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# IGNITING CURIOSITY




2013 Corporate Social Responsibility Report

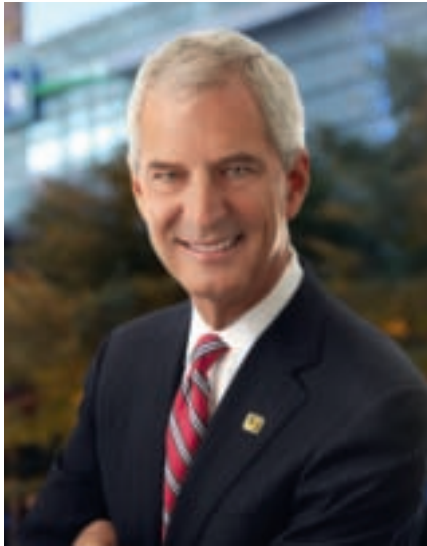
# IGNITING CURIOSITY

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## ABOUT FIFTH THIRD BANCORP

Fifth Third Bancorp is a diversified financial services company headquartered in Cincinnati, Ohio. The Company has \$130 billion in assets and operates 17 affiliates with 1,320 full-service Banking Centers, including 104 Bank Mart® locations, most open seven days a week, inside select grocery stores and 2,586 ATMs in Ohio, Kentucky, Indiana, Michigan, Illinois, Florida, Tennessee, West Virginia, Pennsylvania, Missouri, Georgia and North Carolina. Fifth Third operates four main businesses: Commercial Banking, Branch Banking, Consumer Lending, and Investment Advisors. Fifth Third also has a 25% interest in Vantiv Holding, LLC. Fifth Third is among the largest money managers in the Midwest and, as of December 31, 2013, had \$302 billion in assets under care, of which it managed \$27 billion for individuals, corporations and not-for-profit organizations. Investor information and press releases can be viewed at [www.53.com](http://www.53.com). Fifth Third's common stock is traded on the NASDAQ® Global Select Market under the symbol "FITB." Fifth Third Bank was established in 1858. Member FDIC. Equal Housing Lender. 



**DEAR FRIENDS,**

The communities we serve inspire us to be good corporate citizens. For *The curious bank*, that means actively and intently listening to the challenges communities face and identifying ways that our Company can help make a difference. We relish the opportunity to create innovative solutions to common problems.

Thank you for taking the time to read our 2013 Corporate Social Responsibility Report: Igniting Curiosity. We hope you will gain a greater understanding about Fifth Third's values and appreciate that corporate social responsibility is a way of life at our Company that reverberates throughout our industry.

Our groundbreaking, industry-first homeowner re-employment initiative illustrates one such outcome. Helping distressed mortgage customers find jobs was an unusual way to go about helping people avoid foreclosure, but it's proven to be a successful, life-changing approach that has now been adopted by other banks.

We've also taken typical products like credit and debit cards to a new level by linking them with a national non-profit organization dedicated to fighting cancer. We have thus enabled our cardholders to help accelerate cancer therapies with every card swipe.

Our employees embody our values with their volunteerism. Each May, we celebrate the calendar date of 5/3 as our special Fifth Third Day holiday. We acknowledge our employees' contributions to our Company that day, and we pay our success forward with special outreach to feed our country's hungry. We also take Veterans Day, a typical holiday for Bank employees, and, on a volunteer basis, make it a day "on" instead of a day "off" to raise funds, support and commemorate active duty U.S. military, veterans and their families.

Our Company also kindles the success of long-standing and tried-and-true initiatives that combine our financial and human capital to support five inter-related groups: Consumers, Communities, Businesses, Employees and the Environment. From all corners of our Company, we seek to act in socially responsible ways and be catalysts for positive change.

Sincerely,

A handwritten signature in black ink, appearing to read "K. Kabat", written over a light gray rectangular background.

Kevin T. Kabat  
Vice Chairman & CEO  
Fifth Third Bancorp

# HOW WE SERVE CONSUMERS

Noted American author William Arthur Ward once said, "Curiosity is the wick in the candle of learning." Our curiosity urges us to ask questions—even unusual ones—in our search for innovative answers. This is especially illuminated by our mission to improve lives through financial empowerment.

(1) Thirty fifth-grade students graduated from Fifth Third Bank (Western Michigan)'s inaugural Young Bankers Club program last year. (2) Eighty fifth-graders from Harrison Elementary School graduated from Young Bankers Club in 2013, the first time the program was offered in Lexington, Ky.

**F**ifth Third has pioneered a number of educational outreach programs that help consumers gain access to the tools they need to be financially successful. There are numerous studies—and even more personal stories—that demonstrate the dangers of financial illiteracy. While there are many conventional ways to tackle the problem, we've also discovered some less traditional approaches.

## HOMEOWNER RE-EMPLOYMENT

The recession left many Americans upside-down on their mortgages and foreclosures grew to a crisis level. Like many other banks, we utilized government-sponsored and our own proprietary loan modification programs to help borrowers. But we were driven to do more. In talking with our distressed mortgage customers we learned that the majority of foreclosures were caused by job loss or salary reductions. Understanding that, we decided to help customers find jobs.

In 2012, we piloted a program with NextJob, a national re-employment solutions company, in which we paid for our customers to go through NextJob's three-pronged





job search and training program. The result was 40 percent of participants gaining employment within six months, after being out of work an average of 22 months.

In February 2013, we rolled out the program Company-wide. We identified customers who were two or more payments behind on their mortgage, contacted them via overnight mail and offered them the program, free of charge and free of strings. The program was voluntary and had no direct impact on their mortgage terms.

The program consists of 16 weeks of one-on-one job training with a certified job coach, 39 weeks of access to online job training modules, and weekly coach-led conference calls. Our customers learned how to create an effective resume, develop and carry out a detailed job search plan, and identify their transferable job skills. They also trained for successful interviews, learned how to utilize social media and Internet tools to network, and developed a personal brand.

Lives have been changed—and homes saved—with this groundbreaking program. We are proud to have been the first bank to introduce this innovative concept to the industry. We've also been spreading the word to expand this program to other financial institutions, an activity that began to yield fruit as 2013 drew to a close.

### JOB SEEKER'S TOOLKIT

The success of the homeowner re-employment program encouraged us to find a way to increase its impact beyond our distressed mortgage borrowers. Among the most important components of the program are the online job training modules. In July 2013, we made that portion of the program available to all of our online bank customers. Putting the Job Seeker's Toolkit on [www.53.com](http://www.53.com) magnified the reach of our job assistance and its use steadily increased throughout the year. The toolkit enabled any Bank customer who was unemployed, under-employed or seeking a change in career direction to take advantage of this valuable service for free.



