

# PRIVATE BANKING AND INVESTMENT GROUP

## QUARTERLY STATEMENT DISCLOSURES

OCTOBER 2015

### Merrill Lynch Balance Sheet Available Online

The most recent consolidated balance sheet of Merrill Lynch, Pierce, Fenner & Smith Incorporated (“Merrill Lynch”) and its subsidiaries is available for viewing online at: <http://totalmerrill.com/mlpfs>. As a registered broker-dealer and Futures Commission Merchant, Merrill Lynch is subject to the net capital requirements of Securities Exchange Commission (SEC) Rule 15c3-1, and Commodity Futures Trading Commission (CFTC) Regulation 1.17. Merrill Lynch has elected to compute the minimum capital requirement in accordance with the “Alternative Net Capital Requirement” as permitted by SEC Rule 15c3-1. At June 30, 2015, Merrill Lynch’s regulatory net capital as defined by Rule 15c3-1 was \$9.490 billion and exceeded the minimum requirement of \$1.456 billion by \$8.034 billion. In accordance with the Alternative Net Capital Requirements, Merrill Lynch is required to maintain tentative net capital in excess of \$1 billion, net capital in excess of \$500 million, and notify the SEC in the event its tentative net capital is less than \$5 billion.

As of June 30, 2015, Merrill Lynch had tentative net capital and net capital in excess of the minimum and notification requirements.

For additional information, our most recent annual audit report is available for examination at our headquarters at One Bryant Park, New York, NY 10036 and at the Northeast Regional Office of the SEC.

### Notice to all Non-U.S. Individual Clients and U.S. Citizens Residing Abroad

Certain U.S.-situs assets held within your account with Merrill Lynch may be subject to U.S. estate taxes in the event of your death. To ensure any U.S. estate tax liabilities are satisfied, U.S. law imposes a lien on all your assets held with Merrill Lynch at your death. As a result of this lien and the potential liability of Merrill Lynch for any unsatisfied U.S. estate tax, all of the assets in your account(s) with Merrill Lynch at your death will be restricted from withdrawal or transfer until (i) Merrill Lynch concludes that an exception applies based on an affidavit confirming your total U.S. assets held at death, your country of citizenship, and your country of permanent residence; (ii) Merrill Lynch receives documentation satisfactory to Merrill Lynch confirming that your assets are subject to a probate proceeding within the U.S.; or (iii) a release from the U.S. Internal Revenue Service (“IRS”), known as a “Federal Transfer Certificate,” is provided to Merrill Lynch. (Note that obtaining a Federal Transfer Certificate from the IRS can take up to a year or more, depending on various factors). As Merrill Lynch does not provide tax advice, please seek guidance on this topic from your own legal or tax advisor.

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## Mutual Fund Disclosure Pamphlet Available

*Mutual Fund Investing at Merrill Lynch* provides information about the fees and expenses related to mutual funds available at Merrill Lynch, as well as the compensation that Merrill Lynch earns with respect to those funds. This pamphlet also discusses sales charge discounts and waivers that may be available based on the fund's prospectus and/or statement of additional information. Notify Merrill Lynch if you believe you qualify for any discounts or waivers. For a copy of this client disclosure pamphlet, please visit [ml.com/funds](http://ml.com/funds).

## Annual Fee for Individual Investor Accounts\*

Clients with Individual Investor Accounts (not Cash Management Accounts® (CMA®), Working Capital Management Accounts® (WCMA®), Business Investor Accounts (BIA), Endowment Management Accounts (EMA®) and International CMA® accounts) are reminded that the account has an annual fee of \$65. The assessment of the annual fee depends on the date on which your account was opened:

- If you opened your account before January 1, 1998, you will be billed in January for the previous calendar year.
- If you opened your account after January 1, 1998, you will be assessed the fee on or about the anniversary of the date your account was opened.

The fee will be deducted from your account during the applicable billing cycle. If cash or assets in the account are insufficient to cover the fee, you will be billed directly.

\*The fee only applies to accounts that are not associated with an Equity Plan and are not used to Exercise and Sell Employee Stock Options and/or receive Equity Awards such as Restricted Stock Units, Performance Shares, or shares from the Exercise of Stock Appreciation Rights. Additionally, the fee does not apply to active Limited Individual Investor Account participants.

