



EFG International and BSI Joining Forces

Update call presentation

Zurich, 31 March 2016

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Nothing contained herein is, or shall be relied on as, a promise or representation as to the future performance of EFG and/or BSI SA and its subsidiaries ("BSI"). The completion of the contemplated transaction remains subject to certain conditions and, if it is completed, EFG and BSI as a combined group may not realize the full benefits of the contemplated transaction, including the expected synergies, cost savings or growth opportunities within the anticipated time frame or at all.

This communication contains side-by-side and combined financials of EFG and BSI which are presented for illustration purposes only and have not been adjusted for accounting differences or purchase accounting.

Agenda

- Introduction
- BSI overview
- EFG and BSI side by side
- Synergies
- Integration
- Conclusion
- Q&A

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Stefano Coduri, CEO BSI

Giorgio Pradelli, Deputy CEO & CFO EFG International

Giorgio Pradelli

Peter Fischer, Head of Strategy EFG International

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ΑII

Update on the combination with BSI

- On 22 February, EFG International announced that it is joining forces with BSI
- The combination will create a strong, stable and sizeable organisation with a powerful value proposition towards clients, employees and shareholders
- We continue to work towards successful closing of the transaction in 4Q16
 - Preparation of financing and discussions with regulators are ongoing and on track
 - We have commenced preparation work for the integration phase and have a dedicated integration team in place which has started planning for the rapid integration of the two organisations
- The group will use EFG International's highly scalable IT core banking platform, allowing the combined business to materially reduce its IT expenses
- Today's presentation provides:
 - Further information on BSI Group, its performance track record and operations
 - Additional details on targeted synergies
 - An update on the preparation of the integration plan

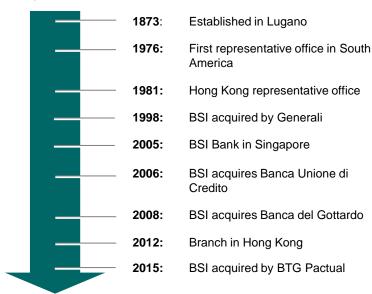
BSI overview

- Business overview
- Historical financials

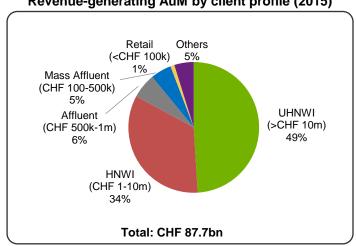
BSI at a glance

- Established in Lugano in 1873, BSI specializes in private wealth management of HNW and UHNW individuals
- BSI has a client-focused business model backed by high quality tailored solutions
- BSI is present in key financial markets in Europe, Latin America, Middle East and Asia
- BSI has 10 booking centres worldwide with approx. 1,850 FTEs, of which 398 are CROs
- **Key IFRS financial data 2015:**
 - Revenue-generating AuM¹: CHF 87.7bn
 - Operating income: CHF 841.8m
 - Net profit: CHF 128.8m
 - Book value: CHF 1,477.1m
- BSI is rated A3 by Moody's (placed under review for upgrade on 25 February 2016)

Key historic milestones



Revenue-generating AuM by client profile (2015)

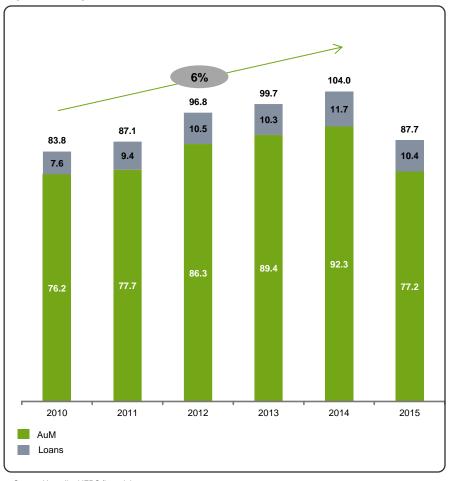


¹ Revenue-generating AuM = Assets under management, excluding custody, plus loans

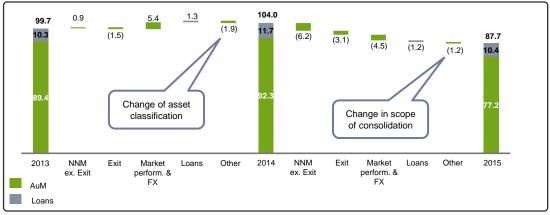
BSI revenue-generating AuM evolution

Steady growth in AuM until 2014; 2015 impacted by exit of businesses and the sale process

Revenue-generating AuM evolution (in CHF bn)



Revenue-generating AuM bridge 2013-2015 (in CHF bn)

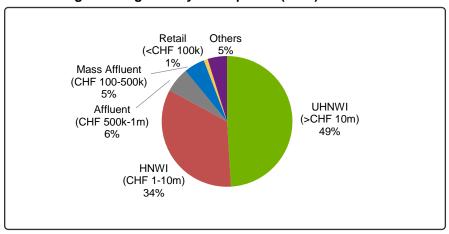


- Revenue-generating AuM CAGR of c.6% over 2010-14
- AuM evolution in 2014-2015 impacted mainly by:
 - Exit of businesses in Asia and non-core countries
 - Uncertainties created by the multiple sale processes which started for the first time in 2012
- BSI approach to client regularisation (incl. pro-active interaction with clients) has limited AuM loss and solidified client retention
- Positive development in AuC (assets under custody) from CHF 1.7bn in 2014 to CHF 7.1bn in 2015

BSI is focused on private banking business with HNWI / UHNWI

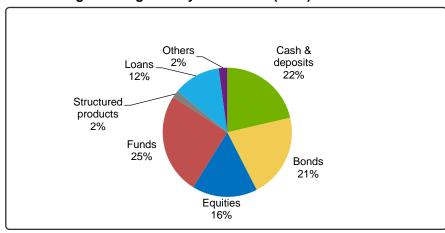
83% of total assets are from HNWI and UHNWI

Revenue-generating AuM by client profile (2015)



