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Tom Flynn
EVP & Chief Financial Officer



Forward Looking Statements & Non-GAAP Measures

Caution Regarding Forward-Looking Statements

Bank of Montreal's public communications often include written or oral forward-looking statements. Statements of this type are included in this document, and may be included in other filings with Canadian securities regulators or the U.S. Securities and Exchange Commission, or in other communications. All such statements are made pursuant to the "safe harbor" provisions of, and are intended to be forward-looking statements under, the United States Private Securities Litigation Reform Act of 1995 and any applicable Canadian securities legislation. Forward-looking statements may involve, but are not limited to, comments with respect to our objectives and priorities for 2013 and beyond, our strategies or future actions, our targets, expectations for our financial condition or share price, and the results of or outlook for our operations or for the Canadian, U.S. and international economies.

By their nature, forward-looking statements require us to make assumptions and are subject to inherent risks and uncertainties. There is significant risk that predictions, forecasts, conclusions or projections will not prove to be accurate, that our assumptions may not be correct and that actual results may differ materially from such predictions, forecasts, conclusions or projections. We caution readers of this document not to place undue reliance on our forward-looking statements as a number of factors could cause actual future results, conditions, actions or events to differ materially from the targets, expectations, estimates or intentions expressed in the forward-looking statements.

The future outcomes that relate to forward-looking statements may be influenced by many factors, including but not limited to: general economic and market conditions in the countries in which we operate; weak, volatile or illiquid capital and/or credit markets; interest rate and currency value fluctuations; changes in monetary, fiscal or economic policy; the degree of competition in the geographic and business areas in which we operate; changes in laws or in supervisory expectations or requirements, including capital, interest rate and liquidity requirements and guidance; judicial or regulatory proceedings; the accuracy and completeness of the information we obtain with respect to our customers and counterparties; our ability to execute our strategic plans and to complete and integrate acquisitions; critical accounting estimates and the effect of changes to accounting standards, rules and interpretations on these estimates; operational and infrastructure risks; changes to our credit ratings; general political conditions; global capital markets activities; the possible effects on our business of war or terrorist activities; disease or illness that affects local, national or international economies; natural disasters and disruptions to public infrastructure, such as transportation, communications, power or water supply; technological changes; and our ability to anticipate and effectively manage risks associated with all of the foregoing factors.

We caution that the foregoing list is not exhaustive of all possible factors. Other factors could adversely affect our results. For more information, please see the discussion below, which outlines in detail certain key factors that may affect Bank of Montreal's future results. When relying on forward-looking statements to make decisions with respect to Bank of Montreal, investors and others should carefully consider these factors, as well as other uncertainties and potential events, and the inherent uncertainty of forward-looking statements. Bank of Montreal does not undertake to update any forward-looking statements, whether written or oral, that may be made from time to time by the organization or on its behalf, except as required by law. The forward-looking information contained in this document is presented for the purpose of assisting our shareholders in understanding our financial position as at and for the periods ended on the dates presented, as well as our strategic priorities and objectives, and may not be appropriate for other purposes.

Effective the first quarter of 2013, our regulatory capital, risk-weighted assets and regulatory capital ratios have been calculated pursuant to the Capital Adequacy Requirement (CAR) Guideline released by the Office of the Superintendent of Financial Institutions (OSFI) in December 2012 to implement the Basel III Accord in Canada. When calculating the pro-forma impact of Basel III on our regulatory capital (including capital deductions and qualifying and grandfathered ineligible capital), risk-weighted assets and regulatory capital ratios in prior periods, we assumed that our interpretation of OSFI's draft implementation guideline of rules and amendments announced by the Basel Committee on Banking Supervision (BCBS), and our models used to assess those requirements, were consistent with the final requirements that would be promulgated by OSFI. We have not recalculated our pro-forma Basel III regulatory capital, risk-weighted assets or capital ratios based on the CAR Guideline and references to Basel III pro-forma items refer to these items as previously estimated.

Assumptions about the level of default and losses on default were material factors we considered when establishing our expectations regarding the future performance of the transactions into which our credit protection vehicle has entered. Among the key assumptions were that the level of default and losses on default will be consistent with historical experience. Material factors that were taken into account when establishing our expectations regarding the future risk of credit losses in our credit protection vehicle and risk of loss to Bank of Montreal included industry diversification in the portfolio, initial credit quality by portfolio, the first-loss protection incorporated into the structure and the hedges into which Bank of Montreal has entered.

