

**SUPPLEMENT NO. 9 DATED 20 APRIL 2022 TO THE
OFFERING CIRCULAR DATED 14 MAY 2021**

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 2021 (the "**Original Offering Circular**") (as supplemented on 2 July 2021, 16 July 2021, 4 August 2021, 15 September 2021, 15 October 2021, 2 November 2021, 21 January 2022 and 25 February 2022, 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 18 April 2022 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 822-823) and on the Luxembourg Stock Exchange's website at www.bourse.lu.

Incorporation by Reference of the BAC 18 April 2022 Form 8-K

Portions of the BAC Form 8-K dated 18 April 2022 in respect of the earnings press release relating to the three months ending 31 March 2022 (the "**18 April 2022 Form 8-K**") were filed with the United States Securities and Exchange Commission (the "**SEC**") on 18 April 2022. By virtue of this Supplement, the sections of the 18

April 2022 Form 8-K referred to below are incorporated by reference into, and form part of, the Offering Circular. Any information included in the 18 April 2022 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 18 April 2022 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

Page Number

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Pages 5 to 22**

*These page numbers are references to the PDF pages included in the 18 April 2022 Form 8-K.

Amendments to the section entitled "Offering and Sale"

The section entitled "OFFERING AND SALE" shall be amended by adding the following subsection below the subsection headed "SPAIN" (on page 818 of the Original Offering Circular):

ST. KITTS AND NEVIS

Offers and sales to persons in St. Kitts and Nevis, temporarily or permanently, resident or not can only be conducted in compliance with the following:

1. no contact whatsoever including meeting, email, telephone, or other communication) is made with an individual investor or with directors, officers, employers, agents or representatives of the investor while any such person is in St. Kitts and Nevis;
2. all title and documentation relating to investments held or dealt with for the investor are kept outside St. Kitts and Nevis;
3. no form or other documents relating to any investments held or dealt with for the investor are signed in St. Kitts and Nevis; and
4. no monies are transferred to or from St. Kitts and Nevis relating to investments held or dealt with for the investor.