The greater of pension benefit accrued to May 1, 1991 (December 31, 1998, for super-highly compensated employees) or the sum of (a) and (b) below:

- a) 30.5% of Final Average Pay minus 11.1% of Final Average Pay not in excess of Covered Compensation multiplied by the ratio of Credited Service projected to age 60 (not in excess of 30 years) over 30; multiplied by the ratio of Fifth Third Service over Fifth Third Service projected to age 60 (with the ratio not exceeding 1).
- b) Predecessor Plan Benefit, if any.

Early retirement benefit

The participant's benefit described under Pension Benefits at Normal Retirement, based on service and Final Average Pay at retirement, reduced 0.5% for each month that commencement of payments precedes the date on which the participant reaches age 60. Different early retirement factors apply to some predecessor plan benefits.

Plan Name:	The Fifth Third Bancorp Master Retirement Plan
EIN / PN:	31-0854434/007
Plan Sponsor:	Fifth Third Bank
Valuation Date	January 1, 2019

SCHEDULE SB ATTACHMENTS

Preretirement death benefit

If eligible for early retirement, the amount that would have been payable to the spouse had the participant retired on the day before he died, having elected a 50% joint and survivor annuity with his spouse named as the survivor. Monthly payments will begin as of the first day of the month following the participant's death and will continue for the spouse's life.

If not eligible for early retirement, the amount that would have been payable to the spouse had the participant terminated on the date he died, survived to his earliest retirement age, retired (having elected a 50% joint and survivor annuity with his spouse named as the survivor), and then died the day after retirement. Monthly payments will begin on what would have been the participant's earliest retirement date and continue for the spouse's life.

Postponed retirement

Benefit described under Pension Benefits at Normal Retirement, based on service and Final Average Pay at actual retirement date. Payment of benefit begins at actual retirement date.

Deferred vested termination

The participant's benefit described under Pension Benefits at Normal Retirement, based on service and Final Average Pay at termination, payable when participant becomes age 65 or at an earlier age in a reduced amount.

Predecessor plan benefits

- Fifth Third Bank Accrued Benefit under the Fifth Third Bank Pension Plan (including predecessor plans from The Lincoln National Bank, The Norwood-Hyde Park Bank and Trust Company, and The Citizens Bank of St. Bernard) as of January 1, 1955.
- Farmers Bank of West Union Accrued Benefit under West Union Plan as of December 31, 1981.
- Fayette County Bank Accrued benefit under the Fayette County Bank Employees Retirement Plan as of December 31, 1981.
- Fifth Third Bank of Kenton County Accrued Benefit under Security Bank, Inc. Employee Pension Trust as of January 1, 1989.

Plan Name:	The Fifth Third Bancorp Master Retirement Plan
EIN / PN:	31-0854434/007
Plan Sponsor:	Fifth Third Bank
Valuation Date	January 1, 2019

SCHEDULE SB ATTACHMENTS

- | | |
|--|---|
| ■ The Farmers and Merchants Bank | Greater of (a) or (b):
a) Accrued Benefit as of April 15, 1982 under Farmers and Merchants Plan
b) (1) – (2), times (3):
1) 2.3% times Final Average Pay, times service (maximum 20)
2) 72.9% times 1968 Social Security benefit
3) Months of service to April 15, 1982 divided by months of service at Normal Retirement Date |
| ■ The People's National Bank of Wapakoneta | Actuarial Equivalent (using 7% interest and GA71F mortality) of the cash value on October 31, 1983 of policies held for employee under the plan. |
| ■ American National Bank | Accrued Benefit under the American National Bank Plan as of December 31, 1985. |
| ■ First Bank and Trust Company of Batesville | Accrued Benefit under the First Bank and Trust Company of Batesville Plan as of December 31, 1987. |
| ■ Fifth Third Bank of Kenton County | Accrued Benefit under the Fifth Third Bank of Kenton County Plan as of December 31, 1988. |
| ■ Citizens Heritage Bank of Piqua | Accrued Benefit under the Citizens Heritage Bank Plan of Piqua, Ohio as of December 31, 1988. |
| ■ The Fifth Third Bank of Toledo | Accrued Benefit under First Ohio Bancshares, Inc. Employees Pension Plan as of December 7, 1989. |
| ■ Fifth Third Bank of Palestine | Accrued Benefit under the New Palestine Bank Employees' Pension Plan as of December 31, 1989. |
| ■ The Citizens State Bank of Greenville | Accrued Benefit under the Citizens State Bank of Greenville Defined Benefit Pension Plan as of December 31, 1989. |
| ■ The National Bank and Trust Company of Paris | Accrued Benefit under the Bank's Retirement Plan as of January 1, 1990. |
| ■ Cumberland Federal Savings Bank | Accrued Benefit earned under FIRF as of September 1, 1994 enhanced from 2% accrual rate to 2.35% accrual rate. |
| ■ The Fifth Third Bank of Northeastern Ohio | Accrued Benefit under the Falls Financial, Inc. plan as of March 8, 1996. |