- Almost half of the total assets are held by Ultra High Net Worth Individuals
- BSI is focused on private clients
 - 90% of total assets related to Private Banking business
 - 83% of total assets related to HNWI / UHNWI
- Advisory services constitute c.19% of total AuMs while discretionary mandates constitute c.15% of total AuMs
- No major concentration risk

Revenue-generating AuM by asset class (2015)



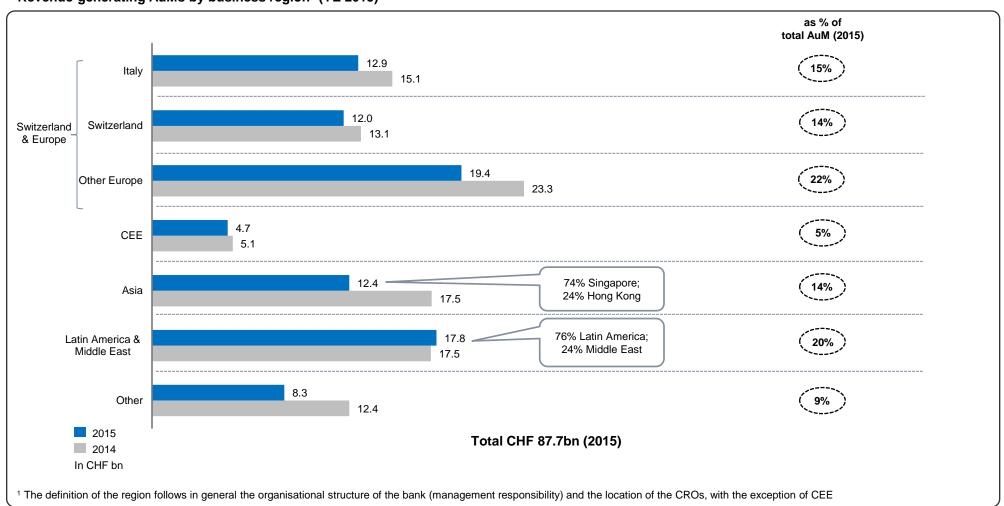
- Well diversified asset mix with significant scope for increased returns
- 44% of assets denominated in USD, 26% in EUR, 16% in CHF

Source: Unaudited IFRS financials

BSI has a well diversified geographic mix

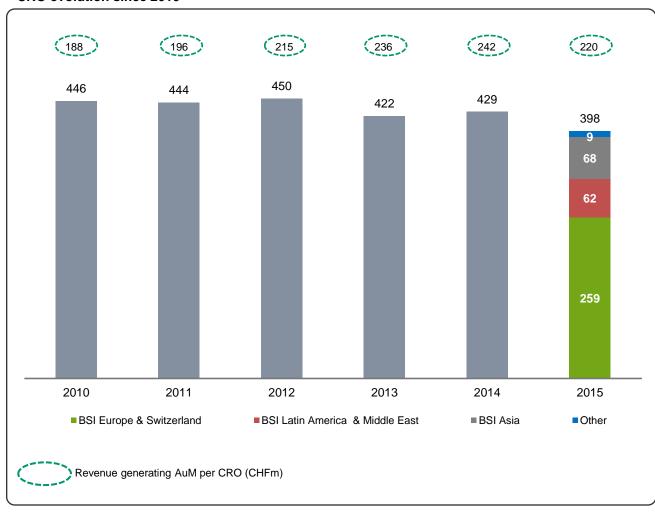
Strong footprint in Switzerland, Italy and Asia

Revenue-generating AuMs by business region¹ (YE 2015)



BSI has an efficient and loyal CRO base

CRO evolution since 2010

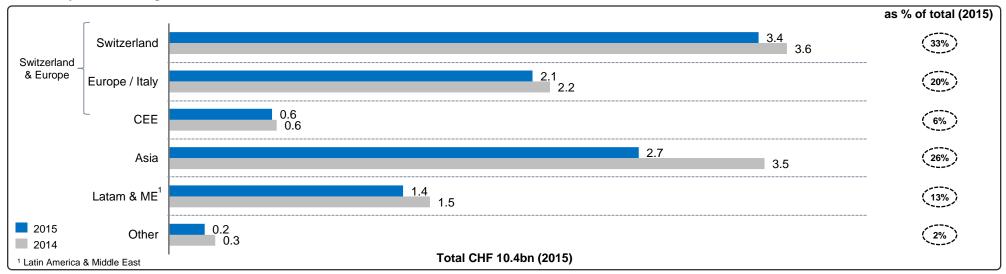


- 677 Front-office FTEs of which 398 are CROs, 77 Investment specialists and 189 PB assistants
- AuM per CRO at CHF 220m, up by 17% from CHF 188m in 2010
- Loyal CRO base average CRO tenure of 11 years
- 143 CROs in Ticino (36% of total)

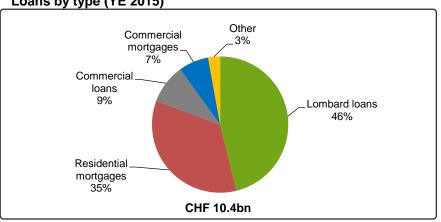
BSI has a conservative loan book

Concentrated on Lombard lending, with largest exposure in Switzerland

Loans by business regions



Loans by type (YE 2015)

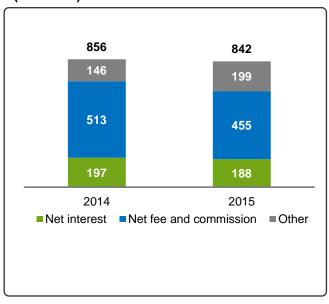


- Lombard loans constitute c.46% of total loans
- c.33% of loans within business region Switzerland
- Strong collateral for commercial and residential mortgages
 - LTV of c. 49% for residential and c.44% for commercial mortgages

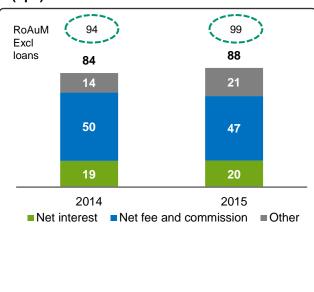
BSI – Stable operating performance despite recent headwinds