(3) Fifth Third Bank (Southern Indiana) Customer Service Representative Brittany Jackson taught kids about the benefits of saving money during a *Teach Children to Save* stop at Memorial Baptist Summer Fit Camp. (4) Fifth Third Bank promoted its offering of the Job Seeker's Toolkit via this web banner on [www.53.com](http://www.53.com) to reach a wider group of consumers.



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(5) In the West Virginia market area of the Central Ohio affiliate, fifth-graders in our Young Banker's Club had the opportunity to experience what it's like on a college campus. Last year's field trip was to Marshall University, based in Huntington, where its president stressed the importance of higher education.

In August, we extended this program even further. We made it available on our two Financial Empowerment Mobiles, or eBuses, which are 40-foot buses equipped with Internet-accessible workstations. With this move, consumers living in low- and moderate-income communities—even those who were not customers—gained access to quality education about how to enter or advance in today's job market.

### FINANCIAL EMPOWERMENT MOBILES

The eBuses took to the streets in 2013 to bring the Job Seeker's Toolkit and a variety of other financial counseling and education services to low- and moderate-income individuals and communities and the 20.1 percent of households who are financially underserved in the Fifth Third service area. Our financial classrooms on wheels were the feature at 229 events and visited 105 cities.

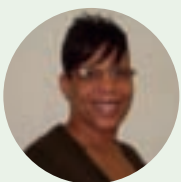
We staff the eBuses with our professional bankers who offer financial counseling, education and referral assistance. We met with close to 58,300 individuals last year to provide free credit reports and credit counseling, loss mitigation and foreclosure prevention, and tax filing assistance. We also open checking and savings accounts and offer online banking training.

eBus tour stops often become community-wide events that bring together government, social service and other agencies with our Company to help people with a wide variety of needs. Financial Empowerment Mobile events are typically held at local community centers, churches, schools and shopping centers.

### THE YOUNG BANKERS CLUB

Fifth Third's first steps into the world of financial empowerment began nine years ago with the creation of the Fifth Third Bank Young Bankers Club (YBC). A financial literacy

## Homeowner Re-employment: Changing A Life



Chicagoan Maya Gray lost her six-figure job when her company downsized in 2012.

The resourceful single mother of two reached into her savings to try to keep her mortgage current and pay her bills. She also received help from the state's Hardest Hit program, which provides

temporary mortgage assistance. But it wasn't enough.

Gray said, "I was grateful for the program, but ultimately, a modified payment is as hard to make as a regular payment when you don't have a job. I was actively seeking another job opportunity, but it was a really tough market."

So Gray contacted Fifth Third Bank and told the Company that she had lost

her job. Shortly thereafter, Gray received an overnight package offering her the opportunity to participate in NextJob's three-pronged job search and training program.

"It was free," Gray said. "I thought, 'Why not?' I was looking for any type of service that could help me get back on my feet. I'm a very dedicated person. I was ready to learn and do what it takes."

Fifth Third's first steps into the world of financial empowerment began nine years ago with the creation of the Fifth Third Bank Young Bankers Club (YBC). A financial literacy program for fifth-grade students, YBC teaches students basic lessons about money and money management.

program for fifth-grade students, YBC teaches students basic lessons about money and money management.

YBC, which meets national and state standards in mathematics, is taught in elementary schools in most Fifth Third affiliates, often by a Fifth Third banker. In recent years, the program expanded online to allow the teacher greater flexibility and to incorporate grade-level activities like a video game challenge.

Last year, Young Bankers Club graduated students in new markets, including North Carolina, Kentucky and Western Michigan. More than 2,100 students graduated from Young Bankers Club last year, and more than 11,000 students throughout the Fifth Third Bank footprint have graduated since 2004.

#### TEACH CHILDREN TO SAVE

Fifth Third Bank sponsors the American Bankers Association's *Teach Children to Save* (TCTS) program for eighth-grade students. Offered in several of our affiliate markets, the program emphasizes saving for the future and helps teens appreciate the value of delayed gratification and hard work.

TCTS is a signature program of the ABA Education Foundation, which engages



(6) Our North Carolina affiliate reached 1,158 students during its second *Teach Children to Save* campaign and expanded the program into Raleigh/Wake County. At Westerly Hills Academy in Charlotte, our team was shadowed by a member of Congressman Mel Watt's office (District 12) and helped deliver lessons to students.

Of NextJob's three-pronged training, Gray said the resume creation was especially helpful. She also appreciated the weekly phone consultations with her job coach, the Job Seeker's Toolkit online training modules and the job leads.

"When you're doing the traditional looking for a job, submitting things online, it's all about how your resume presents," Gray said. "After I learned how

to market my skills, I began to get a lot of call-backs, phone interviews and then face-to-face interviews."

Gray landed a job in August 2012. "I'm so grateful to Fifth Third Bank. Their help was a big surprise, and I sincerely appreciated it. They saw me as a person and not an account. I didn't lose my house and I have rebuilt my financial standing." ■





Assuming the current success rate continues, Fifth Third and Ramsey will have educated over one million high school juniors by 2017.



(7) The Fifth Third Financial Empowerment Mobiles travel through under-served areas throughout our footprint providing financial education services, including job search help.

bankers to help kids develop a lifelong savings habit. Fifth Third Bank employees deliver the *Teach Children to Save* curriculum to students. We helped educate more than 5,000 students through TCTS in 2013.

#### **FOUNDATIONS IN PERSONAL FINANCE**

In 2010, Fifth Third Bank and national financial expert Dave Ramsey embarked on a landmark alliance in which the Bank would pay for the teaching of Ramsey's financial education program—*Foundations in Personal Finance*—in local high schools. Just three years later, the alliance had educated more than 500,000 students.

We're pleased to report that, at the conclusion of 2013, we signed an agreement to continue sponsoring the curriculum for another three years. Assuming the current success rate continues, Fifth Third and Ramsey will have educated over one million high school juniors by 2017.

Behind each number is one student whose life has likely been changed for the better. Many parents of students who've gone through the program tell us that they wished they had learned personal finance in high school and are comforted knowing their children received this valuable instruction before entering college.

In 2013, we took our alliance with Ramsey beyond our sponsorship of the course in high schools. Building from a foundation begun by Ramsey's team, we offered three \$5,000 scholarships to students who scored 100 percent on a financial literacy challenge to help with future college expenses.

