

**Amendment to Program Information**

**Bank of America Corporation**

## AMENDMENT TO PROGRAM INFORMATION

Type of Information:	Amendment to Program Information
Date of Announcement:	February 28, 2019
Issuer Name:	Bank of America Corporation
Name and Title of Representative:	John M. Pownall Managing Director
Address of Head Office:	Bank of America Corporate Center 100 N. Tryon Street Charlotte, North Carolina 28255 U.S.A.
Telephone:	+1 704 386 5681
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, 2018
Scheduled Issuance Period:	March 7, 2018 to March 6, 2019
Maximum Outstanding Issuance Amount:	U.S.\$65,000,000,000

This amendment, consisting of this cover page and the Supplement dated February 27, 2019 to the Base Prospectus dated May 18, 2018 (and including, for the avoidance of doubt, the Offering Circular dated May 18, 2018 included therein), is filed to update the information included in the Program Information dated March 6, 2018 as amended by the amendments dated April 18, 2018, May 7, 2018, May 23, 2018, July 10, 2018, July 18, 2018, August 1, 2018, October 17, 2018, October 31, 2018 and January 18, 2019 (“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 18, 2018 (the "**Original Base Prospectus**") (as supplemented by the Supplementary Base Prospectus dated June 29, 2018, July 17, 2018, July 31, 2018, October 16, 2018, October 30, 2018 and January 17, 2019, 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 in 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 26, 2019 (the "**2018 Form 10-K**") for the fiscal year ended December 31, 2018.

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 in relation to the 2018 Form 10-K***

The 2018 Form 10-K was filed with the United States Securities and Exchange Commission (the "**SEC**") on February 26, 2019 and with the Financial Conduct Authority. Pages 1 to 178, pages 191\* to 192\* (being Exhibit 21) and pages 194\* to 195\* (being Exhibit 24) of the 2018 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 2018 Form 10-K, or not deemed to have been filed as part of the 2018 Form 10-K under the rules of the SEC, do not form part of this Supplement. Information in the 2018 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 2018 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, 2018 and 2017, and for each of the years in the three years ended December 31, 2018 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**

**2018                      2017                      2016**  
**(Dollars in millions, except per share information)**

**Income Statement:**

Interest income	\$66,769	\$57,579	\$51,057
Interest expense	19,337	12,912	9,961
Net interest income	47,432	44,667	41,096
Noninterest income	43,815	42,685	42,605
Total revenue, net of interest expense	91,247	87,352	83,701
Provision for credit losses	3,282	3,396	3,597
Noninterest expense	53,381	54,743	55,083
Income before income taxes	34,584	29,213	25,021
Income tax expense	6,437	10,981	7,199
Net income	28,147	18,232	17,822
Net income applicable to common shareholders	26,696	16,618	16,140
Average common shares issued and outstanding (in millions)	10,096.5	10,195.6	10,284.1
Average diluted common shares issued and outstanding (in millions)	10,236.9	10,778.4	11,046.8
<b>Per common share information:</b>			
Earnings	\$2.64	\$1.63	\$ 1.57
Diluted earnings	2.61	1.56	1.49
Dividends paid	0.54	0.39	0.25

**December 31**

**2018                      2017**  
**(Dollars in millions, except percentages)**

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

Total loans and leases	\$946,895	\$936,749
Total assets	2,354,507	2,281,234
Total deposits	1,381,476	1,309,545
Long-term debt	229,340	227,402
Total shareholders' equity	265,325	267,146
Allowance for loan and lease losses as a percentage of total loans and leases outstanding	1.02 %	1.12 %
Total ending equity to total ending assets	11.27 %	11.71 %

## Share Capital

As of December 31, 2018, the issued and outstanding common stock of BAC equalled 9,669,286,370 shares, \$0.01 par value, fully paid, which shares and additional paid in capital equalled approximately \$118.9 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, 2018, the issued and outstanding preferred stock of BAC equalled 3,843,140 shares, \$0.01 par value, fully paid, with an aggregate liquidation preference of approximately \$22.3 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>
2018	\$0.54
2017	\$0.39
2016	\$0.25
2015	\$0.20
2014	\$0.12

### *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, 2018 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.