

BANK OF AMERICA, N.A., BANGKOK BRANCH

Bank of America, N.A. Bangkok Branch

Basel II Pillar 3 Disclosures

Reported as of June 30, 2009

Disclosure A: Scope of Application

The Basel II – Pillar III Disclosures contained within this document, relate to the Bangkok Branch of Bank of America, N.A., (BANA - Bangkok) for the period ended June 30, 2009. These disclosures are in compliance with the requirements as set forth by the Bank of Thailand notification no. SorNorSor 96/2551 Re: Information Disclosures Regarding Capital Fund Maintenance, dated November 27, 2008.

Bank of America Corporation (BAC or the Corporation) has a subsidiary, Bank of America, N.A. (BANA) into which BANA - Bangkok is consolidated. BANA is the parent company of BANA - Bangkok and BAC is the parent company of BANA. Additional disclosures made by BAC that pertain to BANA may be found in the Management Discussion and Analysis filed as Exhibit 99.1 to the Corporation's Current Report on Form 8-K filed on May 28, 2009 as well as the notes to the Consolidated Financial Statements, filed as Exhibit 99.2 to the Corporation's Current Report on Form 8-K filed on May 28, 2009.

Disclosure B: Capital

Item 1: Capital Structure

Qualitative Disclosure:

BANA - Bangkok is a branch of a foreign bank, BANA. Total capital of BANA - Bangkok consists of assets maintained under Section 32 reduced by items deductible from capital as set forth by Bank of Thailand notification no. SorNorSor 89/2551 Re: Components of Capital of Branches of Foreign Commercial Banks.

As of June 30, 2009, total regulatory capital was THB 2,000 million. Total assets maintained under Section 32 of the Financial Institutions Businesses Act B.E. 2551 were THB 2,107.84 million, and were comprised of two primary components, Treasury bills and Central Bank bonds. Treasury bills are short-term discounted government debt securities backed by the full faith and credit of the Thai government. Central Bank bonds are short-term debt securities issued by the Bank of Thailand.

Assets under Section 32 of the Financial Institutions Businesses Act B.E. 2251

Unit : THB

Assets under Section 32	30-Jun-09
Treasury bills	1,476,366,163.65
Central Bank bonds	631,472,391.50
Total Value of Capital Funds as at the Date of Maintenance	2,107,838,555.15

Quantitative Disclosure:

Capital of Branches of Foreign Banks

Unit : THB

Items	30-Jun-09
1. Assets required to be maintained under Section 32	2,107,838,555.15
2. Sum of net capital for maintenance of assets under Section 32 and net balance of inter-office accounts (2.1+2.2)	2,258,238,549.83
2.1 Capital for maintenance of assets under Section 32	2,000,000,000.00
2.2 Net balance of inter-office accounts which the branch is the debtor to the head office and other branches located in other countries	258,238,549.83
3. Total regulatory capital (3.1-3.2)	2,000,000,000.00
3.1 Total regulatory capital before deductions (The lowest amount among item 1, item 2, and item 2.1)	2,000,000,000.00
3.2 Deductions	-

Item 2: Capital Adequacy

Qualitative Disclosure:

BANA - Bangkok is required to calculate and report its capital adequacy ratio for regulatory reporting purposes to Bank of Thailand on a monthly basis. BANA - Bangkok is required to maintain a minimum Capital Adequacy Ratio of 7.5%.

The capital adequacy position of BANA - Bangkok is reviewed and monitored on a monthly basis by the financial controller and the Local Management Team (LMT). BANA - Bangkok has set an internal threshold of 12% regulatory capital target, above the 7.5% minimum required by the Bank of Thailand. The LMT actively monitors and maintains capital at or above the internal threshold.

The LMT is responsible for ensuring branch compliance with the Corporation’s policies, procedures and corporate governance practices including those relating to Basel II

The LMT is comprised of members from various functional areas of BANA. The LMT is headed by the Branch Manager; other members of the LMT include Country Operations Officer, Country Treasury, Country Human Resources Manager, Country Finance Officer, Country Compliance Manager, Senior Officer - Treasury Management (MNC), Senior Officer-Treasury Management (FI), System Support Manager, Senior Officer - Portfolio Management, and Regional legal counsel.

Quantitative Disclosure:

Total Risk-Weighted Capital Ratio

As of June 30, 2009, BANA – Bangkok had total regulatory capital of THB 2,000 million, above the total minimum capital required of THB 253.05 million, which equals 7.5% of total risk weighted assets. The Basel II - Capital Adequacy Ratio (CAR) was 59.28 % on total risk weighted assets of THB 3,374.04 million.

Unit : %

	30-Jun-09
Total Capital to Risk-Weighted Assets Ratio	59.28%

Minimum Capital Requirement for Credit Risk Classified by Type of Assets under Standardized Approach

Credit risk is defined as the potential risk of financial loss arising from the failure of a customer or counterparty to settle its financial and contractual obligations. The extension of commercial credit by BANA - Bangkok includes term loans, advances, and overdrafts, and commitments and off balance sheet facilities such as guarantees and letters of credit.

