

**SUPPLEMENT NO. 7 DATED 9 MAY 2016 TO THE
BASE PROSPECTUS DATED 10 AUGUST 2015**

Merrill Lynch B.V.
(a Dutch Private Limited Liability Company)

Merrill Lynch International & Co. C.V.
(a Curaçao Limited Partnership)

NOTE, WARRANT AND CERTIFICATE PROGRAMME

Unconditionally and irrevocably guaranteed by

Bank of America Corporation
(a Delaware (U.S.A.) corporation)

This supplement (the "**Supplement**") constitutes a supplement to the base prospectus of Merrill Lynch B.V. ("**MLBV**") and Merrill Lynch International & Co. C.V. ("**MLICo.**") dated 10 August 2015 (the "**Original Base Prospectus**"), and, as supplemented on 20 October 2015, 6 November 2015, 11 December 2015, 29 January 2016, 25 February 2016 and 25 April 2016, the "**Base Prospectus**"), prepared in connection with the Note, Warrant and Certificate Programme (the "**Programme**") of MLBV and MLICo., unconditionally and irrevocably guaranteed in respect of Securities issued by MLBV and MLICo. as to payment and non-cash delivery obligations by Bank of America Corporation ("**BAC**"). The Supplement is a supplement for the purposes of Article 13 of Chapter 1 of Part II of the Luxembourg Law dated 10 July 2005 and amended on 3 July 2012 on prospectuses for securities (the "**Luxembourg Law**"). On 10 August 2015, the Commission de Surveillance du Secteur Financier (the "**CSSF**") approved the Original Base Prospectus for the purposes of Article 7 of the Luxembourg Law. Terms defined in the Base Prospectus have the same meanings 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 (a) any statement in this Supplement or any statement incorporated by reference into the Base Prospectus by this Supplement and (b) any other statement in or incorporated by reference into the Base Prospectus, the statements in (a) above will prevail.

Each of MLICo., MLBV and BAC accepts responsibility for the information contained in this Supplement and to the best of the knowledge of MLICo., MLBV and BAC (each 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, there has been no other significant new factor, material mistake or material inaccuracy relating to the information included in the Base Prospectus since the publication of the Base Prospectus as supplemented from time to time.

Copies of this Supplement and the document incorporated by reference will be available for collection and inspection as set out in the section entitled "*General Information – Documents Available*" in the Original Base Prospectus (at pages 730-731) and on the Luxembourg Stock Exchange's website at www.bourse.lu.

In accordance with Article 13 paragraph 2 of the Luxembourg Law, investors in the European Economic Area who have already agreed to purchase or subscribe for Securities issued under the Programme before this Supplement is published have the right, exercisable within two working days after the publication of this Supplement, to withdraw their acceptances. This right will expire on 11 May 2016. The right to withdraw acceptances does not extend to investors in Securities offered in Switzerland.

I. Incorporation by Reference of BAC 2 May 2016 Form 10-Q

BAC's quarterly unaudited report on Form 10-Q dated 2 May 2016 in respect of the three months ended 31 March 2016 which was filed with the U.S. Securities and Exchange Commission (the "SEC") on 2 May 2016 (the "**2 May 2016 Form 10-Q**"), has been filed with the CSSF in its capacity as competent authority under Article 21(1) of the Prospectus Directive. By virtue of this Supplement, the sections of the 2 May 2016 Form 10-Q referred to below are incorporated by reference into, and form part of, the Base Prospectus.

Each page reference in the table below refers to the corresponding page in the 2 May 2016 Form 10-Q:

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For the purposes of Article 28.4 of the Commission Regulation (EC) No. 809/2004, any non-incorporated parts of the 2 May 2016 Form 10-Q are either deemed not relevant for an investor or are otherwise covered elsewhere in the Base Prospectus.

II. Amendments to the Summary of the Original Base Prospectus

By virtue of this Supplement, the information contained within section B.19 (B.12) "Selected historical key financial information" in the Original Base Prospectus (on page 18) shall be deleted and replaced with the following:

"[Not Applicable; the Secured W&C Instruments are not guaranteed.]

