

**Amendment to Program Information**

**Bank of America Corporation**

## AMENDMENT TO PROGRAM INFORMATION

Type of Information:	Amendment to Program Information
Date of Announcement:	August 1, 2019
Issuer Name:	Bank of America Corporation
Name and Title of Representative:	Michael R. Vandenberg Managing Director
Address of Head Office:	Bank of America Corporate Center 100 N. Tryon Street Charlotte, North Carolina 28255 U.S.A.
Telephone:	+1 980 388 1095
Liaison Contact:	Attorney-in-Fact: Kazuhiro Yoshii, Attorney-at-law Yasunari Fuke, Attorney-at-law Kimiko Inoue, Attorney-at-law On Hagizawa, Attorney-at-law Asako Matsuo, Attorney-at-law  Anderson Mori & Tomotsune Address: Otemachi Park Building 1-1, Otemachi 1-chome Chiyoda-ku, Tokyo  Telephone: (03) 6775-1000
Type of Securities:	Notes
Address of Website for Announcement:	<a href="https://www.jpx.co.jp/equities/products/tpbm/announcement/index.html">https://www.jpx.co.jp/equities/products/tpbm/announcement/index.html</a>
Name of Arranger	Merrill Lynch International
Status of Submission of Annual Securities Reports or Issuer Filing Information:	Bank of America Corporation has continuously submitted Annual Securities Reports for more than one year. See such Annual Securities Reports and other reports filed by the Issuer in Japan which are available at the website <a href="http://disclosure.edinet-fsa.go.jp/">http://disclosure.edinet-fsa.go.jp/</a> .  See also reports filed by the Issuer with the U.S. Securities and Exchange Commission which are available at the website <a href="http://www.sec.gov/">http://www.sec.gov/</a> .
Information on initial Program Information:	
Date of Announcement:	March 6, 2019
Scheduled Issuance Period:	March 7, 2019 to March 6, 2020
Maximum Outstanding Issuance Amount:	U.S.\$65,000,000,000

This amendment, consisting of this cover page and the Supplement dated July 30, 2019 to the Base Prospectus dated May 17, 2019 (and including, for the avoidance of doubt, the Offering Circular dated May 17, 2019 included therein), is filed to update the information included in the Program Information dated March 6, 2019 as amended by the amendments dated March 11, 2019, April 18, 2019, May 7, 2019, May 31, 2019, July 1, 2019 and July 22, 2019 (“Original Program Information”). This amendment shall be read together with the Original Program Information.

SUPPLEMENT DATED JULY 30, 2019



**Bank of America Corporation**  
**U.S. \$65,000,000,000**  
**Euro Medium-Term Note Program**

This supplement (the "**Supplement**"), which supplements the Base Prospectus dated May 17, 2019 (the "**Original Base Prospectus**") (as supplemented by the Supplementary Base Prospectus dated June 28, 2019 and July 18, 2019, the "**Base Prospectus**"), which together comprise a base prospectus for the purposes of Article 5.4 of the Directive 2003/71/EC (the "**Prospectus Directive**"), constitutes a supplementary prospectus for the purposes of section 87G of the Financial Services and Markets Act 2000 (the "**FSMA**") and is prepared in connection with the U.S. \$65,000,000,000 Euro Medium-Term Note Program (the "**Program**") of Bank of America Corporation (the "**Issuer**"). Terms defined in the Base Prospectus have the same meaning when used in this Supplement.

This Supplement is supplemental to, and shall be read in conjunction with, the Base Prospectus. To the extent that there is any inconsistency between any statement in this Supplement and any other statement in or incorporated by reference in the Base Prospectus, the statements in this Supplement will prevail.

