



Commission de Surveillance
du Secteur Financier

**Certificate of Approval of a Prospectus
in accordance with the Luxembourg Law on Prospectuses for Securities
(transposing Articles 17 and 18 of Directive 2003/71/EC)**

To:

Finanzmarktaufsicht (FMA) (Austria)
Commission Bancaire, Financière et des Assurances (CBFA) (Belgium)
Bundesanstalt für Finanzdienstleistungsaufsicht (BaFin) (Germany)
Autorité des Marchés Financiers (AMF) (France)
Irish Financial Services Regulatory Authority (IFSRA) (Ireland)
Czech National Bank (CNB) (The Czech Republic)
Autoriteit Financiële Markten (AFM) (The Netherlands)

From:

Commission de Surveillance du Secteur Financier

We hereby certify that the Prospectus detailed below has been drawn up in accordance with the Luxembourg Law on Prospectuses for Securities transposing Directive 2003/71/EC and was approved by us on 17 December 2010.

Name of Issuer(s):

Tyco Electronics Ltd.

Registered Office(s)/Seat(s):

Schaffhausen, Switzerland

Type of Securities:

Offer of shares under the Employee Stock Purchase Plan

References to the annexes of Commission Regulation (EC) N° 809/2004 according to which the Prospectus was drawn up:

I, III

Guarantor(s) (if any):

Bank of America Corporation

Attachment(s):

Prospectus
Czech translation of the summary
Dutch translation of the summary
French translation of the summary
German translation of the summary

Ref.: C-10341
Luxembourg, 20 December 2010
Commission de Surveillance du Secteur Financier