## Important Notice to Clients who are Executive Officers, Directors and Control Owners of U.S. Public Companies (Section 16 Affiliates)

The Sarbanes-Oxley Act of 2002 and other reforms of recent years have created a host of new responsibilities for executive officers and directors of U.S. public companies and for financial services firms, like Merrill Lynch, that provide services to such public companies and their affiliates. It is important that individual clients who are executive officers, directors and 10% owners of U.S. public companies (“Section 16 affiliates”) make their status known to their private wealth advisors so that transactions that require compliance with federal securities and other laws are handled properly and in accordance with the law. Section 16 affiliates should be aware of the following in particular:

- 1) When you open an account or otherwise establish a business relationship with Merrill Lynch for investment or other financial services involving your or your family's personal assets or any collective investment account in which you own a beneficial interest, you have an affirmative obligation to disclose to Merrill Lynch your status as a Section 16 affiliate.
- 2) Whenever you have a change in status, such as a change of employment or election to the board of directors of a U.S. public company, such that you become a Section 16 affiliate, you have an affirmative obligation to notify Merrill Lynch of your new status.
- 3) Unless notified otherwise, Merrill Lynch will consider that all funds and assets maintained in your or your family's personal accounts are solely your property. Your continued maintenance of an account with Merrill Lynch shall constitute your representation that no other person or entity has any interest in your account(s). In addition, you agree that at no time will any funds or assets of the U.S. public company of which you are an affiliate will be invested through your account(s).

Please note that you are a Section 16 affiliate if you are required to file Forms 3 and 4 ownership reports with the U.S. Securities and Exchange Commission (SEC) with respect to your share holdings in a U.S. public company. As a Section 16 Officer or Director, you can also enroll for our Officer and Director Equity Service, a complimentary service which provides pre-trade clearance and post-trade e-mail confirmation for open market purchase and sale transactions done through Merrill Lynch. Speak with your private wealth advisor about this service to assist you with making timely SEC reporting of your transactions.

## Attention: Clients enrolled in the Promotional Rate Tier or Tier 5 Sweep through the Merrill Lynch Bank Deposit Program (MLBDP)

Merrill Lynch historically has offered promotional rates for the Merrill Lynch Bank Deposit Sweep program. When your account was enrolled, Merrill Lynch mailed a confirmation letter, outlining the rules of the program.

Those rules stated that annual percentage yields on the MLBDP can change at any time. In addition, if the current or average monthly yield on your standard tier rate exceeds your promotional rate, your account will revert back to your standard tier rate effective the following calendar month, and thereafter, standard asset tiering rules will apply.

This is a reminder notification for your information only, and there is no action for you to take as a result. For additional information on asset tiering rules, including how your account asset tier is determined, please see your account agreement.

## Notification Regarding Substitute Payments

Although Merrill Lynch attempts to minimize the situations where our clients receive substitute payments, it is possible for a client with either a cash or a margin account to receive a substitute payment in lieu of an issuer dividend or interest payment. Clients may receive a substitute payment in cases where there are insufficient shares at the Depository Trust Company to ensure that all customers receive the actual issuer payment. In such cases, an internal lottery system goes into effect, and Merrill Lynch randomly assigns the substitute payment. Normal business activities create these temporary shortfalls. Merrill Lynch is committed to ensuring that our clients are not adversely impacted by receipt of a substitute payment. Therefore, Merrill Lynch will “gross up” substitute payments (compensate you for any federal tax liabilities that might be incurred), including an amount equal to the tax liability on the gross up itself, in accordance with our policies, copies of which will be provided upon request.

Please note that your account agreement, as applicable, has been amended to include these clarifying details regarding the payment of substitute payments. If you have questions, please contact your Merrill Lynch private wealth advisor.

## Notification of Changes to your Account Agreement - Compliance with Applicable Laws:

You represent that you and any beneficial owners(s) if signed in a representative capacity have complied, and you agree that you and any such beneficial owner(s) will comply for so long as this Agreement is in effect, with all applicable laws (including obligations related to tax payments and reporting and to currency exchange controls) related to (i) the assets deposited, acquired or otherwise held in any securities account held at Merrill Lynch now or in the future or (ii) any other transaction you enter into with Merrill Lynch or its affiliates. You further agree and acknowledge that you and any beneficial owner(s) if signed in a representative capacity are responsible for timely paying any taxes owed to any tax authority and for timely filing all relevant tax returns in relation to assets held in any securities account held at Merrill Lynch now or in the future or any other transaction you enter into with Merrill Lynch or its affiliates.

