

**SUPPLEMENT NO. 5 DATED 30 OCTOBER 2019 TO
THE OFFERING CIRCULAR DATED 16 MAY 2019**

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

BofA Finance LLC
(a Delaware Limited Liability Company)

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 Notes issued by BofA Finance LLC and Instruments (other than Secured Instruments)
issued by Merrill Lynch B.V. and 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**"), BofA Finance LLC ("**BofA Finance**"), Merrill Lynch B.V. ("**MLBV**") and Merrill Lynch International & Co. C.V. ("**MLICo.**") dated 16 May 2019 (the "**Original Offering Circular**", and as supplemented on 2 July 2019, 19 July 2019, 1 August 2019 and 18 October 2019, the "**Offering Circular**"), prepared in connection with the Note, Warrant and Certificate Programme (the "**Programme**") of BAC, BofA Finance, 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, BofA Finance, MLBV and MLICo. accepts responsibility for the information contained in this Supplement and to the best of the knowledge of BAC, BofA Finance, 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 800-801) and on the Luxembourg Stock Exchange's website at www.bourse.lu.

Incorporation by Reference of BAC 2019 Form 10-Q

The BAC Form 10-Q dated 28 October 2019 in respect of the nine months ended 30 September 2019 (the "**BAC 28 October 2019 Form 10-Q**") was filed with the United States Securities and Exchange Commission (the "**SEC**") on 28 October 2019. By virtue of this Supplement, the sections of the BAC 28 October 2019 Form 10-Q referred to below are incorporated by reference into, and form part of, the Offering Circular. Any information included in the BAC 28 October 2019 Form 10-Q 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 28 October 2019 Form 10-Q**

Page Number

Part I

Item 1. Financial Statements

<i>Consolidated Statement of Income</i>	<i>Page 48*</i>
<i>Consolidated Statement of Comprehensive Income</i>	<i>Page 48*</i>
<i>Consolidated Balance Sheet</i>	<i>Page 49*</i>
<i>Consolidated Statement of Changes in Shareholders' Equity</i>	<i>Page 50*</i>
<i>Consolidated Statement of Cash Flows</i>	<i>Page 51*</i>
<i>Notes to Consolidated Financial Statements</i>	<i>Page 52*</i>
<i>1 – Summary of Significant Accounting Principles</i>	<i>Pages 52* to 53*</i>
<i>2 – Net Interest Income and Noninterest Income</i>	<i>Page 53*</i>
<i>3 – Derivatives</i>	<i>Pages 54* to 60*</i>
<i>4 – Securities</i>	<i>Pages 61* to 63*</i>
<i>5 – Outstanding Loans and Leases</i>	<i>Pages 64* to 71*</i>
<i>6 – Allowance for Credit Losses</i>	<i>Pages 72* to 73*</i>
<i>7 – Securitizations and Other Variable Interest Entities</i>	<i>Pages 73* to 76*</i>
<i>8 – Goodwill and Intangible Assets</i>	<i>Page 77*</i>
<i>9 – Leases</i>	<i>Page 77*</i>
<i>10 – Federal Funds Sold or Purchased, Securities Financing Agreements and Short-term Borrowings and Restricted Cash</i>	<i>Pages 78* to 79*</i>
<i>11 – Commitments and Contingencies</i>	<i>Pages 79* to 82*</i>
<i>12 – Shareholders' Equity</i>	<i>Page 82*</i>
<i>13 – Earning Per Common Share</i>	<i>Page 82*</i>
<i>14 – Accumulated Other Comprehensive Income (Loss)</i>	<i>Page 83*</i>
<i>15 – Fair Value Measurements</i>	<i>Pages 83* to 90*</i>
<i>16 – Fair Value Option</i>	<i>Page 91*</i>
<i>17 – Fair Value of Financial Instruments</i>	<i>Pages 91* to 92*</i>
<i>18 – Business Segment Information</i>	<i>Pages 92* to 95*</i>
<i>Glossary</i>	<i>Page 96*</i>
<i>Acronyms</i>	<i>Page 97*</i>

Item 2. Management's Discussion and Analysis of Financial Condition and Results of Operations

<i>Executive Summary</i>	<i>Page 4*</i>
<i>Business Overview</i>	<i>Pages 5* to 8*</i>
<i>Recent Developments</i>	<i>Page 5*</i>
<i>Financial Highlights</i>	<i>Pages 6* to 8*</i>
<i>Selected Financial Data</i>	<i>Pages 8* to 11*</i>
<i>Business Segment Operations</i>	<i>Pages 12* to 21*</i>
<i>Consumer Banking</i>	<i>Pages 12* to 15*</i>
<i>Global Wealth & Investment Management</i>	<i>Pages 15* to 16*</i>
<i>Global Banking</i>	<i>Pages 17* to 19*</i>
<i>Global Markets</i>	<i>Pages 19* to 20*</i>
<i>All Other</i>	<i>Page 21*</i>
<i>Off-Balance Sheet Arrangements and Contractual Obligations</i>	<i>Page 22*</i>
<i>Managing Risk</i>	<i>Page 22*</i>
<i>Capital Management</i>	<i>Pages 22* to 25*</i>

<i>Liquidity Risk</i>	<i>Pages 25* to 28*</i>
<i>Credit Risk Management</i>	<i>Pages 28* to 43*</i>
<i>Consumer Portfolio Credit Risk Management</i>	<i>Pages 28* to 35*</i>
<i>Commercial Portfolio Credit Risk Management</i>	<i>Pages 35* to 40*</i>
<i>Non-U.S. Portfolio</i>	<i>Page 40*</i>
<i>Provision for Credit Losses</i>	<i>Page 41*</i>
<i>Allowance for Credit Losses</i>	<i>Pages 41* to 43*</i>
<i>Market Risk Management</i>	<i>Pages 43* to 47*</i>
<i>Trading Risk Management</i>	<i>Pages 43* to 45*</i>
<i>Interest Rate Risk Management for the Banking Book</i>	<i>Pages 45* to 46*</i>
<i>Mortgage Banking Risk Management</i>	<i>Page 47*</i>
<i>Complex Accounting Estimates</i>	<i>Page 47*</i>
<i>Non-GAAP Reconciliations</i>	<i>Page 47*</i>
<i>Item 3. Quantitative and Qualitative Disclosures about Market Risk</i>	<i>Page 47*</i>
<i>Item 4. Controls and Procedures</i>	<i>Page 47*</i>
Part II Other Information	
<i>Item 1. Legal Proceedings</i>	<i>Page 98*</i>
<i>Item 1A. Risk Factors</i>	<i>Page 98*</i>
<i>Item 2. Unregistered Sales of Equity Securities and Use of Proceeds</i>	<i>Page 98*</i>
<i>Item 6. Exhibits</i>	<i>Page 99*</i>
<i>Signature</i>	<i>Page 99*</i>

*These page numbers are references to the PDF pages included in the BAC 28 October 2019 Form 10-Q