

**SUPPLEMENT NO. 7 DATED 16 APRIL 2021 TO THE
OFFERING CIRCULAR DATED 14 MAY 2020**

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 14 May 2020 (the "**Original Offering Circular**") (as supplemented on 20 July 2020, 4 August 2020, 16 October 2020, 4 November 2020, 22 January 2021 and 26 February 2021, 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.

The purpose of this Supplement is to:

- incorporate by reference BAC's 15 April 2021 Form 8-K (as defined below); and
- amend the section of the Original Offering Circular entitled "Offering and sale".

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., the information contained in this Supplement is in accordance with the facts and this Supplement makes no omission likely to affect its import.

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 870-871) and on the Luxembourg Stock Exchange's website at www.bourse.lu.

Incorporation by Reference of the BAC 15 April 2021 Form 8-K

Portions of the BAC Form 8-K dated 15 April 2021 in respect of the earnings press release relating to the three months ending 31 March 2021 (the "**15 April 2021 Form 8-K**") were filed with the United States Securities and Exchange Commission (the "**SEC**") on 15 April 2021. By virtue of this Supplement, the sections of the 15

April 2021 Form 8-K referred to below are incorporated by reference into, and form part of, the Offering Circular. Any information included in the 15 April 2021 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 15 April 2021 Form 8-K

Item 2.02. Results of Operations and Financial Condition

Item 9.01. Financial Statements and Exhibits

Signatures

Exhibit 99.1 The Earnings Press Release

Exhibit 99.4 The Repurchase Press Release

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Pages 5 to 21**

Pages 86 to 88**

*These page numbers are references to the PDF pages included in the 15 April 2021 Form 8-K.

Amendments to the section entitled "Offering and Sale"

The section entitled "OFFERING AND SALE" of the Offering Circular shall be amended by deleting the subsection headed "GUATEMALA" and replacing it with the following:

"GUATEMALA

The Instruments are not registered for public offering in Guatemala, will not be registered for public offering in Guatemala, and are being offered and sold in compliance with the rules of Private Offers established under article 3 item 2 of the Securities and Commodities Market Law of Guatemala, Decree34-96 and its reforms of the Congress of Guatemala."

The section entitled "OFFERING AND SALE" shall be further amended by adding the following subsection below the subsection headed "PHILIPPINES" (on page 863 of the Original Offering Circular):

"PORTUGAL

The offer of the Instruments has not been subject to approval in Portugal under the Portuguese Securities Code approved by Decree-Law 486/99, of 13 November 1999, as amended from time to time (*Código dos Valores Mobiliários*) and, therefore, the Instruments may not be offered or sold within the Republic of Portugal or to, or for the account or benefit of, Portuguese persons except in circumstances which cannot be construed as a public offering of Instruments in the Republic of Portugal within the meaning of the Portuguese Securities Code, or pursuant to any exemption from public offering rules set out in any applicable Portuguese law.

The Instruments may not be offered to retail investors (as defined in Regulation (EU) No 1286/2014 ("**PRIIPs Regulation**")) in Portugal unless any key information document required under the PRIIPs Regulation, the PRIIPs legal framework approved by Decree-Law 35/2018 and the CMVM Regulation 8/2008 (collectively the "**PRIIPs Rules**") is prepared and delivered to the investors, (ii) any required registration, filing, approval or recognition of such document or any advertising material with or by the CMVM is made or obtained and (iii) compliance with all laws and regulations applicable in Portugal to such offering is ensured."