Effective January 2, 2016, your account agreement, as applicable,\* will be amended to include the acknowledgement set forth above. If you have questions, please contact your Merrill Lynch private wealth advisor.

\* At this time, this amendment is not applicable to account agreements for limited purpose brokerage accounts associated with equity plans and used to sell stock received upon exercise of stock options and vest of equity awards.

## Notification of Changes to your Account Agreement - Responsibility to Review and Monitor:

You acknowledge that it is your sole responsibility to adhere to any investment policy statement (IPS) or similar document that applies to you. You further acknowledge that, in connection with your Merrill Lynch Account(s), Merrill Lynch shall not have any responsibility to review, monitor, or adhere to your IPS or similar document. Effective January 2, 2016, your account agreement, as applicable,\* will be amended to include the acknowledgement set forth above. If you have questions, please contact your Merrill Lynch private wealth advisor.

\* At this time, this amendment is not applicable to account agreements for limited purpose brokerage accounts associated with equity plans and used to sell stock received upon exercise of stock options and vest of equity awards.

## Attention All Clients - Notification of Changes to your Account Relationship with MLPF&S:

You acknowledge that (i) you can read and fully understand English; (ii) that written documents, agreements, and information (collectively referred to as “Materials”) concerning your relationship with Merrill Lynch, including but not limited to products, services, transactions, and other account details, will typically be provided to you in English; and (iii) on occasion we may provide certain Materials to you in Chinese, Spanish, French or Portuguese, as applicable. If you are unable to read and understand English, please immediately contact us at the appropriate number below:

### U.S. Wealth Management Clients

#### Chinese

855-651-0971 – Toll Free

609-537-0623 – International Direct

#### Spanish

855-651-0972 – Toll Free

609-537-0624 – International Direct

#### French

855-651-0969 – Toll Free

609-537-0621 – International Direct

#### Portuguese

855-651-0970 – Toll Free

609-537-0622 – International Direct

Effective January 2, 2016, your account agreement, as applicable,\* will be amended to include the acknowledgement set forth above. If you have any questions, please call the appropriate phone number above.

\* At this time, this amendment is not applicable to account agreements for limited purpose brokerage accounts associated with equity plans and used to sell stock received upon exercise of stock options and vest of equity awards.

### Atención a Nuestros Clientes:

#### Notificación de cambios en la relación de su cuenta con MLPF&S

Ud. reconoce que (i) puede leer y entender el idioma inglés a cabalidad; (ii) que, en general, todos los documentos escritos, contratos y demás información (denominada, en conjunto, como “Materiales”), que tengan que ver con la relación que sostiene con Merrill Lynch, incluyendo pero sin limitarse a los productos, servicios, transacciones y demás detalles relacionados con su cuenta le serán entregados en el idioma inglés; y (iii) en ocasiones, podremos entregarle traducciones de ciertos materiales a otros idiomas distintos al inglés, como un gesto de cortesía hacia Ud. Si Ud. no puede leer o entender el idioma inglés, sírvase contactarnos de inmediato al número de teléfono correspondiente a su idioma, que aparece a continuación:

#### Clientes de Planificación Patrimonial en los E.E.U.U.

##### Español

855-651-0972 – Número gratuito en los Estados Unidos.

+1-609-537-0624 – Discado directo internacional

#### Centro de Asesoría para Clientes de Merrill Edge

888-654-6837-Línea Gratuita

A partir del 2 de enero de 2016 su contrato de cuentas será modificado para incluir este reconocimiento. Si tiene alguna pregunta, por favor llame al número telefónico correspondiente indicado anteriormente.

## **À l'attention de tous nos clients:**

### **Notification de changements à votre contrat de compte bancaire avec MLPF&S:**

Le client reconnaît que (i) il lit et comprend pleinement la langue anglaise; (ii) tous écrits, contrats ou notifications (repris sous l'expression générique de 'Documents') concernant votre relation avec Merrill Lynch, y compris des produits, services, transactions et autres informations sur votre compte, notamment, vous sont remis normalement en langue anglaise, et (iii) à titre de courtoisie, nous pouvons parfois fournir certains Documents traduits dans d'autres langues que l'anglais. Si vous ne pouvez lire et comprendre pleinement l'anglais, veuillez nous contacter dès que possible au numéro ci-après, correspondant à votre langue:

#### **Clients de Gestion Patrimoniale aux États Unis**

##### **Français**

855-651-0969 – Numéro vert USA

+1-609-537-0621 – Ligne directe internationale

#### **Centre de Conseil aux Clients de Merril Edge**

888-654-6837 – Numéro vert USA

À partir du 2 janvier 2016, votre contrat original sera modifié afin d'inclure cette reconnaissance.

