

ANNUAL REPORT
2012



STRAIGHTFORWARD
BANKING

CORPORATE PROFILE

Fifth Third Bancorp is a diversified financial services company headquartered in Cincinnati, Ohio. As of December 31, 2012, the Company had \$122 billion in assets and operated 15 affiliates with 1,325 full-service Banking Centers, including 106 Bank Mart® locations open seven days a week inside select grocery stores and 2,415 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 33% interest in Vantiv Holding, LLC. Fifth Third is among the largest money managers in the Midwest and, as of December 31, 2012, had \$308 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. Fifth Third's common stock is traded on the NASDAQ® National Global Select Market under the symbol "FITB." Member FDIC.



A Message To Our Shareholders

Dear Fifth Third Shareholders,

2012 brought important clarity on a number of fronts and demonstrated the strength and resilience of our business model. Fifth Third's overall financial results included the second highest net income in our history, with returns that approached those associated with a normalized environment. Although there is still more work to do, we have significant momentum in the business.

The past several years have brought a transformation to the banking and financial services industries that has introduced uncertainty and required a significant amount of adaptation on the part of banks. However, many important regulatory and legislative requirements have been finalized and adapted to, or have at least been proposed so that business plans can be made with the rules in mind. The election was another significant source of uncertainty for businesses and consumers and it is now behind us.

The challenges for Fifth Third and the industry are also clearer. Most critically, financial services firms, including banks, must address the effects of the financial crisis on their reputations and regain the public's trust. We also face an anemic economic recovery. Interest rates will almost certainly remain historically low for several more years – which is detrimental to bank earnings – and there are significant federal and local budget issues that must be resolved.

At Fifth Third, we rise to these challenges each day. The environment demands new ways of doing business; we develop innovative solutions that drive value for our customers and sustainable revenue for our Company. It demands simplicity; we offer products and services that are straightforward and fairly priced. It demands agility; our unique affiliate model combines a responsive, local and customer-oriented approach with the efficiencies of a centralized operating platform. Market leaders and boards of directors in each of our 15 affiliates provide an intimate understanding of dynamics across our footprint. We leverage our size to provide efficient functional support while maintaining a local focus. This approach, we believe, is the source of our competitive advantage. We are able to build stronger customer relationships while benefiting from economies of scale without the complexity associated with being a mega-bank. We believe that these traits will be key to our success in 2013 and beyond.



Kevin T. Kabat


Vice Chairman and
Chief Executive Officer

Our efforts to meet the demands of the new landscape align with our belief that favorably differentiated banks with consistent, focused execution will be rewarded. The back-to-basics operating environment is well-suited for our culture, our business model and our practices. We provide critically important products and services to individuals and businesses, including financial advice, safekeeping of assets and funding for life's key moments. Banks that do the right things for their customers – listening to them, focusing on building relationships rather than transaction volume, and holding themselves accountable – will be rewarded as they earn their customers' and the public's trust.

Throughout the last five years or so, we have continued to invest in our businesses and to update our sales processes. We believe that this attention to the future was critical and the right course of action, despite being difficult at times, particularly during the crisis. The effects of this focus were evident in our 2012 results. Net income available to common shareholders increased 41 percent compared with 2011 and Fifth Third earned a return on assets of 1.3 percent. High-quality loan growth, solid fee income production, expense discipline and credit improvement contributed to our strong results – results that enabled us to increase our return of capital to shareholders through dividends and share buybacks. Total capital returned to common shareholders increased by more than 275 percent from 2011 to nearly \$1 billion while we continued to increase lending activity and maintained strong capital levels.

Despite the demands faced by the industry, we never lost sight of our goals to improve customer satisfaction and employee engagement. Fifth Third Bank ranked second in 2012 on the Ponemon Institute's list of the Most Trusted Retail Banks for Privacy for 2011. Additionally, Fifth Third Bank's 2012 Retail Banking Customer Satisfaction score, as measured by J.D. Power and Associates, improved 10 points from last year, and remains strong among our peers. These analyses and those of other third-party research firms validate our work to improve the customer experience, which corresponds with higher customer loyalty and improved financial results.