Assumptions about the performance of the Canadian and U.S. economies, as well as overall market conditions and their combined effect on our business, are material factors we consider when determining our strategic priorities, objectives and expectations for our business. In determining our expectations for economic growth, both broadly and in the financial services sector, we primarily consider historical economic data provided by the Canadian and U.S. governments and their agencies. See the Economic Review and Outlook section of Bank of Montreal's Third Quarter 2013 Report to Shareholders.

Non-GAAP Measures

Bank of Montreal uses both GAAP and non-GAAP measures to assess performance. Readers are cautioned that earnings and other measures adjusted to a basis other than GAAP do not have standardized meanings under GAAP and are unlikely to be comparable to similar measures used by other companies. Reconciliations of GAAP to non-GAAP measures as well as the rationale for their use can be found in Bank of Montreal's Third Quarter 2013 Report to Shareholders and Bank of Montreal's 2012 Management's Discussion and Analysis, all of which are available on our website at www.bmo.com/investorrelations.

Examples of non-GAAP amounts or measures include: efficiency and leverage ratios; revenue and other measures presented on a taxable equivalent basis (teb); amounts presented net of applicable taxes; adjusted net income, revenues, provision for credit losses, specific provision for credit losses, expenses, earnings per share, effective tax rate, ROE, efficiency ratio and other adjusted measures which exclude the impact of certain items such as credit-related items on the acquired M&I performing loans, run-off structured credit activities, M&I integration costs, amortization of acquisition-related intangibles, decrease (increase) in collective allowance for credit losses and restructuring costs.

Bank of Montreal provides supplemental information on combined business segments to facilitate comparisons to peers.

BMO Financial Group

8th largest bank in North America¹; 2nd largest Canadian bank by retail branches in Canada and the U.S.

Who we are

- Established in 1817
- Highly diversified financial services provider based in North America
- Provides a broad range of retail banking, wealth management and investment banking products and services to more than 12 million customers
- Operating groups include:
 - Personal and Commercial Banking
 - Private Client Group
 - BMO Capital Markets
- Key numbers (as at July, 2013):
 - Adjusted revenue³ – LTM: \$15.4 billion
 - Adjusted net income³ – LTM: \$4.3 billion
 - Assets: \$549 billion
 - Employees: ~46,600
 - Branches: ~1,600
 - ABMs: 4,060

Q3 13 Results (C\$ billions)	Adjusted ²	Reported
Revenue	3.9	4.1
Net Income	1.1	1.1
EPS (\$)	1.68	1.68
ROE (%)	15.6	15.6
Basel III Common Equity Tier 1 Ratio (%)		9.6%

Other Information	
Quarterly Dividend	\$0.74
Dividend payout record: 184 years (longest of any company in Canada)	
Market Cap (September 5, 2013)	C\$44 billion
Listings	NYSE, TSX (Ticker: BMO)
Share Price (September 5, 2013)	
TSX	C\$67.56
NYSE	US\$64.29

¹ As measured by assets as at July 31, 2013; ranking published by Bloomberg

² Adjusted measures are non-GAAP measures. See slide 1 of this document, pages 32, 98-99 of BMO's 2012 Annual Report and pages 34-35 of BMO's Third Quarter 2013 Report to Shareholders

³ Reported revenue last twelve months (LTM): \$16.3B; reported net income LTM: \$4.2B

Strategic Footprint

Year-to-date over 75% of adjusted revenues from retail businesses



~1,600¹
Branches

\$214B²
Customer Deposits

¹ Branches in Canada and the U.S., excluding Other, 1,571
² Q3'13 customer deposits: core deposits plus larger fixed-date deposits excluding wholesale customer deposits

* BMO has retail banking branches across Canada and in the U.S. Midwest states of Illinois, Wisconsin, Indiana, Minnesota, Missouri and Kansas, as well as in Arizona and Florida.