Si vous avez des questions, n'hésitez pas à appeler le numéro ci-dessus correspondant à votre langue.

## **Atenção, todos os clientes:**

### **Notificação das mudanças realizadas nos contratos de suas contas com MLPF&S:**

Você declara que (i) pode ler e compreender o idioma inglês perfeitamente; (ii) que aceita que, em geral, todos os documentos escritos, os contratos e as outras informações (juntamente designados "Materiais"), que tenham a ver com a relação que você mantém com a Merryll Lynch, inclusive, mas sem se limitar a, os produtos, serviços, transações e outros detalhes relacionados a sua conta sejam entregues em idioma inglês; e que (iii), em ocasiões, poderemos entregar traduções de alguns materiais em outros idiomas diferentes do inglês, como gesto de cortesia para você. Caso você não puder ler ou compreender o idioma inglês, contate-nos imediatamente ao número de telefone a seguir, dependendo de seu idioma:

#### **Cientes de Gestão de Patrimônio nos Estados Unidos**

##### **Português**

855-651-0970 – Número gratuito nos Estados Unidos.

+1-609-537-0622 – Discagem direta internacional

#### **Centro de Assistência aos Clientes de Merril Edge**

888-654-6837 – Número gratuito nos Estados Unidos.

A partir do dia 2 de janeiro de 2016, seu contrato original vai ser modificado a fim de incluir este reconhecimento.

Se você tiver alguma pergunta, por favor ligue para o número de telefone da lista acima correspondente ao seu idioma.

## 關注客戶

變化的通知在其自己的與 MLPF & S 的關係

您承認 (i) ， 你可以閱讀並完全理解英語； (ii) 有關與美林 (Merrill Lynch) 的關係的書面文件， 協議， 以及信息 (統稱為“材料”) ， 包括但不限於產品， 服務， 交易， 和其他帳戶細節， 通常會以英語向您提供， (iii) 有時出於尊重， 我們可能會向您提供某些非英文的翻譯材料。 如果您不能閱讀和理解英文， 請即刻通過下面的電話與我們聯繫：

遺產規劃的客戶在美國

[中國

855-651-0971 - 美國免費電話

+1-609-537-0623 - 國際直通]

客戶諮詢中心 (Merrill Edge)

888-654-6837-熱線

截至 2016 年 1 月 2 日的， 將是一個修正合同帳戶 (如適用) ， 包括一個聲明， 證明你的。 能閱讀和理解英文充分。 低於這個修正案詳細說明。



**PRIVATE BANKING &  
INVESTMENT GROUP**

L-09-15

Merrill Lynch Wealth Management makes available products and services offered by Merrill Lynch, Pierce, Fenner & Smith Incorporated (“MLPF&S”) and other subsidiaries of Bank of America Corporation (“BofA Corp.”).

The Private Banking and Investment Group is a division of MLPF&S that offers a broad array of personalized wealth management products and services. Both brokerage and investment advisory services (including financial planning) are offered by the Group’s Private Wealth Advisors through MLPF&S, a registered broker-dealer and registered investment adviser. The nature and degree of advice and assistance provided, the fees charged, and client rights and Merrill Lynch’s obligations will differ among these services. Investments involve risk, including the possible loss of principal investment.

The banking, credit and trust services sold by the Group’s Private Wealth Advisors are offered by licensed banks and trust companies, including Bank of America, N.A., Member FDIC, and other affiliated banks.

Banking products are provided by Bank of America, N.A., Member FDIC and wholly owned subsidiary of BofA Corp.

Investment products:

**Are Not FDIC Insured**

**Are Not Bank Guaranteed**

**May Lose Value**

MLPF&S is a registered broker-dealer, member SIPC and a wholly owned subsidiary of BofA Corp.

Merrill Lynch makes available certain investment products sponsored, managed, distributed or provided by companies that are affiliates of BofA Corp. or in which BofA Corp. has a substantial economic interest, including BofA® Global Capital Management.

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