#### **RESPONSIBLE BANKING**

Underscoring all of our financial empowerment programs is our delivery of quality financial products and services. That is driven, in turn, by our steadfast commitment to Responsible Banking. The Responsible Banking department provides key oversight to ensure that our complete product and service suite is accessible to all consumers, in all market segments, and that we're offering the right types of products and services.

Our approach to responsible banking is to act in the best interest of our customers by providing reasonably priced products, defining clear terms and disclosures, and offering fair and consistent service. By doing so, we can build lasting customer relationships and meet our responsibility to help them prosper. ■

## Scholarship Winner's Inspirational Personal Finance Journey

Fifth Third Bank and Dave Ramsey awarded three \$5,000 scholarships in 2013 as part of Ramsey's Financial Literacy Challenge inviting high school students across the country to test their personal finance knowledge. Fifth Third sponsored the challenge and helped award the winners, including **Derek Minges**, a senior at Monroe High School near Cincinnati.

Derek's mother urged him to take the Challenge after seeing a post about it on Dave Ramsey's Facebook page, although her push to teach her son financial responsibility began long before. At an early age, Derek's parents told him and his siblings that they would need to work hard and cover the majority of their college expenses. As long-time Dave Ramsey fans, they got their children involved in Ramsey's *Financial Peace Junior* program that taught about earning money, saving, the importance of giving and how to have fun spending on a plan. Derek's

old worksheets from that program made an appearance at the scholarship presentation in May, as his mom brought them to the ceremony to help demonstrate the staying power of those studies. His goal back then was to save enough for a new video game. His goals are higher now, perhaps in part because he took Ramsey's *Foundations in Personal Finance* during his junior year, sponsored by Fifth Third Bank.

Derek's classmates consider him a frugal guy who works part time and drives a 15-year-old car with no air conditioning or radio to save money. Although in the top 10 percent of his class with many college options, Derek was planning to attend a community college to avoid student debt until he was accepted to West Point. His desire to give back and serve others, instilled in him by his parents and reinforced through programs like Ramsey's *Financial Peace Junior* and

*Foundations in Personal Finance*, made his college decision easy.

With acceptance to West Point came significant up-front costs for things like uniforms. Between local scholarships and grants, Derek was just shy of his deposit minimum until Fifth Third Bank and Rachel Ramsey Cruze showed up at his school with an oversized \$5,000 check. Derek's story is just beginning, and thanks to his parents, Dave Ramsey and Fifth Third Bank, he has the sound financial principles to serve him a lifetime.

Congratulations to Derek and to the other two winners: **Ashlyn Walsh**, who graduated from Faith Christian Academy in Orlando, Fla., and attends the University of Central Florida, and **Jessica Sisco**, who graduated from Bolivar Central High School in Bolivar, Tenn., and studies nursing at Northeast Mississippi Community College.

(8) Derek Minges receives a \$5,000 scholarship from Fifth Third Bank and Rachel Cruze.



# HOW WE SERVE COMMUNITIES

Fifth Third puts its curiosity to work to help create vibrant and healthy communities where we do business. Whether it's through strategic partnerships, offering grants, making investments or providing other financial services, we embrace our duty of good corporate citizenship.

(1) The Fifth Third Foundation and Fifth Third Bank (Cincinnati) proudly support the Learning is Cool program of the Marvin Lewis Community Fund. The Bank rewarded 200 "A" honor roll students in October with a pre-game, on-field experience, lunch and seats to watch the Bengals win 49-9 over the New York Jets. (2) Fifth Third Bank sponsored the Black Males Working (BMW) Academy's Academic Signing Day in Lexington, Ky. On signing day, graduating seniors of the BMW Academy made their college selections at a podium in front of family, friends and media, much like a professional athlete takes the podium on draft day. BMW Academy helps African American males at academic risk and provides special sessions in literacy, mathematics and leadership skills.



**N**eighborhood conversations spark our interest because they help us understand how our communities are faring. We work on local boards, volunteer at non-profits and engage businesses to discover areas where our Company can help.

## 5-3 IMPACT

We take a holistic approach to community development. 5-3 Impact is an initiative that drives engagement with community stakeholders so that our efforts are more strategic, comprehensive, creative and impactful. 5-3 Impact helps our Company avoid singular actions—the making of one loan or the offering of an isolated grant—in order to fully leverage our resources and unite them with others for the betterment of a community.

5-3 Impact is working in North Carolina, where in 2012 and 2013, the Fifth Third Community Development Corporation (CDC) made a \$21.5 million tax credit investment in Renaissance West in Charlotte. Renaissance West is a development with 184 low-income senior and multi-family housing units. When finished, it will feature an early childhood development center, K-8 charter school and a community center.

With the 5-3 Impact approach, we are utilizing the expertise of our local Community & Economic Development manager, who is a board member of the Renaissance Investment Community Initiative, which is spearheading the revitalization. Fifth Third is coordinating outreach to new and surrounding residents and hosting education seminars and homeownership events. Future support will include sponsorship of a computer lab in the new community center, Young Bankers Club in the charter school and educational workshops for businesses in the West Boulevard Business Corridor.

## EMPOWERING LEADERS

We also invest directly in people. Through our Empowering Community Leaders program, we awarded 18 full scholarships to non-profit leaders in 2013 to attend industry-leading conferences. The conferences included the Cleveland Fed's Policy Summit; the Association for Enterprise Opportunity's Power of Microenterprise Conference; and the Underbanked Financial Services Forum.

We also enabled other non-profit leaders to attend state housing conferences and other events, including the U.S. Hispanic Chamber of Commerce's Annual Conference. Fifth





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Third understands the value of these industry forums and is committed to connecting our community partners with these opportunities, especially those with limited means.

**ENTERPRISE INVESTMENT FUND**

Fifth Third Bank's Enterprise Investment Fund, managed by our Community & Economic Development department, helps build and revitalize local communities. In 2013, EIF grants worth nearly \$900,000 were awarded to our Bank affiliates who applied on behalf of their local markets. Since inception, EIF grants totaling \$3.2 million have been distributed.

In 2013, Fifth Third Bank (Eastern Michigan) partnered with Midtown Detroit Inc. to secure \$50,000 for the redevelopment of Redmond Park, part of a broader economic plan for the area. Fifth Third Bank (Cincinnati) received a \$50,000 grant for the Walnut Hills Redevelopment Foundation to support its Restore Walnut Hills program, which is working to fill vacant storefronts with viable businesses. Fifth Third Bank (Chicago) secured a \$70,000 grant for Mercy Housing Lakefront to create jobs and build and preserve affordable housing for low-income families, seniors and formerly homeless individuals.