Plan Name:	The Fifth Third Bancorp Master Retirement Plan
EIN / PN:	31-0854434/007
Plan Sponsor:	Fifth Third Bank
Valuation Date	January 1, 2019

SCHEDULE SB ATTACHMENTS

- | | |
|-------------------------------------|---|
| ■ Kentucky Enterprise Bancorp, Inc. | Accrued Benefit under the Kentucky Enterprise plan as of September 30, 1996. |
| ■ Ohio Company | Accrued Benefit under the Ohio Company Pension Plan as of July 31, 1999. |
| ■ Citizen's Federal | Accrued Benefit under the Citizen's Federal Bank pension plan as of June 26, 1998. |
| ■ CNB Bancshares | Accrued Benefit under the CNB Bancshares pension plan as of March 15, 2000. |
| ■ Old Kent | Accrued Benefit under the Old Kent pension plan as of December 31, 2001. |
| ■ Peoples Bank | Accrued Benefit under the Peoples Bank and Trust Company Employees' Pension Plan as of December 31, 2005. |

Other Plan Provisions

Forms of payment

- | | |
|-------------------------|--|
| ■ Normal form | Actuarially equivalent 50% joint and survivor annuity if married on date payments commence; life annuity if single |
| ■ Optional forms | Actuarially equivalent 100%, 75%, or 50% joint and survivor; life with 10 years certain annuity; lump sum. |

Actuarial equivalence	Actuarial equivalence is based on a 7% interest rate and 1971 Group Annuity Mortality Table (female rates only).
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Changes in Benefits Valued Since Prior Year

There have been no changes in the principal plan provisions since the prior valuation.

Plan Name:	The Fifth Third Bancorp Master Retirement Plan
EIN / PN:	31-0854434/007
Plan Sponsor:	Fifth Third Bank
Valuation Date	January 1, 2019

SCHEDULE SB ATTACHMENTS

Schedule SB, Line 26 Schedule of Active Participant Data as of January 1, 2019

Attained Age	Attained Years of Credited Service ¹										Total
	Under 1	1-4	5-9	10-14	15-19	20-24	25-29	30-34	35-39	40 & Over	
Under 25	0	0	0	0	0	0	0	0	0	0	0
25-29	0	0	0	0	0	0	0	0	0	0	0
30-34	0	0	0	0	0	0	0	0	0	0	0
35-39	0	18	1	0	0	0	0	0	0	0	19
40-44	1	53	43	4	1	0	0	0	0	0	102
45-49	0	110	82	36	7	0	0	0	0	0	235
50-54	0	100	48	61	29	2	0	0	0	0	240
55-59	1	131	58	40	29	15	2	0	0	0	276
60-64	0	110	34	20	19	15	11	1	0	0	210
65-69	0	30	15	3	4	2	1	1	0	0	56
70 & over	0	7	1	0	1	1	0	0	0	0	10
Total	2	559	282	164	90	35	14	2	0	0	1,148

¹ Age and service for purposes of determining category are based on exact (not rounded) values.

Plan Name: The Fifth Third Bancorp Master Retirement Plan

EIN / PN: 31-0854434/007

Plan Sponsor: Fifth Third Bank

Valuation Date: January 1, 2019

SCHEDULE SB ATTACHMENTS

Schedule SB – Statement by Enrolled Actuary

Plan Sponsor	Fifth Third Bank
EIN/PN	31-0854434/007
Plan Name	The Fifth Third Bancorp Master Retirement Plan
Valuation Date	January 1, 2019
Enrolled Actuary	Carol A. Wickens
Enrollment Number	20-08470

The actuarial assumptions that are not mandated by IRC § 430 and regulations, represent the enrolled actuary's best estimate of anticipated experience under the plan, subject to the following conditions:

The actuarial valuation, on which the information in this Schedule SB is based, has been prepared in reliance upon the employee and financial data furnished by the plan administrator and the trustee. The enrolled actuary has not made a rigorous check of the accuracy of this information but has accepted it after reviewing it and concluding it is reasonable in relation to similar information furnished in previous years. The amounts of contributions and dates paid shown in Item 18 of Schedule SB were listed in reliance on information provided by the plan administrator and/or trustee.