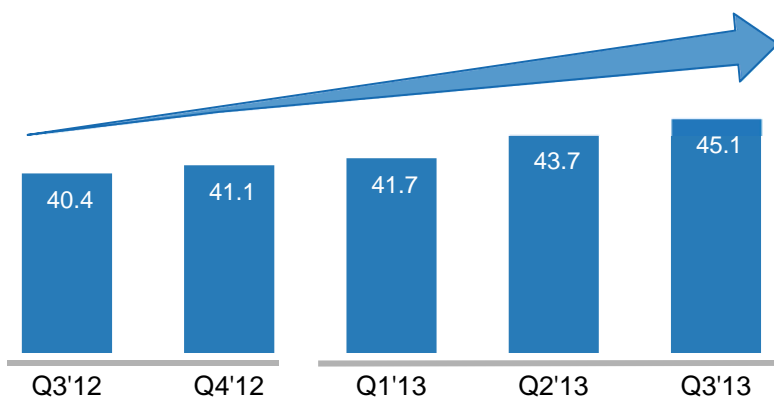
Proven Strength in Commercial Banking

Our large North American platform is a key differentiator and positions us well

P&C Canada

- Commercial loan¹ balances up 12% Y/Y and 3% Q/Q
- #2 market share position of ~20%² in small and medium sized loans
- Commercial deposit strategy continuing to pay off with growth of 15% Y/Y and 5% Q/Q; fourth straight quarter of increasing growth

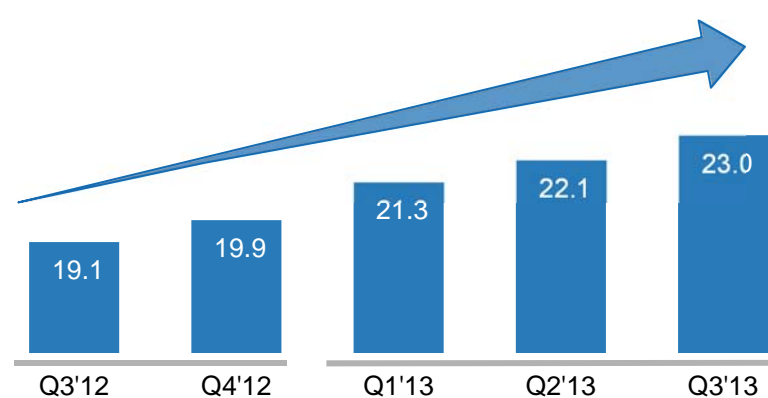
Commercial Loans and Acceptances (C\$B)



P&C U.S.

- Strong core C&I loan growth, up 4% Q/Q; 7th straight sequential quarter of growth
- Commercial deposits up 10% Y/Y

Core C&I Loans (US\$B)



¹ Commercial lending growth excludes commercial credit cards

² Business loan share (Banks) issued by CBA (one calendar quarter lag basis (Q2 F13: Mar 2013))

Advantaged Business Mix

Diversified by both geography and customer segment

Personal & Commercial Canada

- Over 7 million customers
- Over 900 branches; 2,701 ABMs
- #2 market share in small and medium sized loans
- Continued strong momentum in commercial lending with double digit growth in loans and deposits

Personal & Commercial U.S.

- Over 2 million customers
- Over 600 branches and access to 1,359 ABMs
- Footprint spans across six U.S. Midwest states – Illinois, Indiana, Wisconsin, Minnesota, Missouri and Kansas
- Strong core C&I loan growth for 7 consecutive quarters

Private Client Group

- Broad offering of wealth management products and solutions including Insurance products
- Full range of client segments from mainstream to ultra-high net worth, as well as select institutional markets
- Operations in Canada, United States, as well as China and United Kingdom
- AUA/AUM: \$527B

BMO Capital Markets

- Full range of products and services to help corporate, institutional and government clients achieve their ambitions
- Expertise in areas including: Equity and debt underwriting, Corporate Lending, M & A Advisory Services, Securitization, Debt and Equity Research, Institutional Sales and Trading
- 29 locations worldwide, including 16 in North America

Q3 2013 - Financial Highlights

Good performance reflecting execution on strategies and benefits of diversification

Adjusted¹

(C\$MM)	Q3 12	Q2 13	Q3 13
Revenue	3,677	3,759	3,892
PCL	116	110	13
Expense	2,342	2,402	2,458
Net Income	1,013	997	1,136
EPS (\$)	1.49	1.46	1.68
ROE (%)	15.2	14.5	15.6
Basel III Common Equity Tier 1 Ratio (%) ²	8.3	9.7	9.6

- Adjusted EPS up 13% Y/Y
- Good operating group performance, especially P&C Canada and PCG
- Good revenue growth at 6% Y/Y
- Strong credit performance with adjusted PCL of \$13MM compared to \$116MM a year ago
- ROE of 15.6%

YTD (C\$B)	2012 YTD	2013 YTD
Revenue	11.1	11.5
Net Income	3.0	3.2
EPS (\$)	4.35	4.65
Efficiency ratio (%)	63.5	63.6

- Adjusted EPS up 7% Y/Y
- All operating groups ahead of last year
- Strong credit performance in both acquired and legacy portfolios
- ROE of 15.0%