Customer satisfaction extends past components like problem resolution, loyalty and retention. It reflects the whole experience, no matter how our services are accessed. We continue to make investments in our distribution network through both traditional and newer channels. We opened 15 banking centers in areas we have identified as growth or underserved markets, relocated eight banking centers and upgraded approximately 40 percent of our ATMs with image capture capability. We are constantly looking to new technologies and methodologies to better serve our customers. We have found that customers who use our mobile products have lower attrition rates and add more value to the Bank than non-users. To that end, we made enhancements to our mobile apps, including the ability to deposit checks by taking a picture using an iPhone, and real-time alerts, such as transactional updates for credit card, debit card and ATM usage.



Banks that do the right things for their customers – listening to them, focusing on building relationships rather than transaction volume, and holding themselves accountable – will be rewarded as they earn their customers' and the public's trust.

Customer feedback has been positive and adoption rates of these services continue to increase. We are competitive with others in the industry with our mobile offerings and we will continue to expand and differentiate our distribution channels.

Although consumers increasingly select self-service transactions, our physical presence via banking centers and employees is a critical component of our ability to deliver value-added services. When we talk about building trust and relationships with our customers, the responsibility starts with management and ultimately rests with our employees, the face of our Company. We have the right people at Fifth Third to make it happen. Our workforce is energetic, smart, curious and engaged. We demonstrated continued improvement on our employee engagement scores as measured by Gallup, which increased nearly 20 percent from 2005 when we started measuring engagement, and are now in the top quartile of Gallup's employee engagement database. This is a significant increase and indicates that our efforts are having a strong impact with employees.

As with employee engagement, our efforts to simplify our deposit products in 2012 support a number of changes we have made to become a more customer-centric organization. In simplifying product offerings to better serve our Retail customers, we reduced nearly 40 types of checking and savings accounts – mostly legacy products accumulated over time and through acquisitions – to five core checking and three core savings products. We designed relationship-based alternatives that fit the way customers prefer to do business with us, and we simplified our service charges, eliminating certain daily overdraft and early account closure fees, among others, to make our products even more attractive. The products introduced and the policy changes made as part of this reconfiguration were driven by direct customer feedback. The new product set streamlines work for our employees and simplifies

choices for customers. This approach squarely puts our customers first, in concert with our aim to be the first choice and trusted advisor for all of our customers. Early feedback has validated our expectations – that engaging in conversations with our customers leads to opportunities for deeper banking relationships. The value of these relationships is not simply derived from a single product or line of business, but represents the total opportunity across the Bank. We have successfully converted customers in six of our markets and we expect to complete the roll-out in the first half of 2013.

I look back on 2012 and see the benefits of our investments, starting with our strategic plan before the financial crisis and continuing through it. We adopted new technologies. We developed strong market positions and further invested in our broad product offering. We are on a clear path forward, with great momentum and the capacity and ability to continue to improve market shares. We believe that the differentiating factors of Fifth Third are now, and in the future will be, recognized in the market. In 2012, Fifth Third's total shareholder return (stock price plus dividends) increased 23 percent, which outperformed the S&P Banks index, up 21 percent, and the broader S&P 500 index, up 16 percent.

SUMMARY OF 2012 RESULTS

Fifth Third's 2012 financial results reflected our strong competitive position and profitable business model. We reported full year net income available to common shareholders of \$1.5 billion, the highest since 2005, and pre-provision net revenue* of \$2.5 billion. Although the low interest rate environment and other environmental costs present near-term challenges, return on assets of 1.3 percent was just within our long-term target range for a more normalized environment, and return on average common equity was 11.6 percent, compared with 9.0 percent for 2011. Our efficiency ratio (expenses as a percent-

* Non-GAAP measure. For further information, see the Non-GAAP Financial Measures section of MD&A.

age of revenue) of 61.7 percent also remains higher than our longer-term expectation for a more normal operating environment. We will continue to carefully manage expenses in the context of the business and revenue environment.