SCHEDULE SB ATTACHMENTS

Schedule SB, Line 22 Description of Weighted Average Retirement Age as of January 1, 2019

The average retirement age for Line 22 was calculated by creating a hypothetical life table with retirement as the only decrement, and then computing the average retirement age for the table.

x	q_x^r	l_x	${}_{x-55}p_{55} = l_x / l_{55}$	$q_x^r * l_x / l_{55}$	$x * q_x^r * l_x / l_{55}$
55	0.10	1,000	1.000000	0.100000	5.500000
56	0.10	900	0.900000	0.090000	5.040000
57	0.10	810	0.810000	0.081000	4.617000
58	0.10	729	0.729000	0.072900	4.228200
59	0.10	656	0.656100	0.065610	3.870990
60	0.10	590	0.590490	0.059049	3.542940
61	0.10	531	0.531441	0.053144	3.241790
62	0.15	478	0.478297	0.071745	4.448161
63	0.15	407	0.406552	0.060983	3.841920
64	0.25	346	0.345570	0.086392	5.529112
65	0.35	259	0.259177	0.090712	5.896280
66	0.35	168	0.168465	0.058963	3.891545
67	0.35	110	0.109502	0.038326	2.567830
68	0.35	71	0.071177	0.024912	1.694001
69	0.35	46	0.046265	0.016193	1.117293
70	1.00	30	0.030072	0.030072	2.105046
Average age at retirement					61.132108
Rounded for Schedule SB item 22					61

Plan Name: The Fifth Third Bancorp Master Retirement Plan
 EIN / PN: 31-0854434/007
 Plan Sponsor: Fifth Third Bank
 Valuation Date: January 1, 2019

SCHEDULE SB ATTACHMENTS

Schedule SB, Part V Summary of Plan Provisions

Plan Provisions

Plan Status	<p>Effective November 15, 1998, no further benefits shall accrue for any participant who is not a Grandfathered Employee. Grandfathered Employee means a participant who, as of December 31, 1998, is:</p> <ul style="list-style-type: none">■ An employee■ At least 50 years of age■ Has credit for at least 15 Vesting Years
Applicability of provisions	<p>The provisions summarized here are generally applicable to participants who originated with the Fifth Third Bank. Many subsequently acquired banks have provisions that are particular to that organization and that differ from the following. Details of those grandfathered plan provisions can be found in the various appendices to the Fifth Third MRP document.</p>
Effective date	<p>Amended and restated effective January 1, 2015.</p>
Plan year	<p>The twelve-month period ending December 31.</p>
Coverage and participation	<p>Employees who were participants in the prior plan on December 31, 2001 became participants in the Plan as of January 1, 2002.</p> <p>An employee whose employment commences after December 31, 1997 shall not become a participant in the plan.</p> <p>Other participants with accrued benefits from defined benefit plans of acquired employers may be merged into this plan from time to time.</p>

Plan Name:	The Fifth Third Bancorp Master Retirement Plan
EIN / PN:	31-0854434/007
Plan Sponsor:	Fifth Third Bank
Valuation Date	January 1, 2019

SCHEDULE SB ATTACHMENTS

Definitions

Fifth Third service	Vesting Service as an employee of the Fifth Third Bank or any affiliate.
Credited service	Years of Fifth Third Service as a participant. Employment before January 1, 1972 is not counted.
Vesting service	An employee is credited with one year of Vesting Year for each calendar year in which he has completed 1,000 or more hours of service.
Final average pay	The monthly average of the highest five consecutive rates of pay for the calendar years of compensation during the 10-year period ending on the earliest of termination, early retirement, or normal retirement dates.
Covered compensation	The 35-year average of Social Security Wage Bases, ending in the year Social Security retirement age is attained. The Wage Base is assumed to be constant from the year of termination to the Social Security retirement age.