¹ See slide 10 for reported results

² Q3'13 Common Equity Tier 1 Ratio based on Basel III. Q3'12 based on pro forma Basel III

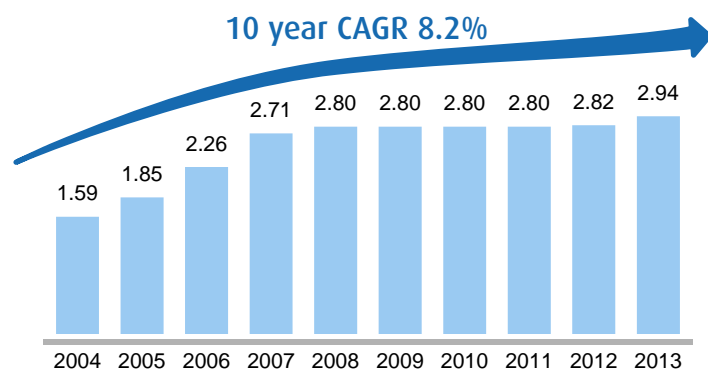
Adjusted measures are non-GAAP measures. See slide 1 of this document, pages 32, 98-99 of BMO's 2012 Annual Report and pages 34-35 of BMO's Third Quarter 2013 Report to Shareholders.

Strong Capital Position Provides Flexibility

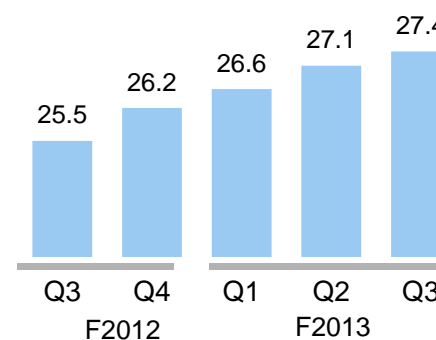
- Basel III CET1 Ratio continues to be strong at 9.6%
- 8 million common shares repurchased in Q2'13 and Q3'13
- Dividend payout range 40-50%
- Balancing dividends, with buybacks to provide effective return of capital to shareholders

Basel III	Q3 13
Common Equity Tier 1 Ratio (CET1) (%)	9.6
Tier 1 Capital Ratio (%)	11.2
Total Capital Ratio (%)	13.5
RWA (\$B)	214
Assets to Capital Multiple ¹	16.2

Dividend History (\$ per share)



Common Shareholders' Equity (\$B)