Credit metrics continued to improve across the board. Full year net charge-offs of \$704 million declined 40 percent to 85 bps of average portfolio loans and leases, the lowest level in five years. Non-performing assets, including those held-for-sale, of \$1.3 billion declined \$639 million, or 33 percent. At year-end, total delinquencies excluding nonaccrual of \$525 million were at their lowest level since the second quarter of 2004. This improvement in credit trends led to a reduction in our loan loss reserves of \$401 million during 2012, while at the same time producing strong coverage ratios, at 2.16 percent of portfolio loans and 180 percent of nonperforming portfolio loans.

Net interest income remained stable despite the challenging interest rate environment, up 1 percent compared with 2011, and benefited from our focus on growing interest earning assets while we manage interest rate risk. Net interest margin was 3.55

percent and, although we expect additional margin compression given the interest rate environment, we expect it to remain manageable due to our relatively neutral interest rate risk profile.

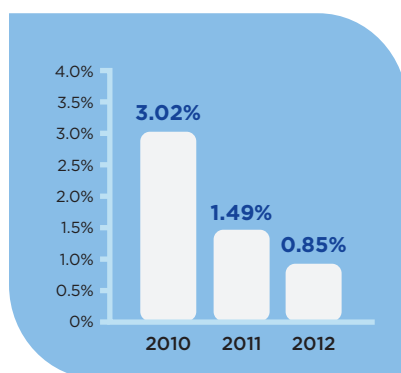
Total loan growth at year-end of 6 percent was driven by higher origination volume particularly in commercial and industrial (C&I), residential mortgage and automobile loans. Average commercial loans increased 6 percent from 2011, with average C&I loan growth of \$4 billion, up 15 percent. In 2012, we expanded our Commercial capabilities by establishing a specialized energy industry lending group and remained focused on the healthcare industry, with our continued investment in new products to help hospitals and medical practices streamline their collection cycles and accelerate their cash flows.

Average consumer loans increased 5 percent from 2011, largely due to average residential mortgage loan growth of 18 percent. Our mortgage business benefited from increased refinancing due to low rates and originations related to the government's HARP 2.0 program, which represented nearly 20 percent of total mortgage originations. We continue to see opportunities in the mortgage business with

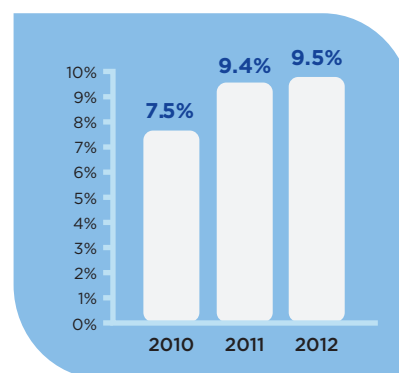
**NET INCOME AVAILABLE
TO COMMON SHAREHOLDERS**



NET CHARGE-OFF RATIO



TIER 1 COMMON EQUITY*



the ongoing housing market recovery and across the Bank as we deepen relationships with many of these customers. Also within the consumer portfolio, average auto loans increased 4 percent from 2011, and benefited from our continuous presence in the indirect auto market and our expanding footprint, which now reaches 45 states. Average credit card balances increased 5 percent from 2011. Originations of our DUO Card represent an important component of our total card production and we continue to bring new offerings to market. One example is Access 360°, our differentiated prepaid, reloadable card that gives customers the flexibility to bank on their terms. Both of these cards are natural complements to our product suite and represent another example of listening to what our customers want and providing it to them in an effective way.

Deposit growth in 2012 was also robust and benefited from our focus on new customer acquisition and household growth. Average transaction deposit account balances (primarily demand, savings and money market accounts) increased in 2012 by \$6 billion, or 8 percent, and average core deposits increased by \$4 billion, or 5 percent.