Eligibility for Benefits

Normal Retirement	All participants on the first of the month coinciding with or next following attainment of age 65 and completion of at least five Vesting Years.
Early retirement	Any participant who retires on the first of the month on or next following attainment of age 55 and completion of five Vesting Years.
Postponed retirement	Any participant who retires on a date after his normal retirement date.
Deferred vested termination	All participants who terminate employment with five Vesting Years will be 100% vested.

Plan Name:	The Fifth Third Bancorp Master Retirement Plan
EIN / PN:	31-0854434/007
Plan Sponsor:	Fifth Third Bank
Valuation Date	January 1, 2019

SCHEDULE SB ATTACHMENTS

Preretirement death benefit

All Spouses of all active vested participants who die before payments have begun, provided that the participant and surviving spouse were married for at least one year. Also, spouses of separated participants who: had at least one Hour of Service after January 1, 1976, separated with at least five Vesting Years and a nonforfeitable right to a benefit, were alive on August 23, 1984, whose payment has not commenced as of August 23, 1984, and who elected coverage.

Benefits Paid Upon the Following Events

Normal retirement benefit

The greater of pension benefit accrued to May 1, 1991 (December 31, 1998, for super-highly compensated employees) or the sum of (a) and (b) below:

- a) 30.5% of Final Average Pay minus 11.1% of Final Average Pay not in excess of Covered Compensation multiplied by the ratio of Credited Service projected to age 60 (not in excess of 30 years) over 30; multiplied by the ratio of Fifth Third Service over Fifth Third Service projected to age 60 (with the ratio not exceeding 1).
- b) Predecessor Plan Benefit, if any.

Early retirement benefit

The participant's benefit described under Pension Benefits at Normal Retirement, based on service and Final Average Pay at retirement, reduced 0.5% for each month that commencement of payments precedes the date on which the participant reaches age 60. Different early retirement factors apply to some predecessor plan benefits.

Plan Name:	The Fifth Third Bancorp Master Retirement Plan
EIN / PN:	31-0854434/007
Plan Sponsor:	Fifth Third Bank
Valuation Date	January 1, 2019

SCHEDULE SB ATTACHMENTS

Preretirement death benefit

If eligible for early retirement, the amount that would have been payable to the spouse had the participant retired on the day before he died, having elected a 50% joint and survivor annuity with his spouse named as the survivor. Monthly payments will begin as of the first day of the month following the participant's death and will continue for the spouse's life.

If not eligible for early retirement, the amount that would have been payable to the spouse had the participant terminated on the date he died, survived to his earliest retirement age, retired (having elected a 50% joint and survivor annuity with his spouse named as the survivor), and then died the day after retirement. Monthly payments will begin on what would have been the participant's earliest retirement date and continue for the spouse's life.

Postponed retirement

Benefit described under Pension Benefits at Normal Retirement, based on service and Final Average Pay at actual retirement date. Payment of benefit begins at actual retirement date.

Deferred vested termination

The participant's benefit described under Pension Benefits at Normal Retirement, based on service and Final Average Pay at termination, payable when participant becomes age 65 or at an earlier age in a reduced amount.

Predecessor plan benefits

- Fifth Third Bank Accrued Benefit under the Fifth Third Bank Pension Plan (including predecessor plans from The Lincoln National Bank, The Norwood-Hyde Park Bank and Trust Company, and The Citizens Bank of St. Bernard) as of January 1, 1955.
- Farmers Bank of West Union Accrued Benefit under West Union Plan as of December 31, 1981.
- Fayette County Bank Accrued benefit under the Fayette County Bank Employees Retirement Plan as of December 31, 1981.
- Fifth Third Bank of Kenton County Accrued Benefit under Security Bank, Inc. Employee Pension Trust as of January 1, 1989.

Plan Name:	The Fifth Third Bancorp Master Retirement Plan
EIN / PN:	31-0854434/007
Plan Sponsor:	Fifth Third Bank
Valuation Date	January 1, 2019

