

Amendment to Program Information

Bank of America Corporation

AMENDMENT TO PROGRAM INFORMATION

Type of Information:	Amendment to Program Information
Date of Announcement:	February 21, 2020
Issuer Name:	Bank of America Corporation
Name and Title of Representative:	Michael R. Vandenberg Managing Director
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Liaison Contact:	Attorney-in-Fact: Kazuhiro Yoshii, Attorney-at-law Yasunari Fuke, Attorney-at-law Kimiko Inoue, Attorney-at-law Asako Matsuo, Attorney-at-law Junichiro Nishimura, 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:	https://www.jpx.co.jp/equities/products/tpbm/announcement/index.html
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 http://disclosure.edinet-fsa.go.jp/ . See also reports filed by the Issuer with the U.S. Securities and Exchange Commission which are available at the website http://www.sec.gov/ .
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 February 20, 2020 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, July 22, 2019, August 1, 2019, October 18, 2019, October 31, 2019 and January 17, 2020 (“Original Program Information”). This amendment shall be read together with the Original Program Information.



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 Prospectuses dated June 28, 2019, July 18, 2019, July 30, 2019, October 17, 2019, October 29, 2019 and January 16, 2020, the "**Base Prospectus**"), which together comprise a base prospectus for the purposes of Article 5.4 of 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 into the Base Prospectus, the statements in this Supplement will prevail.

The purpose of this Supplement is to incorporate by reference the Issuer's annual report on Form 10-K dated February 19, 2020 (the "**2019 Form 10-K**") for the fiscal year ended December 31, 2019.

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 into, 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 in relation to the 2019 Form 10-K

The 2019 Form 10-K was filed with the United States Securities and Exchange Commission (the "**SEC**") on February 19, 2020 and with the Financial Conduct Authority. Pages 1 to 171, pages 478* to 479* (being Exhibit 21) and pages 481* to 482* (being Exhibit 24) of the 2019 Form 10-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 2019 Form 10-K, or not deemed to have been filed as part of the 2019 Form 10-K under the rules of the SEC, do not form part of this Supplement. Information in the 2019 Form 10-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.

* These page numbers are references to the PDF pages included in the 2019 Form 10-K.

Updating of the section entitled Selected Financial Data

The section entitled "Selected Financial Data" on page 34 of the Base Prospectus shall be updated with the following information:

"The following table contains the Issuer's selected financial data as of December 31, 2019 and 2018, and for each of the years in the three years ended December 31, 2019 extracted from the Issuer's audited financial statements, which were prepared in conformity with accounting principles generally accepted in the United States.

Year Ended December 31

2019 2018 2017
(Dollars in millions, except per share information)

Income Statement:

Interest income	\$71,236	\$66,769	\$57,579
Interest expense	22,345	18,607	12,340
Net interest income	48,891	48,162	45,239
Noninterest income	42,353	42,858	41,887
Total revenue, net of interest expense	91,244	91,020	87,126
Provision for credit losses	3,590	3,282	3,396
Noninterest expense	54,900	53,154	54,517
Income before income taxes	32,754	34,584	29,213
Income tax expense	5,324	6,437	10,981
Net income	27,430	28,147	18,232
Net income applicable to common shareholders	\$25,998	\$26,696	\$16,618
Average common shares issued and outstanding (in millions)	9,390.5	10,096.5	10,195.6
Average diluted common shares issued and outstanding (in millions)	9,442.9	10,236.9	10,778.4
Per common share information:			
Earnings	\$2.77	\$2.64	\$1.63
Diluted earnings	2.75	2.61	1.56
Dividends paid	0.66	0.54	0.39

December 31

2019 2018
(Dollars in millions, except percentages)

Balance Sheet (period-end):

Total loans and leases	\$983,426	\$946,895
Total assets	2,434,079	2,354,507
Total deposits	1,434,803	1,381,476
Long-term debt	240,856	229,392
Total shareholders' equity	264,810	265,325
Allowance for loan and lease losses as a percentage of total loans and leases outstanding	0.97%	1.02 %
Total ending equity to total ending assets	10.88%	11.27 %

Share Capital

As of December 31, 2019, the issued and outstanding common stock of BAC equalled 8,836,148,954 shares, \$0.01 par value, fully paid, which shares and additional paid in capital equalled approximately \$91.723 billion. As at the date of this Base Prospectus, the authorised common stock of BAC is 12,800,000,000 shares.

As of December 31, 2019, the issued and outstanding preferred stock of BAC equalled 3,887,440 shares, \$0.01 par value, fully paid, with an aggregate liquidation preference of approximately \$23.4 billion. The authorised preferred stock of BAC is 100,000,000 shares.

Dividends

The following cash dividends per share of common stock of BAC were paid for each of the five consecutive fiscal years ended December 31:

<u>Fiscal Year</u>	<u>Dividend per share</u>
2019	\$0.66
2018	\$0.54
2017	\$0.39
2016	\$0.25
2015	\$0.20

Updating of the section entitled General Information

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

"There has been no significant change in the financial or trading position of the Issuer on a consolidated basis since December 31, 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, 2019."

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. 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 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 into this Supplement, information on these websites is not part of this Supplement.