Noninterest income represented about 45 percent of the Company's total revenue. Consistent with strength in loan production, we have seen strong fee income in mortgage banking net revenue and corporate banking revenue. Mortgage banking net revenue grew 41 percent from 2011. This outstanding result is attributable to our ability to capture market opportunities while interest rate movements and government programs increased the demand for new mortgages and refinancing. Corporate banking revenue grew 18 percent from 2011. We know that today's businesses have needs that extend beyond traditional commercial bank offerings. That is why we have come to market with smart, new business solutions that incorporate modern technology and facilitate tailored solutions for our customers. For example, our Remote Currency Manager, a treasury

management product that enables customers to maximize cash flow while boosting cash management, eclipsed 7,000 locations during the year and generated annual revenue of about \$13 million.

Our Investment Advisors business contributed about 12 percent of fee income. Total assets under care increased to more than \$300 billion as a result of growth in the Private Bank, Institutional Services and Fifth Third Securities. This business benefits from a highly experienced sales force, a continued focus on attracting top talent, and growth in the number of profitable households. In the third quarter of 2012, we completed the sale of our money market mutual funds to Federated Investors and our retail stock and bond funds to Touchstone. These transactions enable Fifth Third Asset Management to focus on institutional money management and reinforce our commitment to an open architecture advisory model. They provide another example of how we have simplified and focused our operating model and are increasing the value proposition to customers, which ultimately benefits our shareholders.

Another significant transaction for Fifth Third in 2012 was Vantiv, Inc.'s initial public offering (IPO). This IPO was part of a process that began four years ago with our decision to sell an interest in Fifth Third Processing Solutions. We believed then that the growth of the business would be accelerated by enabling it to operate independently, and that is exactly what has happened. Vantiv nearly doubled its revenue since 2008, which also included the benefit of several acquisitions that would have been difficult to accomplish had the processing business remained a fully consolidated subsidiary of the Bank. In the second half of 2012 we sold a portion of our Class A shares of Vantiv common stock to further monetize our ownership position in Vantiv. These transactions have strengthened our Company by increasing our focus and core strengths and have led to the creation of a strong and well-positioned new public company in Vantiv. We continue to own a 33 percent interest in

Vantiv, whose market capitalization was \$4.6 billion at year-end. This is a valuable stake relative to our market capitalization and we have significant flexibility in our future actions and our options for deploying that capital.

Our strong earnings results produce high rates of internal capital generation, which have been supplemented by the Vantiv gains. Our capital levels substantially exceed required regulatory well-capitalized minimums and proposed future standards. These characteristics position Fifth Third with the ability to distribute excess capital to shareholders while maintaining already strong capital levels. In 2012, we increased our quarterly dividend to \$0.10, which moved us closer to levels consistent with the Federal Reserve's near-term dividend payout ratio guidance of 30 percent. In addition, under our 2012 capital plan approved during the Federal Reserve's Comprehensive Capital Analysis and Review, we repurchased \$475 million of common shares and also repurchased \$175 million of common shares as a result of gains on the sale of Vantiv shares. Despite these repurchases, our Tier 1 common ratio* increased 16 bps in 2012 to 9.5 percent, and our Tier 1 risk-based capital ratio was 10.7 percent at year-end compared with the 6 percent regulatory well-capitalized minimum.

We believe we are well-positioned to continue the momentum reflected in a profitable 2012, and our business model has a demonstrated ability to generate organic growth even in a challenging environment. The economy is recovering, albeit slowly, and we are well-suited to take advantage of marketplace developments and opportunities. Our employees are determined, ready and able to meet the demands of the environment and I thank them for their dedication to Fifth Third, our customers and our shareholders. Our workforce is more engaged than ever and is committed to providing a top-notch customer experience that incorporates customers' input and delivers innovative solutions. We share a vision for Fifth Third to be the one bank that people most value and trust. As we work to achieve this vision, I am confident that through a thoughtful, straightforward and balanced approach, our Company will be an industry leader into the future.