Additional funds were awarded to support workforce development and other initiatives aimed at addressing employment barriers. Fifth Third Bank (North Carolina) and Fifth Third Bank (Northeastern Ohio) worked with organizations on programs designed to bridge the skill and financial gaps of low-income adults seeking to re-enter the labor force. Fifth Third Bank (Central Ohio) supported Goodwill Industries of KYOWVA with a \$40,000 grant to facilitate the renovation of the J.W. Scott Center in Huntington, W. Va. The renovated center will provide more efficient space for Goodwill's nationally recognized medical, business clerical and hospitality workforce development programming.



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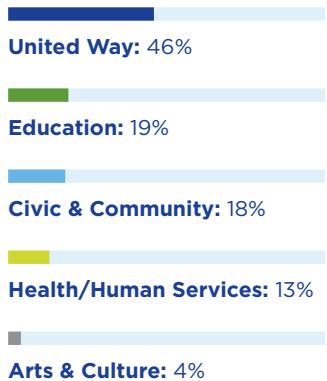


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(3) On the second Saturday in May—for the past 36 years—Fifth Third Bank (Western Michigan) has hosted the Fifth Third River Bank Run, the largest 25K in the nation. Each year, area merchants benefit from nearly \$2 million in tourism dollars from the Run. (4) Fifth Third Bank (South Florida) held its fifth annual Back to School Supply Drive in 2013. It filled 1,000 backpacks with school supplies and donated \$5,000 to local schools. (5) Fifth Third Bank (Northwestern Ohio)'s "Give Back" program gives K-12 school organizations an opportunity to win monthly cash awards donated by the Bank. Schools submitted essays, and each month, five finalists were featured on the local cable network and voted on by viewers. In October 2013, St. John's Jesuit High School's Labre program used the funds to help prepare meals for the less fortunate in Toledo.



## Fifth Third Foundation 2013 Giving: \$3.9 million



(6) The Fifth Third CDC invested \$2.9 million in the Sheppard Square B project in Louisville, Ky.

### COMMUNITY DEVELOPMENT CORPORATION

The Fifth Third CDC made investments of \$287 million in 2013 in support of affordable housing, revitalization and historic preservation projects in Fifth Third Bank’s footprint. One such investment was \$2.9 million for Sheppard Square B in Louisville’s historic Smoketown neighborhood. Sheppard Square B involves new construction of 50 affordable housing units and 10 market-rate family apartment units. It is part of the Louisville Metro Housing Authority’s larger \$141.8 million redevelopment project that is likely to spur commercial and residential investment.

The Fifth Third CDC also invested \$7.6 million in the Bronzeville Phase II Apartments project in Chicago in 2013, following a significant investment in 2012. The project is the continuation of the redevelopment of the Paul G. Stewart campus in the Bronzeville neighborhood. A new, 24-unit Section 8 apartment community, Bronzeville Phase II Apartments will create affordable housing for families in townhome-style units. Many of the units will have rents that target low-income seniors. The developer, People’s Consumer Cooperative, is providing supportive services for residents, including case management, crisis intervention, social programming, education, financial benefits advocacy and medical services.

### FIFTH THIRD FOUNDATION

The Fifth Third Foundation was the first philanthropic foundation established by a financial institution. Each year since 1948, the Foundation has made strategic grants in the areas of community development, health and human services, the arts and education. In its 2013 fiscal year, total grants were \$3.9 million.

One such grant was to help launch Teach for America—Southwest Ohio, a national teacher corps of college graduates and professionals who commit to teach for two years in public schools and raise student achievement. The Foundation’s grant is helping to launch Teach for America—Southwest Ohio.

The Foundation also supported the Marvin Lewis Community Fund for its Learning is Cool program. Learning is Cool encourages nearly 28,000 students in greater Cincinnati and Northern Kentucky to make the “A” honor roll at least two quarters of the year. Those who do are recognized at an Academic Achievement Celebration attended by Cincinnati Bengals Head Coach Marvin Lewis and current Bengals players. In the Cincinnati Public School district, the program witnessed a 155 percent increase in the number of “A” honor roll achievements after five years.

### LOCAL AFFILIATE SUPPORT

Much of our community support is accomplished on the local level. With staff living and working in those communities, our affiliates have their pulse on community needs. We have made many multi-year commitments with local universities and sports teams to greatly impact the regional economy, quality of life and arts in a community. Examples include Fifth Third Fields in Toledo and Dayton, Ohio, the Fifth Third Bank River Bank Run in Michigan, and the Fifth Third Pavilion in Lexington, Ky. ■

## Serving Those Who Serve

Fifth Third Bank gave back to veterans, active-duty military, reservists and their families through a special outreach effort across our Company's footprint in November. This bank-wide effort to "serve those who have served" began several years ago in the Chicago affiliate when employees decided Veterans Day on November 11 would be a day "on" and not a day "off." Instead of taking the usual Bank holiday, our employees deployed into the local community to honor veterans with their service.

This effort to help and honor veterans, which illustrates the Bank's Value Proposition to markedly improve the lives of our customers and communities, has spread throughout our Company. Many have joined Chicago in conducting fundraising for the Folds of Honor Foundation, which provides scholarships to military family members, and other veterans and military-related entities. Our affiliates also participated in commemorative events and joined in outreach efforts like packaging goods

and supplies for military men and women overseas.

The Bancorp's Community & Economic Development (CED) department also joined the effort for veterans this year when it extended its commitment to serving low- and moderate-income communities to individual veterans in need. Through a partnership with Rebuilding Together and People Working Cooperatively, CED invested \$160,000 in projects in seven market cities to revitalize the homes of deserving veterans whose age or other limitations prevented them from making necessary repairs and upgrades on their homes. Nearly 400 employees and community partners joined this effort in Dayton, Cincinnati, Detroit, Tampa Bay, Knoxville, Atlanta, and Charleston, W. Va. ■

(7) Employees from Fifth Third Bank (Eastern Michigan) prep a veteran's home for paint.  
 (8) The team from St. Louis who joined in the Rebuilding Together effort to help a widowed veteran make improvements on her home.

(9) The Northwestern Ohio affiliate partnered with Heroes In Action, a local military support group, to assemble 120 care packages for the military. (10) Chicago President & CEO Robert Sullivan joined employees in an assembly line to create care packages for soldiers.