Improving margins and cost - income ratio

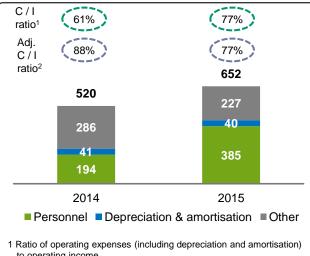
Revenue breakdown by type (in CHF m)



RoAuM (bps)



Operating expenses breakdown (in CHF m)



- to operating income
- 2 Operating expenses in 2014 adjusted for past service cost pension plan amendment (CHF 235.4m)

- Stable core income net interest income and commissions constitute c.80 % (avg. 2014-15) of total revenues
- Margin increase in 2015 driven by other income, offsetting decline in commission margins
- Adjusted C/I improved from 88% in 2014 to 77% in 2015

BSI Financials summary (IFRS)

	2014	2015
IFRS net profit	CHF 109.5m	CHF 128.8m
Operating income	CHF 855.6m	CHF 841.8m
Revenue margin	84 bps	88 bps
Net new money ¹	CHF 0.9bn	CHF (6.2)bn
Revenue-generating AuM	CHF 104.0bn	CHF 87.7bn
Operating expenses	CHF 520.4m	CHF 652.1m
Cost / income ratio ²	60.8%	77.5%
Adjusted cost-income ratio ³	88.3%	77.5%
CROs	429	398
Total FTEs	1,928	1,850
BIS total capital ratio (Basel III) ⁴	17.1%	22.8%
CET 1 capital ratio (Basel III) ⁴	16.3%	21.9%
Return on shareholders' equity	n.a.	8.9%
Return on tangible equity	n.a.	9.8%

¹ Excluding impact from businesses exited

² Ratio of operating expenses (including depreciation and amortisation) to operating income

³ Operating expenses in 2014 adjusted for past service cost pension plan amendment (CHF235.4 m)

⁴ Regulatory capital reported to FINMA under Swiss GAAP

EFG and BSI side by side

Side by side – Revenue generating AuMs and CROs

Similar scale, highly complementary geographical reach

	EFG	BS/
Financial Year 2015		
Revenue-generating AuM, CHF bn	83.3	87.7
NNM ¹ , CHF bn	2.4	(9.3)
FTEs (#)	2,137	1,850
CROs (#)	462	398
AuM / CRO, CHF m	180	220

- Revenue-generating assets under management above CHF 80bn for both institutions. The combined entity will have approx. CHF 170bn AuM
- Complementary presence in Europe. BSI's relative strength in Italy is complemented by EFG's strength in Spain and UK
- In Asia, EFG has a relatively stronger presence, however pockets of complementarity exist (EFG relatively stronger in Hong Kong while BSI stronger in Singapore)

¹ For BSI, NNM includes impact from businesses exited

Side by side – P&L metrics

Similar return levels

	EFG	BS/
Financial Year 2015	IFRS ¹	IFRS ¹
Net interest income, CHF m	200.6	187.7
Net fee and commission income, CHF m	375.3	454.8
Other income, CHF m	120.8	199.2
Operating income, CHF m	696.7	841.8
Operating expenses, CHF m	(604.3)	(652.1)
o/w personnel expenses, CHF m	(436.1)	(385.2)
Cost / Income ratio ²	87%	77%
Reported profit after tax, CHF m	57.1	128.8
Return on tangible equity ³	10.7%	9.8%
RoAuM (bps)	85	88

- Net interest and commission income constitutes c.83% of total revenues for EFG vs. c.76% for BSI
- Revenue margins are broadly similar across EFG and BSI
- EFG's reported profit impacted by payment for US Tax Programme and exceptional legal and professional charges. Underlying recurring net profit was CHF 91.1m

¹ Audited financial statements for EFG and unaudited statements for BSI

² Ratio of operating expenses (including depreciation and amortisation) to operating income

³ For EFG, return on tangible equity based on underlying recurring net profit, excluding impact of non-recurring items

Side by side – Balance sheet and regulatory capital

Significant potential for capital efficiency improvements

	EFG	BS/
Financial Year 2015	IFRS ¹	IFRS ¹
Loans, CHFbn	12.1	10.4
o/w Lombard loans	8.8	4.8
o/w Mortgage loans	3.1	4.3
Total assets, CHFbn	26.8	21.1
Deposits, CHFbn	19.9	17.6
Tangible equity, CHFbn	0.9	1.3
RWA, CHFbn	6.2	8.1
RWA / loans (%)	51.2%	77.3%
CET1 capital ratio (Basel III fully applied) ²	12.8%	21.9%
Total capital ratio (Basel III fully applied) ²	16.8%	22.8%
Leverage ratio ² (FINMA)	3.1%	7.6%
Liquidity coverage ratio (LCR)	224%	144%
Net stable funding ratio (NSFR)	164%	137%

- Lombard loans constitute c.73% of total loans for EFG vs. c.46% for BSI
- While both EFG and BSI have liquid balance sheets, EFG's liquidity metrics are above BSI
- RWA / loans ratio is significantly higher for BSI at 77.3%, highlighting an opportunity for improved capital efficiency

¹ Audited financial statements for EFG and unaudited statements for BSI

² For BSI regulatory capital and leverage ratio reported to FINMA under Swiss GAAP

Estimated synergies

- Sources of estimated synergies
 - Infrastructure
 - Overlap of entities
 - Optimisation of perimeter
- Estimated integration costs