BANA - Bangkok is using the Standardised Approach (SA) for credit risk as measured according to Basel II. Under the Standardised Approach for credit risk, BANA - Bangkok uses external credit ratings from Standard & Poor's, Fitch, and Thai Rating and Information Services (TRIS) to assign risk weights for capital adequacy purposes.

As of June 30, 2009, the credit risk capital requirement was THB 153.13 million, which was 60.51 % of the total capital requirement of THB 253.05 million.

Unit : THB

	30-Jun-09
Performing Assets	
1. Claims on Sovereigns and Central Banks, Multilateral Development Banks (MDBs), and Non-Central Government Public Sector Entities (PSEs) treated as Claims on Sovereigns	-
2. Claims on Financial Institutions , Non-Central Government Public Sector Entities (PSEs) treated as Claims on Financial Institutions, and Securities Firms	19,724,756.37
3. Claims on Corporate , Non-Central Government Public Sector Entities (PSEs) treated as Claims on Corporate	132,450,568.42
4. Claims on Retail Portfolios	250,137.93
5. Claims on Housing Loans	340,431.12
6. Other Assets	361,565.32
Non-Performing Assets***	-
Total Minimum Capital Requirement for Credit Risk under SA	153,127,459.16

*** Non-Performing Assets were nil as of June 30, 2009.

Minimum Capital Requirement for Market Risk under Standardized Approach

Market risk is the risk that values of assets and liabilities or revenues will be adversely affected by changes in market conditions, such as interest rate movements, currency exchange rates and security prices. BANA – Bangkok is using the Standardized Approach for market risk.

As of June 30, 2009, the market risk capital requirement was THB 16.13 million, which was 6.37 % of the total capital requirement of THB 253.05 million.

Unit : THB

	30-Jun-09
Standardized Approach	16,131,149.38

Minimum Capital Requirement for Operational Risk under Basic Indicator Approach

BANA – Bangkok is using the Basic Indicator Approach for operational risk as measured according to Basel II.

As of June 30, 2009, the operational risk capital requirement was THB 83.79 million, which was 33.11% of the total capital requirement of THB 253.05 million.

Unit : THB

	30-Jun-09
Basic Indicator Approach	83,794,126.43

Disclosure C: Other Risk Exposures and Assessment

Item 3: Market Risk Exposure

Item 3.1: Market Risk under Standardized Approach

Qualitative Disclosure:

BANA - Bangkok calculates its capital charge for market risk by using the Standardized Approach as per Bank of Thailand notification no. SorNorSor 94/2551 Re: Guideline on Supervision of Market Risk and Capital Requirement for Market Risk of Financial Institutions.

As per Bank of Thailand's definition, banks with the average amount of THB-equivalent transactions in a trading book of all currencies over the last 6 months, January to June 2009, of over THB 3,000 million, are considered to have significant positions in the trading book and are required to maintain capital for market risk associated with the following:

- 1) Interest Rate Risk
- 2) Equity Position Risk
- 3) Foreign Exchange Rate Risk
- 4) Commodity Risk

For BANA - Bangkok, market risk is inherent in its operations and arises from both trading and banking positions. Trading exposures represent positions taken in forward exchange contracts and cross currency swaps, which expose BANA - Bangkok to interest rate and foreign exchange rate risk. Banking exposures represent positions taken to hedge BANA – Bangkok's capital and retained-earnings. BANA – Bangkok has no equity or commodity positions.

Quantitative Disclosure:

Minimum Capital Requirement of each type of market risk under Standardized Approach

As of June 30, 2009, the market risk capital requirement was THB 16.13 million, which was 6.37% of the capital requirement of THB 253.05 million. As of June 30, 2009, capital charged for interest rate risk and foreign exchange rate risks were as follows.

Unit: THB

	30-Jun-09
Interest Rate Risk	16,068,355.54
Foreign Exchange Rate Risk	62,793.84
Total Minimum Capital Requirement for Market Risk	16,131,149.38

Item 4: Operational Risk Exposure

Item 4.1: Operational Risk under Basic Indicator Approach

Qualitative Disclosure:

Operational risk is the risk of loss resulting from inadequate or failed internal processes, people, and systems or from external events. BANA – Bangkok calculates its capital charge for operational risk by using the Basic Indicator Approach as per Bank of Thailand notification no. SorNorSor. 95/2551 Re: Guidelines on Minimum Capital Maintenance for Operational Risk. By utilizing the Basic Indicator Approach to measure operational risk BANA – Bangkok utilizes the average of three years adjusted gross income multiplied by 15%. This resulted in required capital of THB 83.79 million at June 30, 2009.

Quantitative Disclosure:

Averaged Adjusted Gross Income

Unit : THB

Year	Adjusted Gross Income
Year 1 (Jul'08 - Jun'09)	446,248,324.57
Year 2 (Jul'07 - Jun'08)	631,263,425.08
Year 3 (Jul'06 - Jun'07)	710,096,280.88
Averaged Adjusted Gross Income	595,869,343.51