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# HOW WE SERVE BUSINESSES

Being a good commercial bank is linked to our ability to foster and nurture solid, thriving communities. Businesses that have a strong financial partner working for them can more effectively manage their day-to-day operations, manage risk and invest for the future. Thriving businesses can hire more people, increase production of goods and services, and give back to the community. Fifth Third's goal is to be a value-added partner to all the businesses we work with.

(1) Fifth Third Bank (Eastern Michigan) presented a check for \$50,000 from the Enterprise Investment Fund to ACCESS Growth Center last year. ACCESS will use the funds to develop innovative training programs to assist and empower immigrants, refugees and business-minded individuals to start or grow their new enterprise in metro Detroit. The presentation took place at the ACCESS office in Dearborn, Mich.

**T**he Bank provides customized financial solutions to businesses, government and professional customers. Our clients range in size from small businesses to some of the world's largest companies. We offer traditional lending and depository products, as well as a wide-range of international and global cash management, foreign exchange and international trade finance, derivatives and capital markets services, asset-based lending, real estate finance, public finance, commercial leasing and syndicated finance.

## **SMALL BUSINESSES**

Fifth Third Bank is committed to providing a full-range of financial services to small businesses, including lending to help them expand, improve working capital or enter new markets. We are a Small Business Administration (SBA) Preferred Lender. In 2013, our use of the SBA 7a program—general business loans—was up 93 percent year-over-year.





## Featuring Curious Customers

Fifth Third's "Curious Customer" campaign enabled our small business customers to tell us their unique and inspiring stories and to demonstrate the services they provide. Small businesses in 10 markets were asked to share their stories for publication on [www.53.com/curiosityatwork](http://www.53.com/curiosityatwork) and site visitors voted for their favorite between June 10 and Sep. 30, 2013. The first place winner of \$10,000 was **FJM Inc.**, a uniform manufacturer from Dayton, Ohio. **Sun Glo Plating**, a metal plating company located in Clearwater, Fla., took second and \$5,000, with **Nyhart Co.**, an actuary and employee benefits consulting firm from Indianapolis, Ind., taking the \$2,500 third-place prize.

FJM Owner Marlene Miller shared her story: "My late husband, Fred, was a band director and we started out of our basement. We finally decided that wasn't going to do anymore and we rented out some space before constructing our own building in 2005. When we started, an order of 20 uniforms was large. Now we can handle orders of 200 and 300 customized uniforms."

Along the way, the company moved into unfamiliar territory. "What really turned our business around was when we started making flags for the friends of the bands and for color guards. And then we took care of the folks who carry flags and rifles, and the baton twirlers and the dancers." As band routines evolved, so did FJM. "The whole industry was changing. They were asking kids to do a lot more than before. They danced. They ran. So we developed a washable uniform. And it was made so they could move in it and not distort the whole uniform."

The family business

continues to grow and change. Said Miller, "I have twin boys and a daughter and everybody works here. In fact, we just took on a grandchild as well. We go to tradeshow. Our designer is usually there and he'll help potential customers put their ideas together."

Fifth Third has also been part of their success. "You're not quite sure of all the ramifications that could come up as you move along," Miller said. "So you want someone's who's interested in what you're doing and what's happening. We wanted a personal relationship and Fifth Third Bank gave it to us. They have a real hands-on approach."



(2) Fifth Third Bank (Tampa Bay) President and CEO Brian Lamb congratulates Sun Glo President Andrew Pozin for his company's win in the Bank's Curious Customer campaign featuring innovative small businesses.





(3) Fifth Third Bank (South Florida) donated \$40,000 to Florida Gulf Coast University's Small Business Development Center (SBDC). The funds will be used to hire a certified business consultant to serve small business clients at the SBDC. Our bankers will partner with SBDC to provide education on SBA lending and alternative lending.

We also participated effectively in the State Small Business Credit Initiative (SSBCI) in the states of Florida, Illinois, Kentucky, Michigan and Ohio. This program, administered by the U.S. Treasury, allocates dollars to state economic development departments to create need-based loan guarantee programs designed to aid companies in job creation. In our first year in the program, over \$25 million was lent to businesses unable to borrow through conventional means.

In May, we began participation in a Veterans Pledge Initiative with the SBA. The initiative was designed to increase lending to veteran-owned businesses by five percent each year for five years. Our results were extremely encouraging: year-over-year SBA lending volume to veterans increased by 283 percent. Also, of the total loans made within Region 5 (Ohio, Kentucky, Michigan, Indiana, Illinois, Minnesota and Wisconsin), Fifth Third led with 68 percent of the loan total.

In 2013, we wanted to showcase the industriousness of our small business clients and asked our clients to share their stories. We then published them on a special website, [www.53.com/curiosityatwork](http://www.53.com/curiosityatwork), and asked consumers to vote for their favorite. The winning businesses were awarded cash prizes to further augment their business operations and were featured on the website.

The Bank lent more than \$39 billion to businesses of all sizes to foster their growth and enable their hiring plans in 2013.

#### FINANCIAL EMPOWERMENT FOR BUSINESSES

Our Company's commitment to fostering small business development was strengthened in 2013 with the launch of a new financial empowerment resource. The SmallBizU eLearning University is a free online education program for small businesses.

## Fighting Cancer One Swipe at a Time

Statistics show that up to 50 percent of men and 33 percent of women will be directly affected by cancer in our lifetime. National non-profit Stand Up to Cancer (SU2C) takes a unique—some may even say curious—approach to cancer research by supporting scientific collaboration to accelerate innovation and bring new therapies to patients quickly. This approach is consistent with Fifth Third Bank's stated Purpose—to

listen to customers and inspire them with smart financial solutions that continually improve their lives and the well-being of our communities.

Fifth Third Bank began working with Stand Up to Cancer in 2013 when we introduced our SU2C debit and credit cards. Having a SU2C card means that every qualifying purchase helps us support Stand Up to Cancer. Last year, we committed to donating \$400,000



SPOTLIGHT

through our SU2C cards, a commitment we fulfilled. Fifth Third Bank is the exclusive issuer of SU2C cards. ■

## Our Company's commitment to fostering small business development was strengthened in 2013 with the launch of a new financial empowerment resource. The SmallBizU eLearning University is a free online education program for small businesses.

It was launched as a pilot program during last year's National Small Business Week with the Indiana Small Business Development Center (ISBDC).

SmallBizU teaches entrepreneurs and business owners about the three "Ms" of businesses: money, marketing and management. Delivered online, each course includes animated slides with voiceover narration, worksheets and toolsets. It consists of 20 core classes and includes an additional entrepreneurial master class curriculum.