Key pillars of estimated costs synergies

Infrastructure

- IT, Operations, Premises
- Migrating BSI to EFG's platform

Overlap of operations

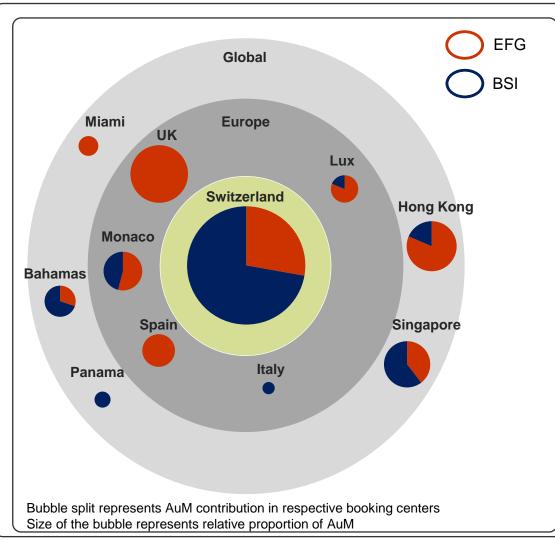
Overlapping business in key geographies

Optimisation of perimeter

Exit of non strategic businesses and / or subcritical locations

Overlapping operations create potential for synergies

Selected booking centres¹



- Complementary footprint in
 - Ticino

UK

Italy

Miami

Spain

- Panama
- Overlapping booking centres across key booking centres
 - Zurich

Hong Kong

Geneva

Singapore

Monaco

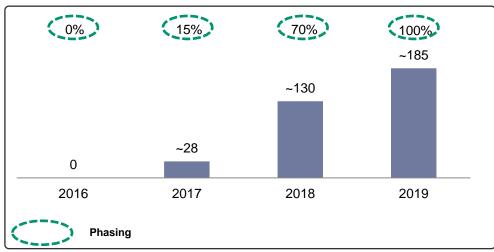
- Bahamas
- Luxembourg

¹ Based on AuM excl. loans

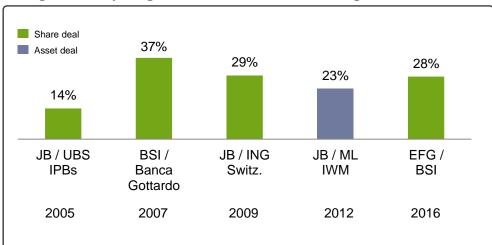
Fully phased-in targeted cost synergies of ~CHF 185m

- EFG targets fully phased in pre-tax cost synergies of ~CHF
 185 million p.a., representing c.28% of BSI's 2015 cost base
- Targeted cost synergies to be shared between both banks and across markets and functions – more than half expected to result from migration to one common IT platform
- Targeted cost synergies from the transaction are on top of existing efficiency programs for EFG (for 2016)
- Cost synergies targeted by EFG are in line with precedents in the private banking space

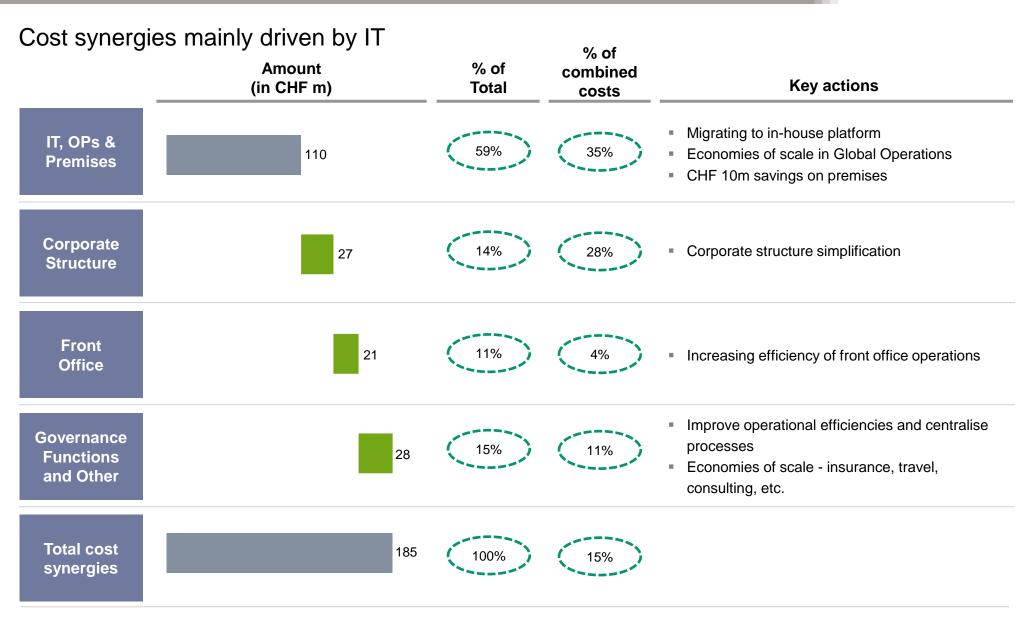
Targeted cost synergies (in CHF m)



Target cost synergies at announcement / Target's cost base



Breakdown of targeted synergies



Rationale for IT/Operations platform choice

BSI will migrate to EFG's IT platform

Cost

- BSI IT/Ops like for like annual spend is c. CHF 160m versus c. CHF 80m for EFG, for similar AuM and FTE
- EFG platform has relatively low software licensing and other 3rd party external costs

Efficiency

- EFG platform has proven to be scalable, and has spare capacity to accommodate additional assets, products, or booking centres at low marginal cost
- External consulting studies have concluded that EFG would derive significant benefit from organic or inorganic business growth due to its scalable platform

Control

EFG is largely independent and has direct internal control of platform developments and changes, whereas
 BSI is materially dependent on third party providers

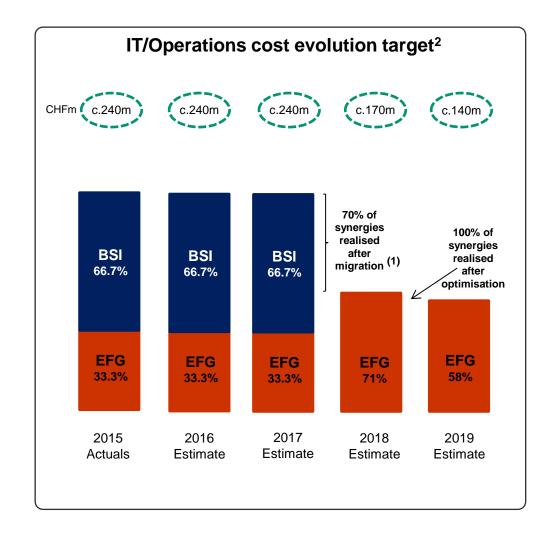
Coverage

- BSI has no platform or booking centre capabilities in UK or Miami (substantial regional hubs for EFG)
- EFG has a proven track record of adding new locations and booking centres to the IT/Ops platform at marginal incremental cost