The purpose of this Supplement is to:

- incorporate by reference the Issuer's current report on Form 8-K dated July 25, 2019 (the "**July 25, 2019 Form 8-K**") in respect of a news release relating to the announcement of the appointment to the Issuer's Board of Directors of Ms. Denise L. Ramos as a director, effective as of July 25, 2019;
- incorporate by reference the Issuer's quarterly report on Form 10-Q dated July 29, 2019 (the "**July 29, 2019 Form 10-Q**") for the six months ended June 30, 2019;
- update the section of the Original Base Prospectus entitled "*Selected Financial Data*"; and
- update the section of the Original Base Prospectus entitled "*General Information*".

The Issuer accepts responsibility for the information contained in this Supplement. To the Issuer's best knowledge and belief (having taken all reasonable care to ensure that such is the case) the information contained in this Supplement is in accordance with the facts and does not omit anything likely to affect the import of such information.

Save as disclosed in this Supplement or in the document incorporated by reference in, and forming part of, this Supplement, no other significant new factor, material mistake or inaccuracy relating to information included in the Base Prospectus has arisen or been noted, as the case may be, since the publication of the Base Prospectus as supplemented from time to time.

***Incorporation by reference of the July 25, 2019 Form 8-K***

The July 25, 2019 Form 8-K was filed with the United States Securities and Exchange Commission (the "**SEC**") on July 25, 2019 and with the Financial Conduct Authority. Pages 3 (being Item 5.02 and Item 9.01), 4 (being Signatures) and 5\* to 6\* (being Exhibit 99.1) of the July 25, 2019 Form 8-K shall be deemed to be incorporated by reference into, and form part of, this Supplement. For the purposes of the prospectus rules made under section 73A of the FSMA and this Supplement, any information or other documents incorporated by reference, either expressly or implicitly, into the July 25, 2019 Form 8-K, or not deemed to have been filed as part of the July 25, 2019 Form 8-K under the rules of the SEC, do not form part of this Supplement. Information in the July 25, 2019 Form 8-K which is not incorporated by reference into the Base Prospectus is either not relevant for the investor or is covered elsewhere in the Base Prospectus.

\* This page number is a reference to the PDF page included in the July 25, 2019 Form 8-K.

### ***Incorporation by reference of the July 29, 2019 Form 10-Q***

The July 29, 2019 Form 10-Q was filed with the SEC on July 29, 2019 and with the Financial Conduct Authority. Pages 1 to 101, page 104\* to page 544\* (being Exhibit 3(a)) of the July 29, 2019 Form 10-Q shall be deemed to be incorporated by reference into, and form part of, this Supplement. For the purposes of the prospectus rules made under section 73A of the FSMA and this Supplement, any information or other documents incorporated by reference, either expressly or implicitly, into the July 29, 2019, Form 10-Q, or not deemed to have been filed as part of the July 29, 2019 Form 10-Q under the rules of the SEC, do not form part of this Supplement. Information in the July 29, 2019 Form 10-Q which is not incorporated by reference into the Base Prospectus is either not relevant for the investor or is covered elsewhere in the Base Prospectus.

\* This page number is a reference to the PDF page included in the July 29, 2019 Form 10-Q.

### ***Updating of the section entitled "Selected Financial Data"***

The section entitled "*Selected Financial Data*" on pages 34 to 35 of the Original Base Prospectus shall be updated with the following information:

"The following table contains the Issuer's selected financial data as of and for the six months ended June 30, 2019 and 2018, extracted from the Issuer's unaudited financial statements, which were prepared in conformity with accounting principles generally accepted in the United States. The Issuer's unaudited financial statements include all adjustments, consisting only of normal recurring accruals, that the Issuer considers necessary for a fair statement of its financial position and its results of operations as of such dates and for such periods. Results for the six months ended June 30, 2019 are not necessarily indicative of the results that might be expected for any other interim period or for the year as a whole. Certain prior period amounts have been reclassified to conform to current period classifications.