Sincerely,



Kevin T. Kabat
Vice Chairman and Chief Executive Officer
February 2013

We believe we are well-positioned to continue the momentum reflected in a profitable 2012, and our business model has a demonstrated ability to generate organic growth even in a challenging environment.

Financial Empowerment

Our Company desires to empower people financially and enhance our reputation for doing so. While our bankers work tirelessly every day to provide the quality service, products and knowledge that our clients need to be successful, we realize that more needs to be done within the broader community.

We have invested significant financial and human resources into financial empowerment programs. The effort took hold in 2004 but has solidified in recent years as the need for financial education became apparent in the U.S. Fifth Third Bank offers a full spectrum of financial empowerment programs that start with children so they can develop sound, life-long habits.

The Young Bankers Club is a financial literacy program for elementary students. Originally launched in 2004, it was completely revised and updated in 2012 to meet new and evolving national academic standards. The program teaches a foundation of responsibility, financial basics, and education that carries students forward.

When students enter eighth grade, our partnership with the American Bankers Association's *Teach Children to Save* program supports good financial practices and understanding of the economic world. With an emphasis on saving money and delaying gratification, this program helps pre-teens appreciate the value of hard work and reaping due rewards.

In high school, our alliance with Dave Ramsey, arguably one of the country's most influential financial experts, educates teens who are embarking on college and adulthood. We sponsor Ramsey's financial education curriculum, *Foundations in Personal Finance*, throughout our footprint. In 2012, we invested \$2.2 million to bring the program to more than 1,800 high schools. We reached more than 270,000 students and count every one as a life potentially changed for the better. Our alliance with The Lampo Group has educated more than 400,000 students since 2010.

Many adults also need assistance. Partnering with local community organizations, our two 40-foot Financial Empowerment mobiles traveled into 88 underserved communities in 2012. The 29,000 people who boarded our eBuses received credit counseling, foreclosure avoidance training, or gained access to quality banking services.

In 2012 we piloted an industry-first program with NextJob, a nationwide re-employment company, that gave some of our distressed mortgage borrowers job search assistance fully funded by the Bank. Knowing that nearly half of mortgage delinquencies are due to job loss, we recognized an opportunity to assist our customers in re-gaining financial stability. The pilot resulted in 40 percent of participants finding a full-time job, and we plan to expand the program in 2013.



Young Bankers Club students visited a Fifth Third Banking Center in Central Ohio to learn check-writing basics.

Branch Banking



2012 BRANCH BANKING HIGHLIGHTS

\$2.2 Billion
TOTAL REVENUE

\$19.5 Billion
AVERAGE LOANS

\$46.3 Billion
AVERAGE CORE DEPOSITS

1,325
FULL-SERVICE
BANKING CENTERS

2,415
ATMs

1.7 Million
ONLINE BANKING
CUSTOMERS

BUSINESS DESCRIPTION

Our Retail bank provides the ability to reach all customer segments and produce the largest number of customer interactions for the Company. Although our Branch Banking services now extend beyond a physical location to an online and mobile presence, customers continue to turn to our banking centers for checking and savings accounts, home equity loans and lines of credit, credit cards, direct loans for automobiles, and other personal financing needs, as well as products for small businesses, including cash management. Our Retail channels introduce Fifth Third to customers and are often the first step in building a valued and lasting relationship with Fifth Third Bank.

CUSTOMER FOCUS

The more we understand our customers' needs, their families' needs, and their business needs, the better we can serve them. Our goal is to make comprehensive offerings available, along a value continuum that customers want, and to create deeper relationships as a result. In 2012, we introduced new solutions that eliminate complexity and make banking a better experience and a better value for everyone. This includes our simplified deposit products, a reloadable prepaid card called Access 360°, and continued enhancements to our online and mobile banking platforms.