Migration of BSI to EFG's IT platform

EFG platform is stable, flexible, has a lower cost of ownership, and has spare capacity

- Substantial synergies will be achieved from the integration as BSI offers very similar products and services to EFG; the Operating Model is similar (both have highly centralised IT platforms centred around a core banking system), and both have similar geographic footprints
- The combined organisation will run on an upgraded version of the current EFG IT platform. EFG's core banking and most of the peripheral applications will be retained, though some peripheral applications will be "cherry picked" from the BSI platform and integrated into the upgraded EFG platform
- The IT/Operations platform integration and migration project will run from Q2 2016 until Q4 2018 and expected to cost CHF 80m

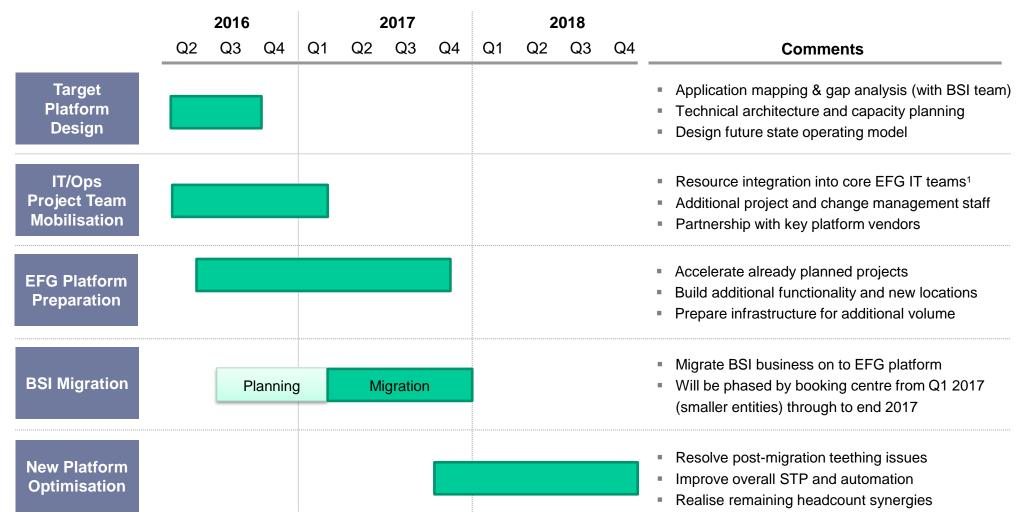


¹ Excludes project costs (CHF 80m project cost included in overall integration costs)

² Excluding cost associated with premises

IT/Operations – Key path to deliverables

Project to be delivered by a joint EFG & BSI team combined with specialist consultants who will be integrated into existing IT teams



¹ To include existing BSI IT project resources (post-closing)

IT Platform – Gap Analysis

The platform gap is much smaller than with comparable Private Banking M&A transactions; BSI and EFG both have centralised IT Platforms, offer similar products and services, and have a similar geographic footprint

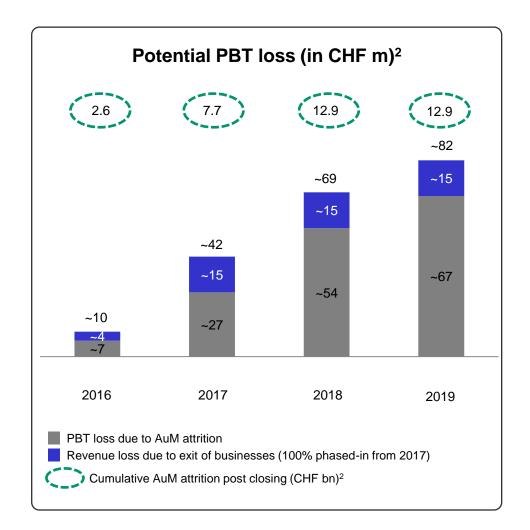
Main gaps		Approach to fill the gaps	
Booking Centres	PanamaPatrimony (UHNWI)	 Panama and Patrimony will be new database 'instances' on the EFG core banking platform. This has been done multiple times with previous EFG acquisitions and the architecture to achieve this is proven 	
Product	 Securities Lending FX Market Making / Trading Risk Structured Products Generation 	 EFG's core banking platform has a securities lending capability that is currently unused that will be tested and enhanced as needed Existing BSI FX market making and structured products applications will be retained and bolted on to the EFG core banking platform 	
Business Segments	 Mass-affluent / retail offering in Ticino Commercial Banking (Trade Finance) 	 EFG's platform has the capacity and scale to deal with retail volumes. Improvements will be made to payments and credit admin workflow EFG's core banking platform has commercial / trade finance modules (from Banque de Depots heritage), that will be re-tested and enhanced 	

Estimated revenue attrition

- Potential attrition and tax regularisation impact of around 5-10% of combined AuM¹ in the first three years, revenue margins of approx. 70 bps with related cost impact of 25%
- Estimated revenue loss of ~CHF 15m from exit of businesses (not AuM related)
- Potential PBT (profit before tax) loss of ~CHF 60 -105m

Conservative Approach

- No growth factored in
- Positive NNM will mitigate the impact from AuM attrition
- No cost reduction assumed in relation to the ~CHF 15m revenue loss from exit of businesses
- In addition, revenue synergies are targeted from the enhanced geographic and CRO platform along with an integrated credit, products and trading set-up. These synergies are currently not factored into the estimates and present an upside potential

