PILLAR 3 REMUNERATION DISCLOSURES –Performance Year ended 31st December 2013

European Union Capital Requirements Directive III

These disclosures relate to identified staff in Bank of America entities located in the European Union ("EU") as defined in the Guidelines on Remuneration Policies issued by the Committee of European Banking Supervisors ("CEBS") (now the European Banking Authority ("EBA")) and equivalent designations used by regulators in individual member states of the EU.

EU Pillar III Public Disclosures for Performance Year 2013

Introduction

The following information sets forth the qualitative disclosures required under Directive 2006/48/EU, as in force at 31 December 2013, (as amended by Directive 2010/76/EU) (CRD III) at paragraphs (a) to (e) of Point 15, Annex XII, Part 2 regarding the incentive compensation programs operated in performance year 2013 by Bank of America Corporation ("Bank of America" or "the Company"). The quantitative disclosures required under paragraphs (f) and (g) of Point 15, Annex XII, Part 2 of Directive 2006/48/EU (as in force at 31 December 2013) in respect of countries within the European Union (the "EU") in which Bank of America operates appear after this section.

The disclosures relate to Identified Staff, as defined in the Guidelines on Remuneration Policies and Practices issued by the Committee of European Banking Supervisors ("CEBS") (now the European Banking Authority ("EBA")) and equivalent designations used by the regulators in individual Member States of the EU.

The following three key principles are used so the Company's incentive compensation plans do not encourage excessive risk-taking:

1. Incentive compensation plans should be designed to appropriately balance risk and financial results.

2. The Company's risk management processes and internal controls should reinforce and support the development and governance of balanced incentive compensation plans.

3. The Company should have a strong corporate governance approach to incentive compensation plans, with oversight, review and responsibility for compensation decision-making allocated to the appropriate level of the Company's structure so the most relevant level of management makes compensation decisions on the basis of appropriate oversight and appropriate input from the Company's Independent Control Functions (i.e., Risk, Compliance, Legal, Finance, Audit and Human Resources).

These principles work in conjunction with broader compensation practices, including the Company's overall commitment to pay for performance, which are reflected in Bank of America's disclosed Global Compensation Principles and its remuneration policy and risk management procedures.

Governance and the decision-making process for determining the remuneration policy

The Company applies its compensation policy on a global basis and has four primary levels for the governance of incentive compensation plans (together the "Compensation Committees"):

(i) the Board of Directors (the "Board"),

(ii) the Board of Directors Compensation and Benefits Committee (the "Committee"), which is wholly made up of independent directors and functions as the Company's global Remuneration Committee,

(iii) the Management Compensation Committee, and

(iv) a Line of Business Compensation Committee for each of the Company's lines of business.

The Committee oversees the establishment, maintenance and administration of the Company's compensation programs and employee benefit plans, including approving and recommending the compensation of its Chief Executive Officer (the "CEO") to the Board for its approval and approving the compensation of the CEO's direct reports. Under supervision of the Committee, oversight, review and responsibility for remuneration decision-making is allocated to the appropriate level of the Company's structure so that the most relevant level of management makes remuneration decisions with documented input from the Company's Independent Control Functions. The appropriate level of compensation committee reviews and evaluates employee compensation programs periodically in order to assess any risk posed by the programs so they do not encourage excessive risk-taking. In addition, the Committee is responsible for reviewing senior executive officer compensation programs.

The Committee has adopted and reviews at least annually the Bank of America Compensation Governance Policy to govern incentive compensation decisions and define the framework for design oversight of incentive compensation programs across the Company. The Compensation Governance Policy is designed to be consistent with global regulatory initiatives so that the Company's incentive compensation plans do not encourage excessive risk-taking.

The Company's Independent Control Functions provide input for the Compensation Committees and provide direct feedback to the Committee on the operation of the Company's compensation programs. The Committee also holds periodic meetings with senior risk officers, including the Chief Risk Officer, to review and evaluate employee compensation programs and assess any risk posed by the programs so that the programs appropriately balance risks and rewards in a manner that does not encourage excessive risk-taking and are otherwise consistent with the Company's Compensation Governance Policy.

As authorized under its charter, the Committee has engaged an independent compensation consultant. As of 9 May 2013, the Committee engaged Farient Advisors, LLC as its independent compensation consultant, replacing Frederic W. Cook & Company. The independent compensation consultant meets regularly with the Committee outside the presence of management and alone with the Committee chair.

The link between pay and performance

The cornerstone of Bank of America's compensation philosophy across all lines of business is to pay for performance – Company, line of business and individual performance. Through the Company's Performance Management process, employees understand performance expectations for their role through on-going dialogue with their manager. The Performance Management process is designed and monitored by the Leadership Development function in Human Resources. This process is reviewed periodically so it meets the needs of managers to assess and communicate performance expectations. Throughout the year, employees receive coaching on their performance and ultimately receive a rating for their full year of performance based upon their achievement of goals for their job.