For business customers, Fifth Third's Branch Banking provides a robust resource that in 2012 was ranked first by Ath Power Consulting for Small Business Banking Advocacy. We get to know our customers. We assess their changing needs in a changing environment, and we address those needs with smart, specific financial solutions on everything from loans to treasury management to employee savings plans and banking programs.

STRATEGY

Listening is the foundation of our Branch Banking strategy. We ask questions to learn where customers are now, where they want to go, and how we can help them get there.

Customers want simplicity, straight-forward products, good value and a relationship.

At Fifth Third, our holistic approach to Retail banking puts the customer first and solidifies our position as a trusted financial partner.

Consumer Lending

BUSINESS DESCRIPTION

Our Consumer Lending solutions enable customers to achieve their goals. Mortgages, home equity loans and lines, student loans, and auto loans that are originated through a network of auto dealers positively impact not only our customers, but also the communities in which they live.

CUSTOMER FOCUS

Buying a car or house, financing an education and building a future are deeply personal events. Fifth Third's loan products are designed to be just as personal.

Each customer and situation is different. We consistently work with borrowers to understand their finances and their goals. We provide expert advice from an integrated team, dedicated service from resourceful employees, and smart solutions that are tailored to the customer. This may include options that can help customers pay off a loan faster by refinancing to a shorter term or lowering a rate to reduce the payment. We are committed to working with customers to create beneficial outcomes.

STRATEGY

To evolve with the dynamic marketplace and meet our customers' changing needs, we continue to adjust our offerings. For example, in response to customer feedback, our mortgage company launched a state-of-the-art notification system that automatically updates customers on the status of their loans via email and online. And from the start, we provide ample resources to make the process of obtaining a loan less daunting. We make application checklists, loan calculators, and tools such as frequently asked questions available online so that customers can access them at any time, from anywhere.

It is important for us to be trusted and valued over the life of the loans we make, and hopefully, for many years beyond. Our professional bankers are committed to understanding our customers' unique needs, providing options, and choosing the best solution. In 2012, we maintained our mortgage origination market share within the top 20, with originations of \$25.2 billion, up 35 percent from \$18.6 billion in 2011, and we remained a top-five market share leader within the non-captive prime auto lending space.



2012 CONSUMER LENDING HIGHLIGHTS

\$1.2 Billion
TOTAL REVENUE

\$22.0 Billion
AVERAGE LOANS

\$77.3 Billion
MORTGAGE SERVICING
PORTFOLIO

8,856
DEALER INDIRECT AUTO
LENDING NETWORK

Commercial Banking



2012 COMMERCIAL BANKING HIGHLIGHTS

\$2.2 Billion
TOTAL REVENUE

\$41.4 Billion
AVERAGE LOANS

\$26.6 Billion
AVERAGE CORE DEPOSITS

865
LARGE CORPORATE
CLIENT RELATIONSHIPS

2,245
LEAD MIDDLE MARKET
CLIENT RELATIONSHIPS

8,100
TREASURY MANAGEMENT
LEAD ACCOUNTS

BUSINESS DESCRIPTION

Fifth Third's Commercial line of business builds relationships with business, government and professional customers with customized financial solutions. We provide banking, working capital, and financial services to middle-market, mid-corporate, and large organizations. With customers ranging in size from those with \$20 million in annual revenue to some of the world's largest companies, our bankers are valued partners in our customers' financial success. We offer traditional lending and depository products as well as 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.

CUSTOMER FOCUS

Serving customers well requires understanding them. We know, for example, that customers want more than products from their bank. They want ideas that contribute to their success. They want results. Our Commercial team delivers with innovations such as:

- Our Remote Currency Manager, which automates cash handling in the marketplace and processed \$6.5 billion in transactions in 2012.
- Our use of EMV chip technology, which is a compliant chip for commercial cards that allows businesses to authorize transactions more efficiently while traveling abroad and improves the security of international transactions.
- Our unique approach to the healthcare segment, with industry experts across the country and specialized products like the RevLink Solutions platform.
- And now our energy-focused group that offers an experienced team to build strong relationships and customized services for companies in petroleum and natural gas production, processing and distribution industries.