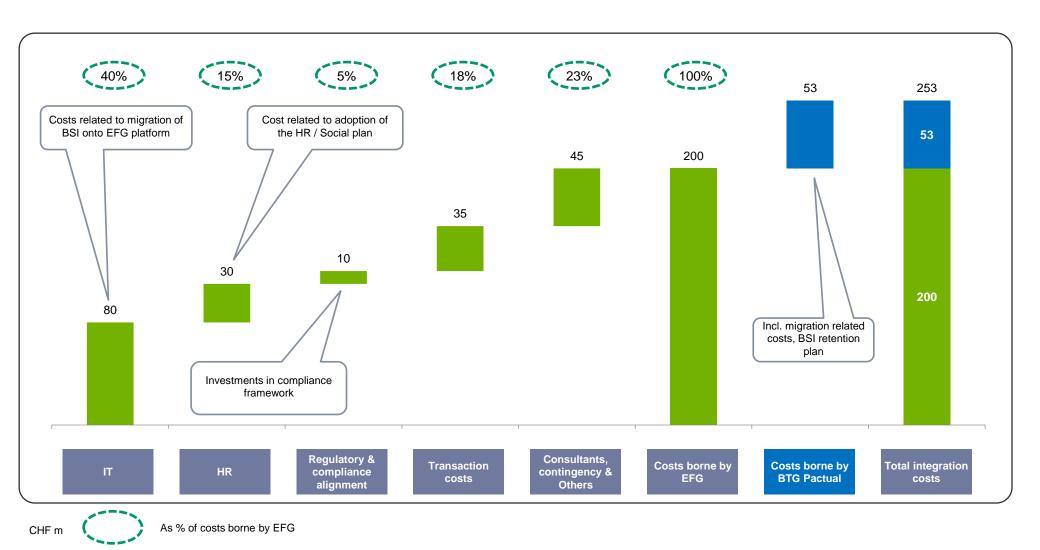


¹ Including impact of exit of some business and review of the perimeter.

² Based on 7.5% attrition rate

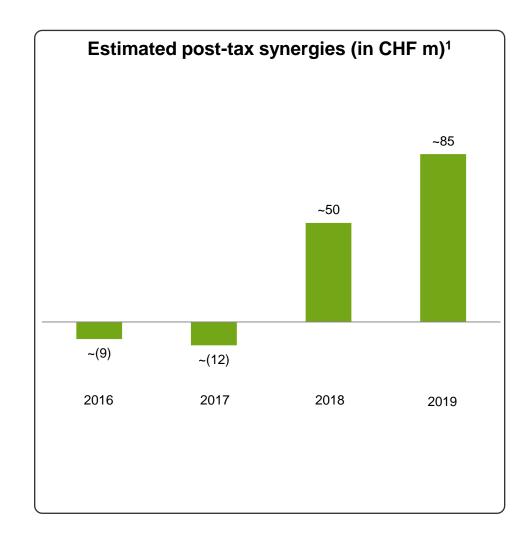
Breakdown of estimated transaction and integration costs

Estimated transaction and integration costs are equivalent to 1.3x synergies – in middle of benchmark range of 1-1.5x



Net synergies of ~CHF 85m

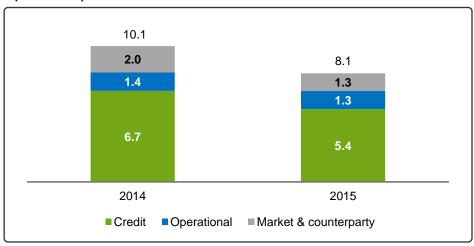
- Estimated one-off implementation costs of ~CHF 200m which are expected to be phased over 2016 – 2018
 - 35% in 2016, 50% in 2017 and 15% in 2018
- Estimated post tax synergies (based on a 7.5% attrition rate and 17.5% tax rate), expected to be ~CHF 85m
- Transaction is expected to be EPS accretive (excluding restructuring costs) in 2018, with double digit accretion in 2019



¹ Based on 7.5% attrition rate

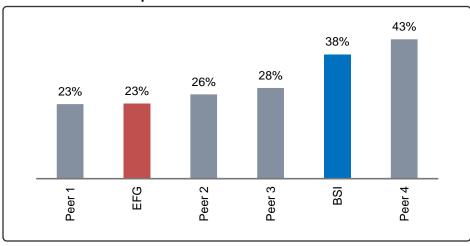
Potential for substantial RWA optimisation at BSI

BSI's RWA evolution (in CHF bn)



BSI's RWAs are based on standard approach

RWA / Assets across peers ¹



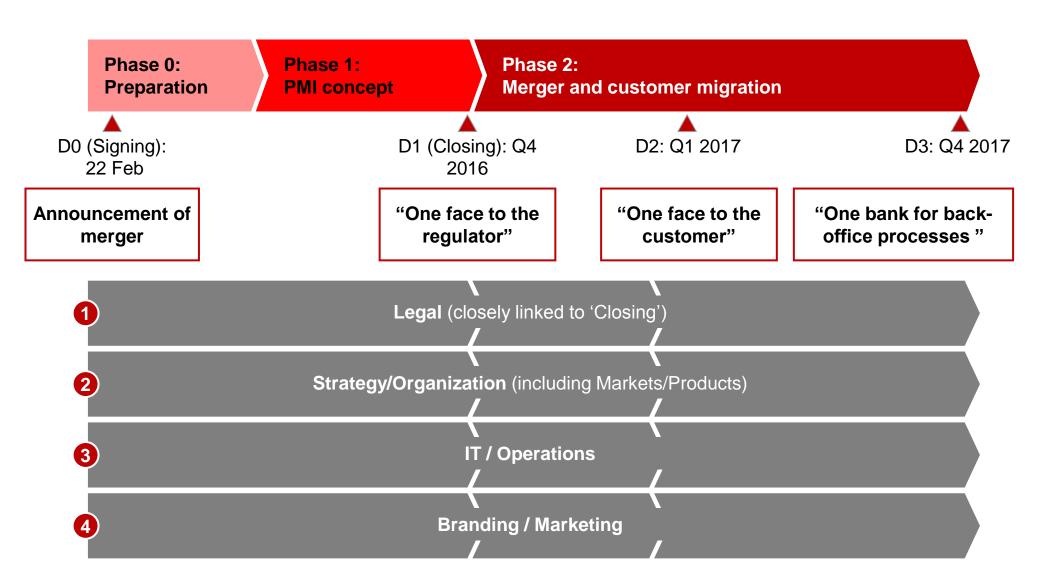
- BSI's RWA / Assets ratio stands at 38%, above peers and EFG - highlighting potential for RWA optimisation
- Experience at EFG of educating CRO's of regulatory capital impacts of different collateral values of securities for lombard loans has helped manage RWA growth

