

Overview and Structure

Overview

- Bank of America Merrill Lynch International Ltd (“BAMLI Ltd”) will merge with Bank of America Merrill Lynch International DAC (“BAMLI DAC”) on 01 December 2018, after which BAMLI DAC will be Bank of America Corporation’s (“BAC”) primary Europe, Middle East and Africa (“EMEA”) bank subsidiary
- The merger will take place under the terms of a European Cross Border Merger (“CBM”), resulting in the automatic transfer of all contractual rights, obligations, assets and liabilities from BAMLI Ltd to BAMLI DAC. BAMLI DAC is, and will continue to be, a direct subsidiary of Bank of America, N.A. (“BANA”)
- BAMLI DAC’s activities will form part of BAC’s Global Banking and Markets operations in EMEA; clients will include large multinational groups, financial institutions, governments and government entities

Credit Ratings (long term / short-term)

- Expected to be consistent with BAMLI Ltd’s current ratings S&P: A+ (stable outlook) / A-1; Fitch: A+ (stable outlook) / F1

Regulator

- Authorised and regulated by the Central Bank of Ireland (Firm Reference Number: C27125)
- BAMLI Ltd and BAMLI DAC’s parent, BANA, is a United States national banking association authorised and regulated by the Office of the Comptroller of the Currency (“OCC”) and with its head office located in Charlotte, North Carolina

Legal Structure

- Designated Activity Company (“DAC”) incorporated in Ireland (Registered Number: 229165)
- Wholly-owned indirect subsidiary of BAC, a regulated United States entity; and direct subsidiary of BANA. An organisational chart showing select major operating subsidiaries of BAC is available at <http://investor.bankofamerica.com>

Registered Address

- Prior to CBM: Central Park, Leopardstown, Dublin 18 | Post CBM: Two Park Place, Hatch Street, Dublin 2, Ireland

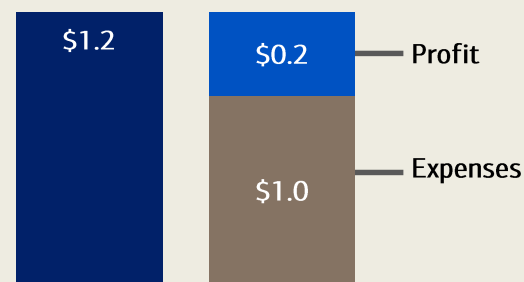
Financial Performance – for the year ended 31 December 2017

Primary Business Activity – Global Banking & Markets

- Corporate and institutional unsecured lending in addition to certain asset-backed and secured lending
 - Global Transaction Services
 - Leasing
 - Investment banking advisory and loan syndication services
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- Materially all of the activities of the combined entity are conducted today out of BAMLI Ltd. BAMLI DAC houses a closed portfolio of legacy Rates activity.

Global Banking & Markets Revenue, Expenses and Profit

(BAMLI Ltd; UK GAAP in \$ billions)¹



Source: BAMLI Ltd 2017 Solo Financial Statements
(1) BAMLI DAC generated post-tax profits of \$8m in 2017, on revenues of \$15m

Market Coverage

- BAMLI DAC will have the ability to conduct business with international clients and trade throughout Europe
- BAMLI DAC will inherit BAMLI Ltd’s established branch operations in Amsterdam, Brussels, London, Frankfurt, Madrid, Milan, Paris and Zurich. A Stockholm branch is expected to be established in the first half of 2019.

Financial Position - as of 31 December 2017

Pro-Forma Balance Sheet

Total Assets and Liabilities (\$ billions)¹

\$48.5

\$5.1 - BAMLI DAC

\$43.4

BAMLI Ltd

Total
Assets

\$37.7

\$2.9 - BAMLI DAC

\$34.8

BAMLI Ltd

Total
Liabilities

(1) Sources:
BAMLI Ltd 2017 Solo Financial Statements
BAMLI DAC 2017 Financial Statements

Capital Adequacy and Leverage metrics

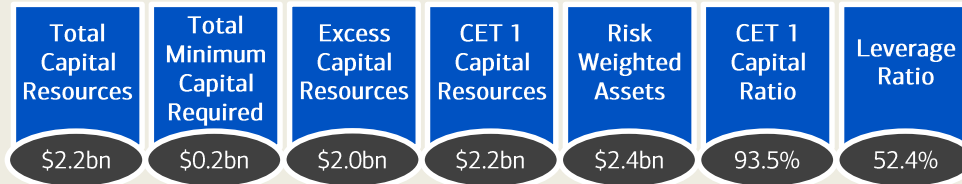
Key Metrics – BAMLI Ltd

Source: BAMLI Ltd 2017 Pillar 3 Disclosure



Key Metrics – BAMLI DAC

Source: BAMLI DAC 2017 Pillar 3 Disclosure



Board Structure (Prospective, upon completion of CBM)

Executive Directors & BAC Roles

- Bruce Thompson (CEO), Vice Chair, Bank of America
- George Carp, Chief Financial Officer
- Peter Keegan, Country Executive for Ireland

Non-Executive Directors

- Anne Finucane (Chair) (Vice Chair, Bank of America)
- David Guest
- Sally James
- Gerry Murphy

Additional Information

For further information please contact Investor Relations

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