	<b><u>Six Months Ended</u></b>	
	<b><u>June 30</u></b>	
	<b><u>2019</u></b>	<b><u>2018</u></b>
	<b>(Unaudited)</b>	
	<b>(In millions, except per share information)</b>	
<b>Income Statement:</b>		
Interest income	\$ 36,394	\$ 31,968
Interest expense	11,830	8,371
Net interest income	24,564	23,597
Noninterest income	21,524	22,022
Total revenue, net of interest expense	46,088	45,619
Provision for credit losses	1,870	1,661
Noninterest expense	26,492	27,066
Income before income taxes	17,726	16,892
Income tax expense	3,067	3,190
Net income	14,659	13,702
Net income applicable to common shareholders	13,978	12,956
Average common shares issued and outstanding (in millions)	9,624.0	10,251.7
Average diluted common shares issued and outstanding (in millions)	9,672.4	10,389.9
<b>Per common share information:</b>		
Earnings	\$ 1.45	\$ 1.26
Diluted earnings	1.45	1.25
Dividends paid	0.30	0.24

**June 30**  
**2019**                      **2018**  
**(Unaudited)**  
**(Dollars in millions, except percentages)**

**Balance Sheet (period-end):**

Total loans and leases	\$ 963,800	\$ 935,824
Total assets	2,395,892	2,291,670
Total deposits	1,375,093	1,309,691
Long-term debt	238,011	226,656
Total shareholders' equity	271,408	264,216
Allowance for loan and lease losses as a percentage of total loans and leases outstanding <sup>1</sup>	1.00 %	1.08 %
Total ending equity to total ending assets	11.33 %	11.53 %

<sup>1</sup> Outstanding loan and lease balances and ratios do not include loans accounted for under the fair value option.

**Share Capital**

As of June 30, 2019, the issued and outstanding common stock of BAC equalled 9,342,601,750 shares, \$0.01 par value, fully paid, which shares and additional paid in capital equalled approximately \$106.6 billion. As at the date of this Base Prospectus, the authorised common stock of BAC is 12,800,000,000 shares.

As of June 30, 2019, the issued and outstanding preferred stock of BAC equalled 3,939,040 shares, \$0.01 par value, fully paid, with an aggregate liquidation preference of approximately \$24.7 billion. The authorised preferred stock of BAC is 100,000,000 shares."

***Updating of the section entitled "General Information"***

By virtue of this Supplement, the information contained within the "*General Information*" section of the Original Base Prospectus, on page 90 at paragraph (5) entitled "*Significant Change and Material Adverse Change*", shall be updated with the following information:

"Save as disclosed in the sections entitled "*Recent Developments*" on page 3 of the July 29, 2019 Form 10-Q, "*Note 11 – Commitments and Contingencies*" on page 82 of the July 29, 2019 Form 10-Q and "*Item 5. Other Information*" on page 100 of the July 29, 2019 Form 10-Q, there has been no significant change in the financial or trading position of the Issuer on a consolidated basis since June 30, 2019 which is the date of the most recently published financial statements of the Issuer.

There has been no material adverse change in the prospects of the Issuer on a consolidated basis since December 31, 2018."

***Documents available for inspection***

The Issuer will provide, without charge, to each person to whom a copy of this Supplement has been delivered, upon the oral or written request of such person, a copy of the document incorporated herein by reference. Written requests for such document should be directed to: Bank of America Corporation, Bank of America Corporate Center, 100 North Tryon Street, Charlotte, North Carolina 28255-0065, Attention: Fixed Income Investor Relations or [fixedincomeir@bankofamerica.com](mailto:fixedincomeir@bankofamerica.com). Telephone requests may be directed to +1-866-607-1234 (toll free) or +1-212-449-6795. The Issuer's filings with the SEC are available through (1) the SEC's website at [www.sec.gov](http://www.sec.gov) and (2) the Issuer's website at <http://investor.bankofamerica.com/phoenix.zhtml?c=71595&p=irol-sec#fbid=vPBmqoqUe99>. References to web addresses in this Supplement are included as inactive textual references only. Except as specifically incorporated by reference in this Supplement, information on these websites is not part of this Supplement.