STRATEGY

We have demonstrated commitment to our customers by increasing staffing for the mid-corporate segment, which targets clients with \$200 million to \$2 billion in revenue, working closely with our customer executives, and expanding our expertise in specific industry categories.

Expertise, experience, innovation and trust are valued in the marketplace. They are assets customers value as they work to build their business. We will continue to leverage these assets for the good of the Bank and the communities we serve.

Investment Advisors

BUSINESS DESCRIPTION

Our Investment Advisors segment is comprised of five distinct businesses, each tailored to the unique needs of its customers. Fifth Third Private Bank, Fifth Third Securities, Fifth Third Asset Management, Fifth Third Institutional Services and Fifth Third Insurance put more than 100 years of experience to work to help individual, business and institutional clients build and manage their wealth.

CLIENT FOCUS

Better ideas – and better solutions – begin with better listening. We take the time to listen, understand and collaborate. We are trusted advisors whose specialized approach acknowledges the needs, goals and expectations of our clients:

- Fifth Third Private Bank serves the complex financial needs of the Bank's most affluent clients, with teams of professionals dedicated to helping clients achieve their financial goals.
- Fifth Third Securities helps individuals and families at every stage of their lives, offering retirement, investment and education planning, managed money, annuities and transactional brokerage services.
- Fifth Third Insurance helps clients minimize risk and protect wealth through insurance products and services such as life insurance, long-term care insurance, disability income protection and annuities.
- Fifth Third Asset Management provides asset management services to institutional clients.
- Fifth Third Institutional Services provides consulting, investment and record-keeping services for corporations, financial institutions, foundations, endowments and not-for-profit organizations. Products include retirement plans, endowment management, planned giving and global and domestic custody services.

STRATEGY

Listening to our clients is at the heart of our strategy. This helps us build deeper relationships and fully understand their unique needs. These insights give us the information we need to offer the best ideas, education and solutions to help our clients achieve their financial goals.

Collaboration with our Retail, Commercial and Business Banking partners adds even more value, providing comprehensive financial advice for our clients and serving their wealth management needs. By leveraging our internal company partnerships, Investment Advisors provides our clients with complete, powerful financial solutions from one trusted advisor.



2012 INVESTMENT ADVISORS HIGHLIGHTS

\$513 Million
TOTAL REVENUE

\$1.9 Billion
AVERAGE LOANS

\$7.7 Billion
AVERAGE CORE DEPOSITS

\$27 Billion
ASSETS UNDER MANAGEMENT

\$308 Billion
ASSETS UNDER CARE

Community Outreach

Supporting the community is integral to our business. We appreciate that the stronger the community is, the stronger our Bank can be. Quite simply, our employee family lives and works where our customers do, so we have a vested interest in building vibrant communities.

PHILANTHROPY

We were the first financial institution in the United States to establish a corporate foundation in 1948. The Fifth Third Foundation funds non-profit and community organizations focused on education, community development, health and human services, and the arts, including significant funding for United Way. In 2012, the Bank's corporate and employee donations to United Way totaled more than \$9 million. The Foundation also provides annual college scholarships to our employees' children and matches employee gifts to institutes of higher learning. Our Company also operates a separate Foundation Office, through which we administer 70 private and family foundations.

VOLUNTEERISM

Our employees make the Bank's greatest impact in the community. They augment our financial community sponsorships by getting personally involved in causes ranging from walks supporting physical and mental health to various improvement and beautification projects. On May 3 of each year, our entire employee family celebrates Fifth Third Day – or 5/3 on the calendar – by feeding the hungry in our 12-state market. In 2012, employees provided more than 360,000 free meals to needy families.