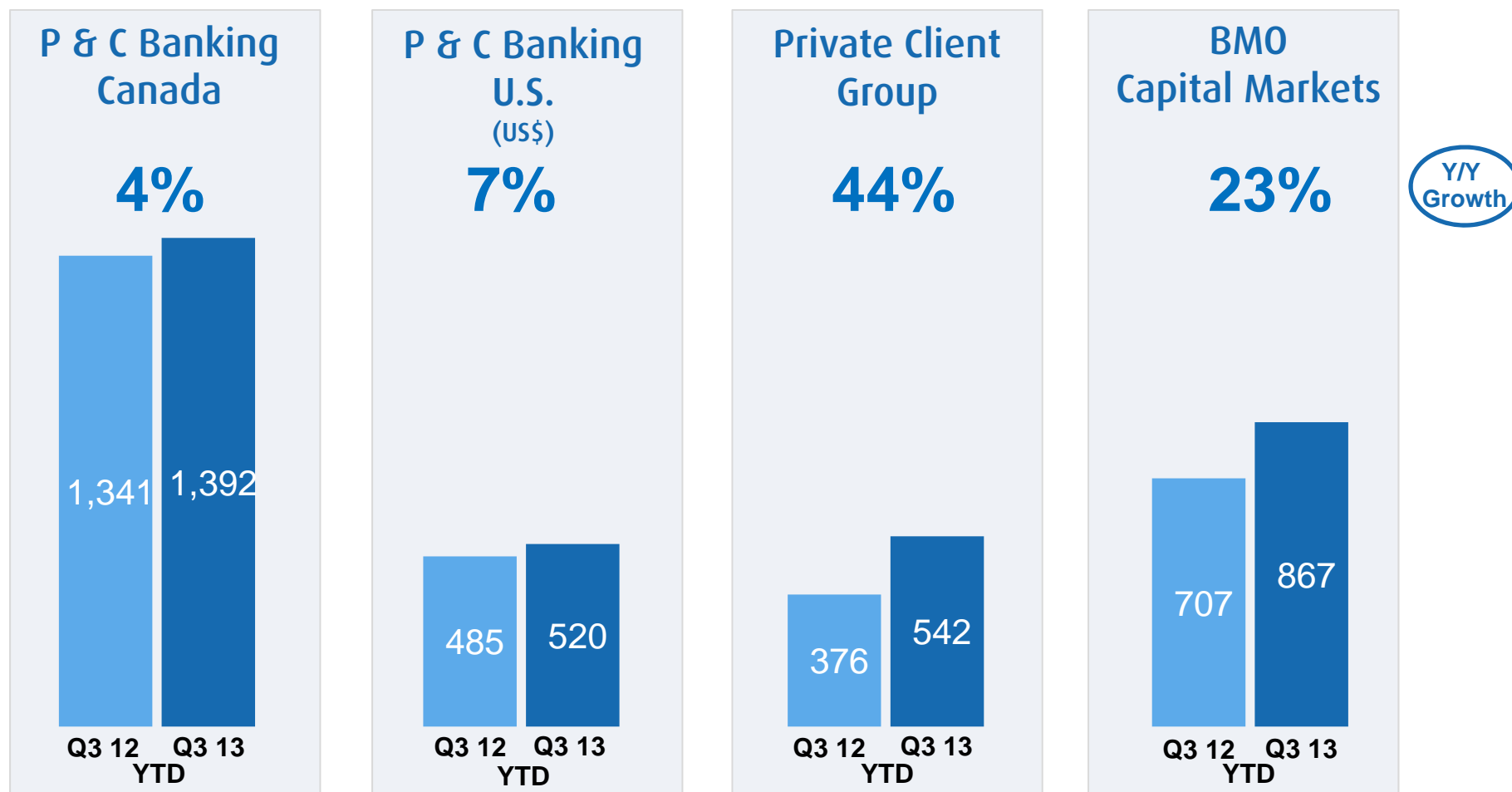
¹ The Assets-to-Capital Multiple is calculated by dividing total assets, including specified off-balance sheet items, by total capital calculated on a transitional basis, as set out in OSFI's 2013 CAR Guideline.

Operating Group Performance

Good operating group performance driven by diversified business mix

Adjusted¹ Net Income

C\$ millions unless otherwise indicated



¹ Adjusted measures are non-GAAP measures. See slide 1 of this document, pages 32, 98-99 of BMO's 2012 Annual Report and pages 34-35 of BMO's Third Quarter 2013 Report to Shareholders. Reported Net Income (YTD \$MM): P&C Banking Canada Q3'12 \$1,333, Q3'13 \$1,385; P&C Banking U.S. Q3'12 US\$437, Q3'13 US\$482; PCG Q3'12 \$360, Q3'13 \$522; BMO CM Q3'12 \$707, Q3'13 \$865

Reasons to invest in BMO

- Good opportunities for growth across our diversified North American platform
 - ✓ Proven strength in our large North American commercial banking businesses
 - ✓ Good momentum in P&C Canada
 - ✓ Strong wealth franchise with good growth opportunities
 - ✓ Operating leverage from our expanded U.S. platform
- Strong capital position
- Enhancing productivity to drive performance
- Focused on generating revenue growth by achieving industry-leading customer experience and loyalty

**Making money
make sense.**

BMO  Bank of Montreal

Q3 2013 - Financial Highlights (Reported basis)

Reported

(C\$MM)	Q3 12	Q2 13	Q3 13
Revenue	3,878	3,944	4,050
PCL	237	145	77
Expense	2,484	2,568	2,542
Net Income	970	975	1,137
EPS (\$)	1.42	1.42	1.68
ROE (%)	14.5	14.2	15.6
Basel III Common Equity Tier 1 Ratio (%) ¹	8.3	9.7	9.6

YTD (C\$B)	2012 YTD	2013 YTD
Revenue	12.0	12.1
Net Income	3.1	3.2
EPS (\$)	4.56	4.63
Efficiency ratio (%)	63.1	63.8

¹ Q3'13 Common Equity Tier 1 Ratio based on Basel III. Q3'12 based on pro forma Basel III

Investor Relations Contact Information

www.bmo.com/investorrelations

E-mail: investor.relations@bmo.com

Fax: 416.867.3367

SHARON HAWARD-LAIRD

Head, Investor Relations

416.867.6656

sharon.hawardlaird@bmo.com

ANDREW CHIN

Director

416.867.7019

andrew.chin@bmo.com