¹ Latest available data

Integration Steps

- •Integration workstreams and priorities
- Project organisation

Planned merger and integration work-streams



For each work-stream, defined key priorities until closing

Work-stream **Key priorities until closing** Approval process Legal Future group tax and corporate structure Alignment of contracts, forms, etc. Alignment of key policies, strategies and optimisation of RWA **PMI** key priorities Detailed synergy implementation timeline Strategy/ Retention of Clients, CROs and Staff Overall Target markets coverage (e.g. legal entities, booking centers) **Organization** integration Target product offering roadmap Blueprint new organization chart Integration Governance Baseline Target platform selection (DONE) definition IT/ Migration roadmap to target platform Product, service and price harmonization **Operations** Target MIS / Accounting system Customers & employees communication on integration process Branding/ Marketing Start new marketing and sponsoring, branding concept

Integration project organisation

Integration Committee

EFG

J. Straehle, G. Pradelli,

P. Fischer, P. Zbinden

BS/

S. Coduri, R. Santi,

G. Robert, R. Cohn

Integration Office (PMO)

EFG P. Fischer

BS

C. Flemming / S. Mohorovic

Legal

Senior Legal Counsel External Advisers

Strategy / Organization

Business unit heads **External Advisers**

IT / Operations

CFO of EFG COO of EFG Head of Banking Platform at BSI

Branding / Marketing

Head of Marketing at EFG and BSI

External Advisers

Integration machine already up and running

 Defined detailed Integration Project Organization and Governance



 Held first joint meetings of all key executives involved in the integration



Completed the key staffing of most working groups



Established clear rules of engagement



Held the kick-off for key working groups

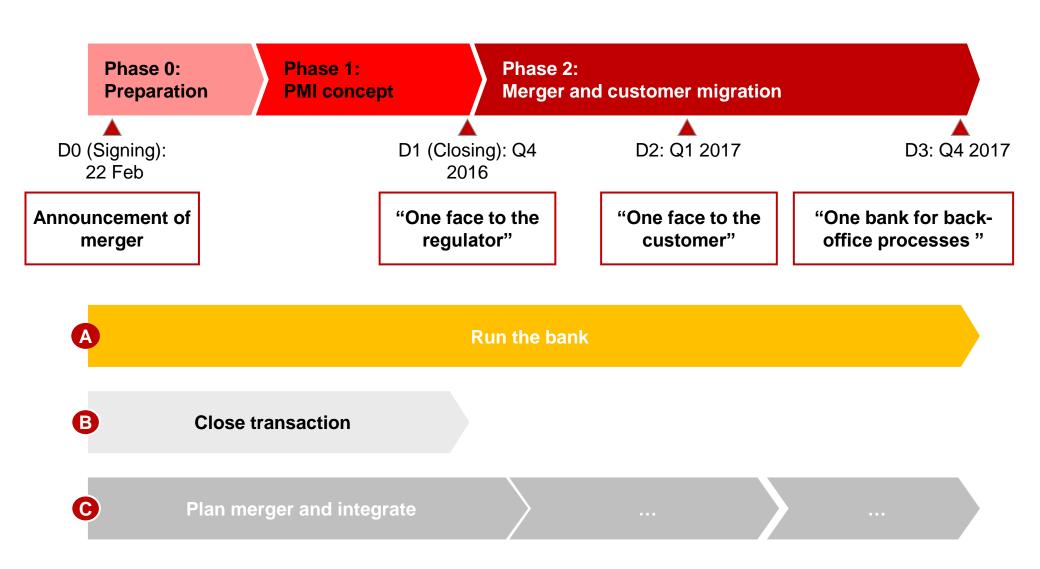


Agreed on key milestones going forward for each working group



Conclusion

Merger milestones and priorities



We are aware of the key risks and are already working to mitigate them

Potential risk / concern	Mitigants	
	✓ Heritage to be maintained	
? Different cultures	✓ Complementary business - no EFG presence in Ticino	
	✓ BSI's CROs to leverage on EFG's entrepreneurial model	
	✓ Many BSI and EFG CROs have common background	
? CRO model	✓ BSI's CROs have similar portfolio size and profile as compared to EFG's CROs	
	 Any change required will only be gradually implemented 	
? Risk of key people leaving	✓ Retention packages	
	✓ CROs to benefit from large scale and global reach	
	✓ CROs prefer a stable organisation	
	✓ Only cost synergies targeted	
? Execution risk / Delivery of estimated synergies	✓ IT / Ops constitute 59% of targeted cost synergies	
	✓ COO of EFG and Head of Banking Platform at BSI have extensive experience in migration projects	

We are aware of the key risks and are already working to mitigate them

Potential risk / concern	Mitigants	
? Limited integration experience	✓ EFG and BSI have completed several integrations in the past	
	✓ Management team has extensive integration experience	
	✓ Additional support from external consultants	
? Financing risk	 Assured deal certainty even if market conditions do not allow capital raising, owing to commitments from EFG Group and BTG Pactual 	
	✓ Clients will prefer the stability of the stronger organisation	
? Asset retention	✓ Proactive client interaction, support and service	
	✓ Significant initiatives in progress to retain CROs	
? Still need to run the bank	✓ Remain key focus of management	
	✓ Board oversight will ensure focus is not lost	

Key conclusions

Combination will create

- New leading Swiss Private Bank
- With Global reach
- Entrepreneurial and solution driven

Compelling strategic rationale of the transaction

- Improve EFG's competitive position
- Attractive for clients, employees, CROs and shareholders
- Strong combined position in Switzerland and Europe / UK; doubling AuM in key growth markets Asia and Latin America

Strong financial fit with significant potential for cost synergies

- Highly complementary financial profiles
- Significant potential for economies of scale and cost synergies
- Enhanced growth prospects
- BSI's CROs have similar portfolio size and profile as compared to EFG's CROs