SmallBizU courses on money include *Creating a Loan Package*, *Finding and Attracting Investors* and *Accounting 101*. Management courses include *Crafting a Business Plan*, *Choosing a Legal Structure* and *Buying a Business*. Marketing courses include *Positioning, Pricing and Strategy Tactics* and *Understanding Intellectual Property*.

The master level consists of two training programs called *Pitch Then Plan* and *Money Training Academy*. *Pitch Then Plan* helps translate business ideas into business plans. *Money Training Academy* is a certificate program that teaches the basics of money—where to find it, how to get it and how to manage it. The certificate, once earned, is favorably viewed by banks and investors.

SmallBizU is an online academy created by Enterprise Columbus in 2002. Since the inception of the program, thousands of entrepreneurs and business owners from across the country have utilized the program. Fifth Third Bank underwrote the cost of the program for exclusive use in Indiana in 2013 and will make it available throughout the entire Fifth Third Bank footprint in the coming months.

For our business clients, we also offer EmpowerU, a financial empowerment program delivered directly to our clients as an offering for their employees. EmpowerU classes are 30 minutes long and cover topics like credit score management, identity theft protection, estate planning, insurance, college savings and purchasing or refinancing a home.

### SUPPORTIVE SERVICES

We offer additional value-added programming designed to help businesses of all sizes navigate the changing economic environment. Our local affiliate banks offer economic and investment outlooks, in which our investment professionals offer their insights on the economy. We also offer seminars and workshops to discuss a variety of topics, including cash management, benefits and investments. Through our Enterprise Investment Fund and other funding sources, we support programs that assist start-ups and small businesses with educational and technical assistance. ■



(4) Fifth Third Bank (Southern Indiana) introduced SmallBizU to local entrepreneurs at a breakfast seminar in collaboration with the Indiana Small Business Development Center and Small Business Administration. This was the first of several introductory meetings rolling out SmallBizU within southern Indiana.



# HOW WE SERVE EMPLOYEES

About 20,000 unique and talented individuals make up the Fifth Third family. They are the faces that our customers see in our 1,320 branches, hear on the phone and see out in the community. They represent Fifth Third in who they are, how they work and how they treat other people.

(1) A team from our Southern Indiana affiliate volunteered on Fifth Third Day at the Tri-State Food Bank. They packed 400 boxes of food to be distributed to needy senior citizens. (2) The Asian-American Business Resource Group in eastern Michigan hosted an awards ceremony to honor exemplary Asian Indian businesses. The Michigan Association of Physicians of Indian Origin (MAPI) was the winner of the Humanitarian Award. In the photo are Rakesh Patel (left) and K.C. Joseph (right) of MAPI. Eastern Michigan President & CEO David Girodat is in the middle.

The Company serves employees by cultivating an inclusive work environment, by engaging their energies and talents in our shared Vision and by supporting the causes they care about. In turn, our employees help us serve the community through their financial donations to United Way and arts organizations, and through their extraordinary volunteerism.

Fifth Third strives to deliver the same Value Proposition to employees that we do to customers; that is, we want to be better listeners who demonstrate better ideas, better solutions and better commitment. In living our Value Proposition internally, we believe we are building better teams—and creating a better place to work...a place where everyone can contribute and fulfill roles of value.

In 2013, for the second time, Fifth Third Bank was named a Gallup Great Workplace Award winner. Fifth Third was one of 32 companies across a diverse group of industries to make the grade. Gallup's Great Workplace Award is a significant measure of

## Fifth Third Bank Affiliate Employer of Choice Awards

AFFILIATE AND/OR MARKET	AWARD	DATE
Cincinnati	<b>Top Workplace Award</b> Cincinnati Enquirer	6/2013
Northeastern Ohio (Cleveland)	<b>Top Workplace</b> , Plain Dealer	6/2013
	<b>Pinnacle Award Winner</b> United Way of Summit County	9/2013
Western Pennsylvania	<b>Top Workplace</b> Pittsburgh Post Gazette	9/2013
Tampa Bay	<b>2013 Corporate Philanthropy Award Finalist</b> , Tampa Bay Business Journal	12/12/2013
Central Ohio (Columbus)	<b>Pillar Award</b> , Smart Business Magazine	1/2013
	<b>Best Places to Work</b> Columbus Business First	11/2013
Tennessee	<b>Top Workplace</b> , The Tennessean	6/26/2013
	<b>Top Workplace—Managers Award</b> The Tennessean	6/26/2013
	<b>Workforce Innovation Award</b> Council on Workforce Innovation	9/2013
Southern Indiana	<b>Business of Integrity Torch Award</b> Tri-State Better Business Bureau	11/20/2013
	<b>Best Financial Institutions</b> Evansville Courier & Press	8/19/2013
	<b>Celebration of Leadership Project Award</b> , Leadership Evansville	3/19/2013
Kentucky	<b>Best Workplace Giving Campaign Award</b> , LexArts	11/13/2013
	<b>Community Partner in Philanthropy Award</b> , Business First	9/20/2013
St. Louis	<b>Top Workplace Award</b> St. Louis Post Dispatch	6/2013
Central Florida (Orlando)	<b>Top 100 Companies for Working Families</b> , Orlando Sentinel	9/2013
	<b>Community Service Award</b> , Orlando Sentinel	9/2013
Eastern Michigan	<b>101 Best &amp; Brightest</b> , Michigan Business & Professional Association	10/2013
	<b>Top Workplace</b> , Detroit Free Press	11/2013

(3) Fifth Third Bancorp's Leigh Prop and Pam Rincones at the award ceremony for the Gallup Great Workplace award.



(4) Fifth Third Bancorp Executive Vice President and Chief Information Officer Joe Robinson honored Donna Westerkamp in August on her 60th anniversary with Fifth Third Bank. Westerkamp, who has worked in Adjustments for most of her career, started working at Fifth Third in 1953, a year in which the Fifth Third Bank & Union Trust Company had 24 branches, 627 employees and \$3 million in deposits. Dwight Eisenhower was president when she was hired.







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(5) The Tennessee affiliate provided 74,000 meals for those in need in the Middle Tennessee and Knoxville markets. Employees volunteered at Second Harvest Food Bank, Maplewood High School's Family Resource Center and the Boys & Girls Clubs of the Tennessee Valley. (6) Tampa Bay employees came together to collect enough food to feed more than 5,300 families last year.

## Banding Together to Fight Hunger

Fifth Third Bank employees across our 12 states of operation celebrated Fifth Third Day by providing more than 550,000 meals to fight hunger.