BAC

	Three Months Ended 31 March		Year ended 31 December		
	2016	2015	2015	2014	2013
(Unaudited)					
(Dollars in millions, except number of shares and per share information)					
Income Statement:					
Interest income	\$11,695	\$11,923	\$49,648	\$50,724	\$55,020
Interest expense	2,524	2,512	10,549	10,934	12,755
Net interest income	9,171	9,411	39,099	39,790	42,265
Noninterest income	10,341	11,503	43,951	44,997	46,677
Total revenue, net of interest expense	19,512	20,914	83,050	84,787	88,942
Provision for credit losses	997	765	3,161	2,275	3,556
Noninterest expense	14,816	15,827	57,735	75,657	69,214
Income before income taxes	3,699	4,322	22,154	6,855	16,172
Income tax expense	1,019	1,225	6,266	2,022	4,741
Net income	2,680	3,097	15,888	4,833	11,431
Net income applicable to common shareholders	2,223	2,715	14,405	3,789	10,082
Average common shares issued and outstanding (in thousands)	10,339,731	10,518,790	10,462,282	10,527,818	10,731,165
Average diluted common shares issued and outstanding (in thousands)	11,100,067	11,266,511	11,213,992	10,584,535	11,491,418
Per common share information:					
Earnings	\$0.21	\$0.26	\$1.38	\$0.36	\$0.94
Diluted earnings	0.21	0.25	1.31	0.36	0.90
Dividends paid	0.05	0.05	0.20	0.12	0.04

	31 March		31 December	
	2016	2015	2015	2014
(Unaudited)				
(Dollars in millions, except percentages)				
Balance Sheet (period-end):				
Total loans and leases	\$901,113	\$872,750	\$896,983	\$876,104
Total assets	2,185,498	2,143,545	2,144,316	2,104,534
Total deposits	1,217,261	1,153,168	1,197,259	1,118,936
Long-term debt	232,849	237,858	236,764	243,139
Total shareholders' equity	262,776	250,188	256,205	243,471
Allowance for loan and lease losses as a percentage of total loans and leases outstanding ¹	1.35 %	1.58%	1.37%	1.66%
Total ending equity to total ending assets	12.02 %	11.67%	11.95%	11.57%

¹ Outstanding loan and lease balances and ratios do not include loans accounted for under the fair value option

Certain prior period amounts have been reclassified to conform to current period classifications.

There has been no material adverse change in the prospects of BAC and its subsidiaries on a consolidated basis since 31 December 2015. There has been no significant change in the financial or trading position of BAC and its subsidiaries on a consolidated basis since 31 March 2016.]"

III. Amendments to the section entitled Selected Financial Data of Bank of America Corporation

The whole of the section entitled "Selected Financial Data of Bank of America Corporation" up to (but excluding) the heading "Principal Shareholders" (on pages 665 and 666) of the Original Base Prospectus shall be deleted and replaced with the following:

"The following table contains BAC's selected financial data (1) as of 31 December 2015 and 2014, and for each of the years in the three years ended 31 December 2015, extracted from BAC's audited financial statements and (2) as of and for the three months ended 31 March 2016 and 2015, extracted from BAC's unaudited financial statements, which were prepared in conformity with accounting principles generally accepted in the United States. BAC's unaudited financial statements include all adjustments, consisting only of normal recurring accruals, that BAC 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 three months ended 31 March 2016 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.

	Three Months Ended 31 March		Year ended 31 December		
	2016	2015	2015	2014	2013
(Unaudited)					
(Dollars in millions, except number of shares and per share information)					
Income Statement:					
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Total ending equity to total ending assets	12.02 %	11.67%	11.95%	11.57%

¹ Outstanding loan and lease balances and ratios do not include loans accounted for under the fair value option

Share Capital

As of 31 March 2016, the issued and outstanding common stock of BAC equalled 10,312,660,252 shares, \$0.01 par value, fully paid, which shares and additional paid in capital equalled approximately \$150.8 billion. As at the date of this Base Prospectus, the authorised common stock of BAC is 12,800,000,000 shares.

As of 31 March 2016, the issued and outstanding preferred stock of BAC equalled 3,851,790 shares, \$0.01 par value, fully paid, with an aggregate liquidation preference of approximately \$24.3 billion. The authorised preferred stock of BAC is 100,000,000 shares."

IV. Amendments to the section entitled General Information

By virtue of this Supplement, the information contained within the "General Information" section of the Original Base Prospectus, at paragraph (6) (on page 732) entitled "Significant or Material Change", shall be deleted and replaced with the following:

"There has been no significant change in the financial or trading position of MLBV or MLICo. since 31 December 2015. There has been no significant change in the financial or trading position of BAC and its subsidiaries on a consolidated basis since 31 March 2016.

There has been no material adverse change in the prospects of MLBV or MLICo. since 31 December 2015. There has been no material adverse change in the prospects of BAC and its subsidiaries on a consolidated basis since 31 December 2015."

V. Recent Developments

Following BAC's 2016 Annual Meeting of Stockholders held on April 27, 2016, Thomas D. Woods has been appointed as a director of BAC and Charles K. Gifford retired and was not re-elected as director of BAC.