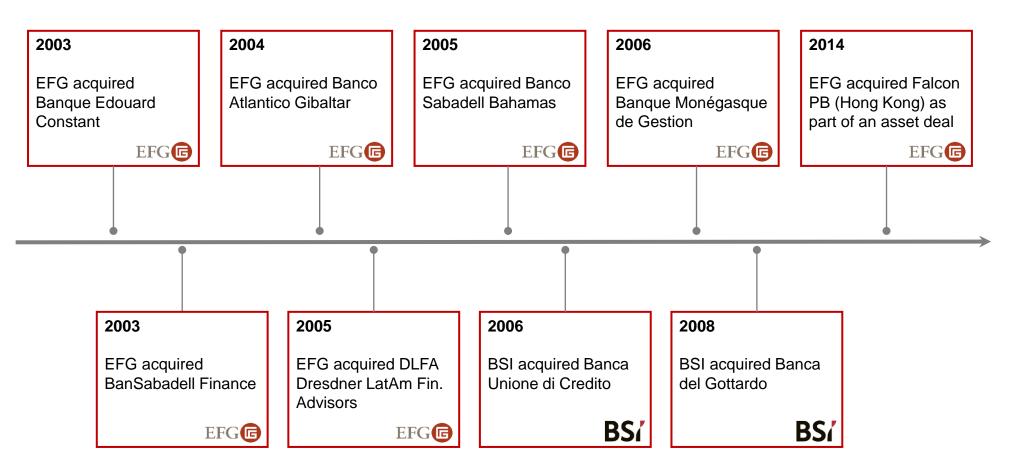
Dedicated integration team and well-designed process to ensure successful integration

• Integration will be delivered by a joint force of EFG and BSI teams, combined with external advisers' expertise

Q&A

Appendix

Extensive track record of integration for both organisations



CMA and Marble Bar Asset Management representing diversification outside of pure private banking business and therefore not integrated

BSI – Income statement (IFRS)

(in CHF million)	2014	201
Net interest income	196.7	187.
Net banking fee & commission income	512.9	454.
Net other income	146.0	199.
Operating income	855.6	841.
Personnel expenses	(194.3)	(385.2
Other operating expenses	(285.5)	(226.9
Depreciation of property and equipment	(17.3)	(13.7
Amortisation of intangible assets	(23.3)	(26.3
Total operating expenses	(520.4)	(652.1
Increase in and release of provisions	(163.7)	(7.5
Impairment losses and reversal of impairment losses on loans and advances to customers	(3.9)	(19.3
Profit before tax	167.5	162.
Income tax expense	(58.0)	(34.1
Net profit	109.5	128.
Non-controlling interest	0.0	0.
Net profit attributable to ordinary shareholders	109.5	128.

- Net profit up 18% y/y
- Pressure on net interest and commission income offset by improvement in other income
- Operating expenses in 2014 impacted by past service cost pension plan amendment of CHF 235m

BSI – Balance sheet (IFRS)

2014	2015
2,979.0	3,671.5
2,344.8	1,480.0
2,811.9	2,172.8
11,665.1	10,422.7
691.7	307.2
1,448.1	1,139.7
1,477.9	1,302.0
38.9	4.5
139.6	127.7
232.5	224.3
1.3	8.4
69.5	85.7
123.4	107.0
24,023.7	21,053.5
740.8	275.2
•	17,587.0
	99.5
	0.0
738.4	338.6
638.5	505.8
17.3	24.1
0.5	0.8
277.9	54.4
661.3	691.0
22,602.8	19,576.3
1.040.0	1,840.0
•	1,640.0
_	(508.0)
` ,	(508.0)
	1,477.1
	21,053.5
24,023.7	21,053.5
16.30%	21.90%
17.10%	22.80%
n.a.	144%
6.0%	7.6%
	137%
	8,052.3
	2,979.0 2,344.8 2,811.9 11,665.1 691.7 1,448.1 1,477.9 38.9 139.6 232.5 1.3 69.5 123.4 24,023.7 740.8 19,429.1 99.0 0.0 738.4 638.5 17.3 0.5 277.9 661.3 22,602.8 1,840.0 145.2 (564.4) 0.0 1,420.9 24,023.7

- Well capitalised balance sheet with CET1 ratio of c.22%
- Liquid balance sheet with cash & treasury bills making c.24% of total assets
- LCR ratio of 150%, well above minimum requirements
- 5% y/y growth in tangible equity in 2015

¹ Regulatory capital reported to FINMA under Swiss GAAP

² Credit RWA are based on standard approach

Source: Unaudited IFRS financials

BSI product offering

Client offering	Services		
Private banking & wealth management	Discretionary mandates ■ Asset management mandates (e.g. Abscluta, etc.) ■ Personalised mandates (e.g. Exclusiva, etc.)	 Execution only Securities trading FX, equities, fixed income 24h FX execution capabil 	e, options, commodities, mutual funds lities
Family office Personal banking	Asset management products Long only funds Structured products Fund of hedge funds Other Financial planning Trust services	Investment advisory	Patrimony 1873 ■ Family office ■ Tailored service for UHNWIs with dedicated specialists
Lending offered to PB clients	Lombard loansResidential and commercial mortgages	Bank guaranteeTrade finance	
Other services	Basic bankingCorporate finance	Art advisoryCapital Markets	Custody Services

EFG product offering

Client offering	Services	
Private banking & wealth management	Discretionary mandates ■ Management of discretionary portfolios by EFG Asset Management including traditional equity or fixed income mandates as well as multi-asset strategies Asset management products ■ New Capital funds, managed by EFG Asset Management ■ Broad range of third party products and funds Other ■ Wealth solutions ■ UHNW Solutions	Investment advisory ■ Advisory services giving clients full access to investment management expertise while level of control maintained can be decided by the client ■ Sales trading Execution only ■ FX, equities, fixed income, derivatives, commodities, mutual funds ■ Direct access offering to key clients Structured Products ■ Advanced platform to issue EFG structured products ■ Product generation on the back of EFGAM convictions /themes or client specific requests ■ Broad range of third party products
Lending offered to PB clients	■ Lombard loans ■ Bank ■ Mortgage loans	guarantees
Other services	0	st services d services





EFG International and BSI Joining Forces

Zurich, 31 March 2016