Fifth Third Day is annually celebrated on May 3, 5/3 on the calendar. For more than 20 years, we have used our special holiday to recognize the contributions of our employees, thank our customers and support our communities. Last year was the second year that all of our Company's affiliates banded together in the effort. More than 340,000 meals were provided in 2012.

Each of our affiliates identified needs in their local communities and designed their holiday celebrations. For example, employees in St. Louis volunteered to serve meals at the St. Louis Veterans Home. Fifth Third Bank (Central Ohio) sold paper apples to benefit Children's Hunger Alliance.

In conjunction with the Kane County Cougars, employees in Chicago launched a "Strike Out Hunger" campaign

that encouraged fans to bring non-perishable food items to the ballpark. Many affiliates, including Fifth Third Bank (Georgia) and Fifth Third Bank (Cincinnati) sold "Shields of Recognition" to recognize employee accomplishments as well as make a donation to local food pantries. Fifth Third Bank (South Florida) worked with The Salvation Army to collect non-perishable food items at all local banking centers.

In Orlando, the Fifth Third Bank Summer of Dreams program helped fight against hunger within its overarching mission to help homeless children. Summer of Dreams is a collaborative program that helps children through a 10-week summer camp for kids that provides two meals per day during the summer and a weekend food pack, and school supplies and backpacks for the school year. The Bank's Orlando affiliate helped nearly 1,500 homeless children in Central Florida in 2013, including providing 190,710 meals. ■



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## Gallup's Great Workplace Award signifies that our Company is one of the most engaged, inclusive and productive companies in the world.

employee engagement—the degree to which employees feel connected, valued and supported in their workplace. This honor signifies that our Company is one of the most engaged, inclusive and productive companies in the world.

Fifth Third Bank also accepted the 2013 Disability Matters award, presented by Springboard Consulting LLC. We were recognized in the workforce category, and were honored for initiatives that touch on recruiting and training for people with disabilities, such as Project SEARCH, Fifth Third's transition-to-work program for young adults with cognitive and/or physical disabilities. Fifth Third Bancorp also again received the Employer of the Year Award from the Division on Career Development and Transition, an organization that promotes career development and transition services for persons with disabilities worldwide. The Bank's focus on hiring individuals that help meet business needs—regardless of disability—fosters a culture of engagement and inclusion, where every individual can contribute.

In 2013, inclusion councils and business resource groups were implemented in all the affiliates across the enterprise. More than 17 inclusion councils are in place with more than 60 business resource groups. In Cincinnati, we hosted the fifth annual *Leadership Symposium: Diverse by Design* as part of our commitment to fostering an engaging and inclusive workplace and the communities we serve. As the workforce, workplace and marketplace become increasingly diverse, businesses must reflect customers' and employees' individual needs in products, services and culture. More than 450 attendees from 100 organizations gained insights from inclusion expert advisor Mary-Frances Winters, president & CEO of The Winters Group. The keynote was delivered by ABC News Correspondent John Quiñones, host of Primetime's *What Would You Do?* John shared his experience growing up in a Spanish-speaking household of poor migrant workers in America. In addition, action teams, formed after the 2012 Leadership Symposium, reported on plans to make the Cincinnati region more inclusive in five areas: talent, immigration, minority business enterprises, multicultural leadership and employee resource groups.

Since June 2012, employees have been highlighted monthly in a Company newsletter with a feature called *People Behind the Pin*. Noting the recognizable lapel pin that our employees wear, the feature illustrates the unique backgrounds, interests and perspectives of our employees, and is a meaningful way to showcase the many ways our employees bring their whole selves to work to reach their full potential.

For 20 years, individuals, families and workplaces have joined to expand opportunities and transform the lives of millions of children around the world on National Take Our Daughters and Sons to Work<sup>®</sup> Day. We marked the event on Friday, June 14. The program is more than a career day; it shows children the value of education and helps them envision the possibilities of their future career and family life. ■



### Supporting United Way

**\$8,232,694.73**

Fifth Third Bank's total giving to United Way. Our employees' generosity provided more than \$6.4 million of this figure.



(7) Teddy Kremer, honorary batboy for the Cincinnati Reds and a Fifth Third Bank Project SEARCH graduate, spoke at the seventh annual Project SEARCH International Conference last year. Fifth Third Bank (Cincinnati) was a presenting sponsor of the event, as well as a founding partner of the Project SEARCH program.

# HOW WE SERVE THE ENVIRONMENT

Our employees were a catalyst for our Company to pursue greater environmental awareness several years ago. Their activism within our walls led to the creation of an environmental sustainability program in 2011 and set off a chain reaction of progress and successes.



(1) Fifth Third Bancorp Vice Chairman & CEO Kevin Kabat (right) accepted a 2013 Power Partner Award from Jim Henning, Duke Energy state president-Ohio and Kentucky (left).

In 2013, we worked to reduce our energy consumption and greenhouse gas emissions, increase our use of green building practices, support renewable energy, expand recycling and help our communities become more sustainable.

## ENERGY CONSUMPTION & EMISSIONS

As a large operator of facilities, we made investments that allowed us to use energy more efficiently. Key 2013 projects included upgrading HVAC equipment and related systems at three of our largest buildings. These investments, along with other factors, helped reduce our energy use compared to our baseline year of 2007. In 2013, electricity consumption at facilities where Fifth Third receives an energy bill fell 46 million kilowatt-hours (19 percent) relative to 2007. These facilities also reduced natural gas consumption by 210,000 million British thermal units (43 percent) relative to 2007. Based on the average emissions factors for electric power and natural gas in the United States, these energy savings correspond to a reduction in carbon dioxide emissions of 43,000 metric tons (27 percent) relative to 2007 emissions from these sources.

We also improved the methods we use to estimate our greenhouse gas emissions at locations where we are not directly billed for energy consumption (typically leased locations). Also, as part of our 2013 submission to the Carbon Disclosure Project (CDP), we had our Scope 1 and Scope 2 greenhouse gas emissions independently verified to ensure the integrity of our methodology. This helped increase our CDP Disclosure Score to 86 on a 100-point scale. We continue to monitor climate change-related developments as we work to improve our ability to manage the risks and opportunities related to climate change.