Each employee's performance is assessed on financial and non-financial metrics as well as specific behaviors, and performance is factored into each employee's incentive compensation award. Depending on the employee, financial performance metrics may be focused on corporate-wide, line of business, or product results. Non-financial performance metrics may include quality and sustainability of earnings, successful implementation of strategic initiatives, adoption of risk culture/adherence to risk framework and other core values and operating principles of the Company. The Company's pay-for-performance program also requires that all employees complete annual mandatory risk and compliance training. Failure to complete the training can impact an individual employee's compensation.

Employees receive two ratings – a Result rating (based on objective metrics) and a Behavior rating (based on subjective metrics such as leadership, teamwork, etc.). The scale for both ratings is Exceeds Expectations, Meets Expectations, and Does Not Meet Expectations. Both the Result and Behavior ratings are used in determining employees' compensation. As a result, an employee's compensation can be influenced not only by what the employee achieves, but how the employee achieves it and employees may receive no variable award if performance is not sufficiently strong.

Risk Management and Incentive Plans

Risk is inherent in every material business activity that the Company undertakes. The Company's business exposes it to strategic, credit, market, liquidity, compliance, operational and reputational risks. The Company must manage these risks to maximize its long-term results by ensuring the integrity of its assets and the quality of its earnings. To support the Company's corporate goals and objectives, risk appetite, and business and risk strategies, the Company maintains a governance structure that delineates the responsibilities for risk management activities, as well as governance and oversight of those activities, by management and the Company's Board.

Executive management develops for Board approval the Company's Risk Framework, which defines the accountability of the Company and its employees in managing risk; the Company's Risk Appetite Statement, which defines the parameters under which the Company will take risk; and the Company's strategic and financial operating plans. Management monitors, and the Board oversees directly and through its committees, the Company's financial performance, execution against the strategic and financial operating plans, compliance with the risk appetite metrics and the adequacy of internal controls.

The Company believes that prudent risk management practices are applied to its incentive remuneration programs across the enterprise. The Company continually evaluates the design of its remuneration programs in accordance with the risk framework. The Committee is committed to a compensation governance structure that effectively contributes to the Company's broader risk management policies.

The Company's incentive plans are designed to compensate employees based on their performance ratings for results against their individual performance plan and behaviors, as well as overall Company and line of business performance.

Incentive plan bonus pools are based on profit measures, which inherently recognize certain underlying risk factors and are further adjusted to reflect the use of capital associated with individual lines of business or products and/or the quality and sustainability of earnings over time. The determination of incentive plan bonus pools is also subject to management discretion which operates so proper account is taken of the performance of the overall Company, individual lines of business, products and other factors including the achievement of strategic objectives.

Incentive plan bonus pools may be adjusted to reflect long-term risk arising through line of business and product performance. These pools are tied to the overall performance, inclusive of risk, of Bank of America and/or specific lines of business or products, creating for employees a vested interest in profitable performance across the Company and its businesses.

Long-term risk is also taken into account and managed in connection with the Company's incentive compensation programs through arrangements permitting performance adjustment of deferred variable compensation. Employees in positions where the greatest risk is being taken are subject to higher levels of deferral and potential performance adjustments.

The compensation of the Independent Control Functions is determined independently from the line of business supported. The funding of the incentive pool for these employees is based upon overall Company performance with the actual employee awards determined based upon individual performance against predetermined objectives.

Employee Pay

In the 2013 performance year, Bank of America compensated its employees using a balanced mix of base salary, annual cash incentives and long-term incentives (delivered in equity, equity-linked instruments or cash). In general, the higher an employee's management level or amount of incentive compensation award, the greater the proportion of incentive compensation that was (i) subject to deferral and (ii) delivered in the form of equity-linked compensation. The Company believes equity-linked awards are the simplest, most direct way to align employee interests with those of its stockholders. A significant portion of incentive awards is provided as a long-term incentive that generally becomes earned and payable over a period of three years after grant subject to performance adjustment (i.e., cancellation) in case of detrimental conduct or (for certain risk-takers) failure of the Company, line of business or business unit (as applicable) to remain profitable during the vesting period. This approach serves two key objectives, which are to focus employees on long-term sustainable results and to subject compensation awards to risk over an appropriate time horizon that can be easily communicated and understood.

Identified Staff Pay

For performance year 2013, the Company determined that the following individuals and groups of employees should be classified as Identified Staff, excluding certain roles which have been determined not to involve material risk-taking activities:

- senior management
- material risk-takers
- Heads of Control Functions (i.e., Risk, Compliance, Legal, Finance, Audit and Human Resources)
- individuals registered as carrying out a significant influence function (and local equivalents outside the U.K.)
- employees receiving total remuneration that takes them into the same remuneration bracket as material risk-takers, whose professional activities may have an impact on the Company's risk profile