SCHEDULE SB ATTACHMENTS

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|--|---|
| ■ The Farmers and Merchants Bank | Greater of (a) or (b):
a) Accrued Benefit as of April 15, 1982 under Farmers and Merchants Plan
b) (1) – (2), times (3):
1) 2.3% times Final Average Pay, times service (maximum 20)
2) 72.9% times 1968 Social Security benefit
3) Months of service to April 15, 1982 divided by months of service at Normal Retirement Date |
| ■ The People's National Bank of Wapakoneta | Actuarial Equivalent (using 7% interest and GA71F mortality) of the cash value on October 31, 1983 of policies held for employee under the plan. |
| ■ American National Bank | Accrued Benefit under the American National Bank Plan as of December 31, 1985. |
| ■ First Bank and Trust Company of Batesville | Accrued Benefit under the First Bank and Trust Company of Batesville Plan as of December 31, 1987. |
| ■ Fifth Third Bank of Kenton County | Accrued Benefit under the Fifth Third Bank of Kenton County Plan as of December 31, 1988. |
| ■ Citizens Heritage Bank of Piqua | Accrued Benefit under the Citizens Heritage Bank Plan of Piqua, Ohio as of December 31, 1988. |
| ■ The Fifth Third Bank of Toledo | Accrued Benefit under First Ohio Bancshares, Inc. Employees Pension Plan as of December 7, 1989. |
| ■ Fifth Third Bank of Palestine | Accrued Benefit under the New Palestine Bank Employees' Pension Plan as of December 31, 1989. |
| ■ The Citizens State Bank of Greenville | Accrued Benefit under the Citizens State Bank of Greenville Defined Benefit Pension Plan as of December 31, 1989. |
| ■ The National Bank and Trust Company of Paris | Accrued Benefit under the Bank's Retirement Plan as of January 1, 1990. |
| ■ Cumberland Federal Savings Bank | Accrued Benefit earned under FIRF as of September 1, 1994 enhanced from 2% accrual rate to 2.35% accrual rate. |
| ■ The Fifth Third Bank of Northeastern Ohio | Accrued Benefit under the Falls Financial, Inc. plan as of March 8, 1996. |

Plan Name:	The Fifth Third Bancorp Master Retirement Plan
EIN / PN:	31-0854434/007
Plan Sponsor:	Fifth Third Bank
Valuation Date	January 1, 2019

SCHEDULE SB ATTACHMENTS

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|-------------------------------------|---|
| ■ Kentucky Enterprise Bancorp, Inc. | Accrued Benefit under the Kentucky Enterprise plan as of September 30, 1996. |
| ■ Ohio Company | Accrued Benefit under the Ohio Company Pension Plan as of July 31, 1999. |
| ■ Citizen's Federal | Accrued Benefit under the Citizen's Federal Bank pension plan as of June 26, 1998. |
| ■ CNB Bancshares | Accrued Benefit under the CNB Bancshares pension plan as of March 15, 2000. |
| ■ Old Kent | Accrued Benefit under the Old Kent pension plan as of December 31, 2001. |
| ■ Peoples Bank | Accrued Benefit under the Peoples Bank and Trust Company Employees' Pension Plan as of December 31, 2005. |

Other Plan Provisions

Forms of payment

- | | |
|-------------------------|--|
| ■ Normal form | Actuarially equivalent 50% joint and survivor annuity if married on date payments commence; life annuity if single |
| ■ Optional forms | Actuarially equivalent 100%, 75%, or 50% joint and survivor; life with 10 years certain annuity; lump sum. |

Actuarial equivalence	Actuarial equivalence is based on a 7% interest rate and 1971 Group Annuity Mortality Table (female rates only).
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Changes in Benefits Valued Since Prior Year

There have been no changes in the principal plan provisions since the prior valuation.

Plan Name:	The Fifth Third Bancorp Master Retirement Plan
EIN / PN:	31-0854434/007
Plan Sponsor:	Fifth Third Bank
Valuation Date	January 1, 2019

Plan Name	The Fifth Third Bancorp Master Retirement Plan
Plan Sponsor EIN	31-0854434
ERISA Plan #	007
Plan Year Ending	12/31/2019

The required attachment marked with an "X" in the Attachment column is included within the Accountant's Opinion attachment to Sch. H, Part III, Line 3, which consists of the entire audit report issued by the plan's Independent Qualified Public Accountant (IQPA).

Form/Schedule	Line #	Description	Attachment
5500 Sch. H	Line 3	Financial statements used in formulating the IQPA's opinion	X
5500 Sch. H	Line 4i	Schedule of Assets (Held at End of Year)	X
5500 Sch. H	Line 4i	Schedule of Assets (Acquired and Disposed of Within Year)	
5500 Sch. H	Line 4j	Schedule of Reportable Transactions	X
5500 Sch. H	Line 4a	Schedule of Delinquent Participant Contributions	