SUSTAINABILITY

We respect our natural environment. We introduced recycling to an additional 2,500 employees at 21 facilities in 2012, an effort that built upon a landmark recycling and food scrap composting program launched a year prior at our 5,000-employee campus in Cincinnati, Ohio. We now have five LEED certified banking centers and have incorporated LEED requirements into future branch builds. Our greenhouse gas emissions have fallen 17 percent since 2007 while our support for green power, in the form of Renewable Energy Certificates (RECs), increased from 3 percent to 30 percent between 2011 and 2012.

INVESTMENTS

The Bank funded \$391.9 million in affordable housing and community redevelopment projects through the Fifth Third Community Development Corporation, and funded economic growth through investments of \$977,500 through our Enterprise Investment Fund.

The 2012 Corporate Social Responsibility Report will be available in May 2013.



Fifth Third Bank's North Carolina employees collected and sorted food to support the **2012 BANK-TO-BANK Food Drive** benefiting the Second Harvest Food Bank of Metrolina.

2012 Financial Highlights

FOR THE YEARS ENDED DECEMBER 31

\$ in millions, except per share data

	2012	2011	2010
EARNINGS AND DIVIDENDS			
Net income attributable to Bancorp	\$ 1,576	\$ 1,297	\$ 753
Common dividends declared	325	257	32
Preferred dividends declared	35	50	205
PER COMMON SHARE			
Earnings	\$ 1.69	\$ 1.20	\$ 0.63
Diluted earnings	1.66	1.18	0.63
Cash dividends	0.36	0.28	0.04
Book value per share	15.10	13.92	13.06
AT YEAR-END			
Assets	\$ 121,894	\$ 116,967	\$ 111,007
Total Loans and Leases (incl. held-for-sale)	88,721	83,972	79,707
Deposits	89,517	85,710	81,648
Bancorp Shareholder's Equity	13,716	13,201	14,051
KEY RATIOS			
Net Interest Margin (FTE)	3.55%	3.66%	3.66%
Efficiency Ratio (FTE)	61.7%	62.3%	60.7%
Tier 1 Common Ratio*	9.51%	9.35%	7.48%
Tier 1 Ratio	10.65%	11.91%	13.88%
Total Capital Ratio	14.42%	16.09%	18.08%
ACTUALS			
Common Shares Outstanding (000's)	882,152	919,804	796,273
Banking Centers	1,325	1,316	1,312
ATMs	2,415	2,425	2,445
Full-Time Equivalent Employees	20,798	21,334	20,838

	2012			2011		
	HIGH	LOW	DIVIDENDS DECLARED PER SHARE	HIGH	LOW	DIVIDENDS DECLARED PER SHARE
STOCK PERFORMANCE						
Fourth Quarter	\$ 16.16	\$ 13.75	\$ 0.10	\$ 13.08	\$ 9.60	\$ 0.08
Third Quarter	15.95	13.07	0.10	13.09	9.13	0.08
Second Quarter	14.67	12.04	0.08	14.15	11.88	0.06
First Quarter	14.73	12.78	0.08	15.75	13.25	0.06

Fifth Third's common stock is traded on the NASDAQ® National Global Select Market under the symbol "FITB."

CORPORATE ADDRESS

Fifth Third Bancorp
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Cincinnati, OH 45263
Website: www.53.com
Telephone: 1-800-972-3030

TRANSFER AGENT

American Stock Transfer and Trust Company, LLC.

For Correspondence:

6201 15th Ave.

Brooklyn, NY 11219

Website: www.amstock.com

Telephone: 1-888-294-8285

For Dividend Reinvestment and Direct Stock Purchase Plan Transaction Processing:

P.O. Box 922

Wall Street Station

New York, NY 10269-0560

* Non-GAAP measure. For further information, see the Non-GAAP Financial Measures section of MD&A.



[WWW.53.COM](http://www.53.com)