

Amendment to Program Information

Bank of America Corporation

AMENDMENT TO PROGRAM INFORMATION

Type of Information:	Amendment to Program Information
Date of Announcement:	July 20, 2022
Issuer Name:	Bank of America Corporation
Name and Title of Representative:	Karim Kajani Director
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Telephone:	+1 980 388 2928
Liaison Contact:	Attorney-in-Fact: Kazuhiro Yoshii, Attorney-at-law Yasunari Fuke, Attorney-at-law Kimiko Inoue, Attorney-at-law Junichiro Nishimura, Attorney-at-law Tsubasa Shimizu, Attorney-at-law Sakiko Fukuda, 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 https://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 https://www.sec.gov/ .
Information on initial Program Information:	
Date of Announcement:	March 4, 2022
Scheduled Issuance Period:	March 7, 2022 to March 6, 2023
Maximum Outstanding Issuance Amount:	U.S.\$65,000,000,000

This amendment, consisting of this cover page and the Supplement dated July 19, 2022 to the Base Prospectus dated May 12, 2022 (and including, for the avoidance of doubt, the Offering Circular dated May 12, 2022 included therein), is filed to update the information included in the Program Information dated March 4, 2022 as amended by the amendments dated April 20, 2022, May 6, 2022 and June 8, 2022 (“Original Program Information”). This amendment shall be read together with the Original Program Information.

SUPPLEMENT DATED JULY 19, 2022



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 12, 2022 (the "**Base Prospectus**"), which together comprise a base prospectus for the purposes of Article 8 of Regulation (EU) 2017/1129 as it forms part of domestic law of the United Kingdom by virtue of the European Union (Withdrawal) Act 2018 (the "**EUWA**") and the regulations made under the EUWA (as amended, the "**UK Prospectus Regulation**"), constitutes a supplementary prospectus for the purposes of Article 23 of the UK Prospectus Regulation 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.

This Supplement has been approved by the United Kingdom Financial Conduct Authority (the "**FCA**"), as competent authority under the UK Prospectus Regulation. The FCA only approves this Supplement as meeting the standards of completeness, comprehensibility and consistency imposed by the UK Prospectus Regulation and such approval should not be considered as an endorsement of the Issuer that is the subject of this Supplement.

The purpose of this Supplement is to:

- incorporate by reference the Issuer's current report on Form 8-K dated July 18, 2022 (the "**July 18, 2022 Form 8-K**") in respect of the earnings press release relating to the three months ended June 30, 2022 and;
- update the section of the Base Prospectus entitled "*Subscription and Sale*".

The Issuer accepts responsibility for the information contained in this Supplement. To the best of the knowledge of the Issuer, the information contained in this Supplement is in accordance with the facts and this Supplement makes no omission likely to affect its import.

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 18, 2022 Form 8-K

The July 18, 2022 Form 8-K was filed with the United States Securities and Exchange Commission (the "**SEC**") on July 18, 2022 and with the FCA. The July 18, 2022 Form 8-K shall be deemed to be incorporated by reference into, and form part of, this Supplement, other than the information under the headings "Item 7.01 Regulation FD Disclosure" (page 3*), "Exhibit 99.2" (entitled "The Presentation Materials") (pages 24* – 60*) and "Exhibit 99.3" (entitled "The Supplemental Information") (pages 61* – 94*) of the July 18, 2022 Form 8-K which shall not be deemed to be incorporated by reference into, or form part of, this Supplement. For the purposes of the UK Prospectus Regulation and this Supplement, any information or other documents incorporated by reference, either expressly or implicitly, into the July 18, 2022 Form 8-K, or not deemed to have been filed as part of the July 18, 2022 Form 8-K under the rules of the SEC, do not form part of this Supplement. Information in the July 18, 2022 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.

*These page numbers are a reference to the PDF pages included in the July 18, 2022 Form 8-K.

Amendments to the section entitled "Subscription and Sale"

The section entitled "Subscription and Sale" on pages 119 to 131 of the Base Prospectus shall be updated with the following information:

"Mexico"

The Notes have not been and will not be registered in the National Securities Registry (*Registro Nacional de Valores*). Therefore, the Notes may not be offered or sold in the United Mexican States ("**Mexico**") by any means except in circumstances which constitute a private offering (*oferta privada*) pursuant to Article 8 of the Securities Market Law (*Ley del Mercado de Valores*) and its regulations. All applicable provisions of the Securities Market Law must be complied with in respect to anything done in relation to the Notes in, from or otherwise involving Mexico.

The Notes are being offered to the public in England and the rest of the United Kingdom pursuant to English law by Bank of America Corporation, an entity incorporated pursuant to the laws of the State of Delaware, United States of America. Bank of America Corporation does not hold any authorization, permit or license issued by any Mexican governmental agency, regulator or authority in order to operate as a financial entity in Mexico and is not subject to the supervision of Mexican financial authorities.

If the acquirer of the Notes or holder of the account(s) to which Notes are allocated is located in Mexico, the investor in the Notes represents and warrants that (i) such acquirer or account holder is either (A) an Institutional Investor (*inversionista institucional*) within the meaning of the Mexican Securities Market Law (*Ley del Mercado de valores*) or (B) a Qualified Investor (*inversionista calificado*) within the meaning of the Mexican Securities Market Law (*Ley del Mercado de Valores*) and the regulations in effect as of the date hereof, and (ii) in the case of (A), the acquisition of the Notes complies with its applicable investment regime."

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 the SEC's website at www.sec.gov. This Supplement shall be available on or around the date hereof in electronic form at <https://www.londonstockexchange.com/exchange/news/market-news/marketnews-home.html>. Except as specifically incorporated by reference into this Supplement, information on any website does not form part of this Supplement.

This Supplement also supplements the Offering Circular dated May 12, 2022 (as supplemented, the "**Offering Circular**") for the purposes of Non-PR Notes admitted to trading on the ISM. For such purposes, references herein to "Base Prospectus" shall be deemed to be references to the Offering Circular as the context so requires.