

**SUPPLEMENT NO. 12 DATED 18 APRIL 2019  
TO THE OFFERING CIRCULAR DATED 18 MAY 2018**

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

**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

(in respect of Instruments issued by Merrill Lynch B.V., and (other than Secured W&C Instruments) issued by Merrill Lynch International & Co. C.V.)

by

**Bank of America Corporation**

This supplement (the "**Supplement**") constitutes a supplement to the offering circular of Bank of America Corporation ("**BAC**"), Merrill Lynch B.V. ("**MLBV**") and Merrill Lynch International & Co. C.V. ("**MLICo.**") dated 18 May 2018 (the "**Original Offering Circular**") (as supplemented on 29 June 2018, 17 July 2018, 1 August 2018, 18 October 2018, 22 October 2018, 1 November 2018, 31 December 2018, 18 January 2019, 28 February 2019 and 12 March 2019) (the "**Offering Circular**"), prepared in connection with the Note, Warrant and Certificate Programme (the "**Programme**") of BAC, MLBV and MLICo. Terms defined in the Offering Circular have the same meanings when used in this Supplement.

This Supplement is supplemental to, and shall be read in conjunction with, the Offering Circular. To the extent that there is any inconsistency between (a) any statement in this Supplement or any statement incorporated by reference into the Offering Circular by this Supplement and (b) any other statement in or incorporated by reference into the Offering Circular, the statements in (a) above will prevail.

Each of BAC, MLBV and MLICo. accepts responsibility for the information contained in this Supplement and to the best of the knowledge of BAC, MLBV and MLICo. (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.

Copies of this Supplement and the document incorporated by reference will be available for collection as set out in the section entitled "*General Information – Documents Available*" in the Offering Circular (at pages 711 and 712) and on the Luxembourg Stock Exchange's website at [www.bourse.lu](http://www.bourse.lu).

***Incorporation by Reference of 16 April 2019 Form 8-K***

Portions of the BAC Form 8-K dated 16 April 2019 in respect of the earnings press release relating to the three months ending 31 March 2019 (the "**16 April 2019 Form 8-K**") were filed with the United States Securities and Exchange Commission (the "**SEC**") on 16 April 2019. By virtue of this Supplement, the sections of the 16 April 2019 Form 8-K referred to below are incorporated by reference into, and form part of, the Offering Circular. Any information included in the 16 April 2019 Form 8-K that is not listed in the column "*Information incorporated by*

*reference*" shall not be deemed to be incorporated by reference into, and form part of, this Supplement and is given for information purposes only.

***Information Incorporated by Reference***

**From the BAC 16 April 2019 Form 8-K**

*Item 2.02. Results of Operations and Financial Condition.*

*Item 9.01. Financial Statements and Exhibits.*

*Signatures.*

*Exhibit 99.1. The Press Release*

**Page Number**

*Page 2\**

*Page 2\**

*Page 3\**

*Pages 4\* to 20\**

\*These page numbers are references to the PDF pages included in the 16 April 2019 Form 8-K.