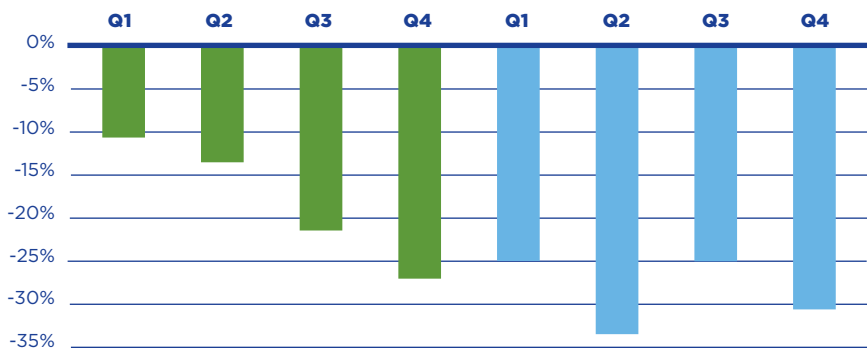


## Madisonville Campus Recycling Program

Fifth Third Bank's Madisonville campus launched a comprehensive recycling and composting program in November 2011. In 2013, the amount of waste sent to the landfill decreased 27% compared to 2011.

### REDUCTION IN LANDFILL DISPOSAL COMPARED TO 2011

● Total 2012 Reduction: **-18.2%** ● Total 2013 Reduction: **-28.5%**



(2) The Fifth Third Bank Wilmington Banking Center in Wilmington, Ohio was designated LEED Certified. (3) Workers installed new HVAC equipment on the roof of the George A. Schaefer, Jr. Operations Center in the Madisonville neighborhood of Cincinnati. (4) We began replacing large air handling units at Fifth Third Center in downtown Cincinnati in 2013.



Fifth Third continued efforts to reduce its waste footprint and increase recycling availability. In 2013, we introduced recycling to 1,045 banking centers. This significant expansion brought recycling and increased environmental awareness to 85 percent of our banking centers nationwide.

#### GREEN BUILDING

In 2013, 12 of our banking centers earned Leadership in Energy & Environmental Design (LEED®) recognition from the U.S. Green Building Council® (USGBC), including six that earned LEED Silver. This increased our number of LEED certified facilities to 17.



As we work to make all of our newly-planned, newly-built banking centers LEED certified, we became a corporate member of the U.S. Green Building Council and we began preparing two LEED Volume applications to more fully integrate LEED into the company's business practices.

#### RENEWABLE ENERGY

We supported renewable energy by purchasing renewable energy certificates (RECs) and financing renewable energy projects and companies. First, we purchased 60 million kilowatt-hours of RECs. Equivalent to 30 percent of the electricity consumption for which we are billed directly, the RECs are associated with the Lost Creek Wind Project in Missouri, a state where we do business. This purchase led the U.S. Environmental



(5) Employees from our Georgia affiliate volunteered at a community garden, which promotes sustainable practices. It is supported by the Atlanta Community Food Bank.

## Fifth Third Bank (North Carolina) Funded a 2.3-Megawatt Solar Project

In 2013, Fifth Third Bank (North Carolina) provided \$4 million in construction financing to Charlotte-based Argand Energy Solutions, LLC to support the 2.3-Megawatt Franklin Solar Farm in Louisburg, N.C. This utility-scale solar project covers 12 acres northeast of Raleigh, consists of roughly 7,700 solar panels and will generate enough energy

annually to meet the needs of more than 250 homes.

Argand Energy Solutions President & CEO Erik Lensch said, "These types of projects are a win-win for everyone—the landowner gets income, the county gets more tax revenue and North Carolina benefits, as companies like Argand hire and train more workers for solar installations." ■

SPOTLIGHT





Protection Agency (EPA) to recognize Fifth Third Bank as a Green Power Partner and as a member of EPA's Green Power Leadership Club. We were also ranked as the 29th largest purchaser of green power in the EPA's September

2013 Fortune 500® Partners List. Our purchase also helped the City of Cincinnati be recognized as a 2013 Green Power Community of the Year.

Second, we expanded our financing for renewable energy in 2013 by providing in excess of \$40 million to finance the construction and operation of utility-scale solar farms in North Carolina and Tennessee, including the 2.3-Megawatt Franklin Solar Farm. The electricity produced from these projects was sold to Duke Energy and the Tennessee Valley Authority.

**WASTE REDUCTION AND RECYCLING**

Fifth Third continued efforts to reduce its waste footprint and increase recycling availability. In 2013, we introduced recycling to 1,045 banking centers. This significant expansion brought recycling and increased environmental awareness to 85 percent of our banking centers nationwide.

Among our headquarter facilities, the Madisonville Campus in Cincinnati continued to increase its landfill diversion rate to 28.5 percent compared to 2011 levels. This performance and strong employee engagement led the campus to be named a finalist and the winner of the People's Choice Award in the 2013 Green Business Awards co-sponsored by the Cincinnati Business Courier and the USGBC Cincinnati Regional Chapter.

**ADVANCING SUSTAINABILITY**

Fifth Third continues to expand its involvement in regional sustainability efforts. A founding member of the Greater Cincinnati Green Business Council, we served as vice chair in 2013 and helped prepare a toolkit to introduce small and medium-size companies to the benefits of benchmarking the energy performance of their facilities.



We also continued to participate in Green Umbrella, the regional sustainability alliance for greater Cincinnati. Through these and other efforts, Fifth Third is helping to show businesses and organizations that improving environmental performance can provide economic and quality of life benefits that strengthen our communities.

And while this is a growing focus for us in our headquarters market, we are following in the footsteps of our affiliates and employees who have supported local environmental efforts for many years. Many supported environmental events in April to acknowledge and celebrate Earth Day. Many also incorporated sustainability into the Company's all-employee effort to fight hunger in May by creating, cultivating or harvesting community gardens that provide wholesome, locally-grown food to markets and shelters. ■



(6) Our Company purchased 60 million kilowatt hours of renewable energy certificates (RECs) associated with the Lost Creek Wind Farm in Missouri. (7) The Fifth Third Bank University Banking Center in Cincinnati was designated LEED Silver.



Our **Vision** is: To be the One Bank people most value and trust.

Our **Purpose** is: To listen to our customers and inspire them with smart financial solutions that continually improve their lives and the well-being of our communities.

Our **Value Proposition** centers around:

**BETTER LISTENERS.**

We take the time to listen and understand customers' specific needs so we can serve them better.

**BETTER SOLUTIONS.**

We work with our customers and partner with our colleagues to deliver a complete and pragmatic solution.

**BETTER IDEAS.**

We are focused on helping our customers with smart ideas, education and solutions—we develop ideas that make them and us successful.

**BETTER COMMITMENT.**

We seek to markedly improve the lives of our customers and communities.