Variable pay for Identified Staff for performance year 2013 consisted of a mixture of upfront payments and deferred payments. Upfront payments were delivered 50% in cash and 50% in immediately vested equity-linked awards subject to a six month holding period. Deferred payments for Identified Staff (Code Staff) in the U.K. were delivered in the form of long-term equity-linked awards which become earned and payable over a period of three years after grant, with each tranche being subject to a further six month holding period following vesting. For Identified Staff outside the U.K. deferred payments were delivered 50% in equity-linked and 50% in long term cash awards, which become earned and payable over a period of three years after grant. The equity-linked portion of all deferred payments is subject to a further six month holding period following vesting. Deferred awards are subject to cancellation in the case of detrimental conduct or failure of the Company, line of business or product, as applicable, to remain profitable during the vesting period. If risks taken as part of approved business strategies do not result in sustainable profits, or if the employee fails to behave according to Company standards, the value of the long-term equity award may be impacted. For Identified Staff who are not excluded under the "de minimis exception" in the U.K.'s FCA/PRA Remuneration Code the deferral rates ranged from a low of 40% to a high of 60%. The recommendations for performance year 2013 incentive awards for Identified Staff were reviewed on a name by name basis by the Committee at its meeting in January 2014.

By combining long-term awards with performance-based and detrimental conduct clawbacks, the Company considers that it places a strong focus on sustainable long-term results and appropriate behaviors.

Disclosure Tables - UK

The following disclosure tables contain the information required under paragraphs (f) and (g) of Point 15, Annex XII, Part 2 of Directive 2006/48/EU (as in force at 31 December 2013) as implemented by the U.K.'s FCA/PRA Handbook for banks, building societies and investment firms ("BIPRU") 11.5.18 (6) and (7). Disclosures in respect of the information required under BIPRU 11.5.18 (1) to (5) are set out above.

Breakdown of remuneration of staff by line of business – Code Staff only (performance year 2013) – all data is shown in £000's

Line of Business	Total Remuneration
GBAM	£168,739
GWIM	£1,552
Other	£9,899

Aggregate quantitative information on remuneration, broken down by senior management and members of staff whose professional activities have a material impact on the risk profile of the Company or local employing entity (performance year 2013).

Category	Senior Management (£000's)	Other Code Staff (£000's)
Amounts of remuneration		
Fixed Remuneration	£5,603	£22,947
Variable Remuneration	£44,761	£106,880
Number of Staff	19	91
Types of Variable remuneration		
Cash (paid 2014)	£10,247	£22,431
Special Equity (Upfront Equity-linked awards, vested February 2014, 6 month hold)	£8,283	£21,328
Long-term Equity-linked awards	£26,231	£63,121
	£44,761	**£106,880**
Deferred remuneration		
Amount unvested at 1 January 2013	£45,749	£188,649
Amount awarded in 2013	£38,163	£85,700
Amount vesting in 2013	£18,194	£86,321
Amount unvested at 31 December 2013	£65,718	£185,732
Amounts awarded in February 2014	£26,231	£63,121
Amounts reduced by performance clawback	£0	£0

Category	Total Code Staff[1] (£000's)
Guarantees and severance payments	
Total guarantees paid	£12,727
Number of payees	7
Total severance payments	£540
Number of payees	3
Highest single severance payment	£350

[1]Aggregate information to protect individual data in accordance with Directive 95/46/EC (the "EU Data Protection Directive")

Notes
Categories as per FSA submission for consistency
FX Rate - Frozen rate of 1.5525261
Stock price used for Deferred Remuneration calculations is February 2014 (PY award price of $16.64)
Stock price for February 2014 grant was $16.64
Stock price for Special Equity Award was $16.64

Disclosure - EU countries outside the UK

This section contains the disclosures required under paragraphs (f) and (g) of Point 15, Annex XII, Part 2 of Directive 2006/48/EU (as in force at 31 December 2013) in respect of Belgium, France, Germany, Greece, Ireland, Italy, Luxembourg, Netherlands, Poland and Spain.

Point 15, Annex XII, Part 2 of Directive 2006/48/EU (as in force at 31 December 2013) states that the disclosure requirements in CRD III must be complied with in a manner that is appropriate to the size, nature, internal organization and the nature scope and complexity of the activities of a credit institution and without prejudice to Directive 95/46/EC (the "EU Data Protection Directive").

Bank of America has carried out a review of its remuneration policy, which has included determining where Identified Staff are located. The criteria used by the Company to assess Identified Staff (and equivalent designations outside the EU) on a global basis are based on the Financial Stability Board's Principles and Implementation Standards and CRD III.

The Company considers that it applies its remuneration policy and practices (including the determination of Identified Staff) in a way that is appropriate to the size, internal organization and the nature, scope and complexity of its activities in all the countries in which it operates and has determined that, as the scope of the activities of employees in the countries listed above is relatively limited, each country has only a very small number of Identified Staff (if any).

Any disclosure of information in respect of the compensation received by a very small number of Identified Staff in any individual country may permit those employees to be easily identified. Any disclosure would therefore carry a material risk of disclosing the compensation of individuals to the public, thereby prejudicing their legitimate interests and would be contrary to the EU Data Protection Directive and/or applicable local law. The Company is therefore unable to make more detailed quantitative disclosures in respect of the countries listed above.