

**SUPPLEMENT NO. 3 DATED 18 OCTOBER 2022 TO  
THE OFFERING CIRCULAR DATED 13 MAY 2022**

**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 13 May 2022 (the "**Original Offering Circular**") (as supplemented on 19 July 2022 and 1 August 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.

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 910-911) and on the Luxembourg Stock Exchange's website at [www.bourse.lu](http://www.bourse.lu).

***Incorporation by Reference of BAC 14 September 2022 Form 8-K***

The BAC Form 8-K dated 14 September 2022 in respect of a news release relating to the announcement of the appointment to BAC's Board of Directors of Mr. José (Joe) E. Almeida as a director, effective as of 14 September 2022, was filed with the United States Securities and Exchange Commission (the "**SEC**") on 14 September 2022 (the "**14 September 2022 Form 8-K**"). By virtue of this Supplement, the sections of the 14 September 2022 Form 8-K referred to below are incorporated by reference into, and form part of, the Offering Circular. Any information included in the 14 September 2022 Form 8-K that is not listed below 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 14 September 2022 Form 8-K**

	<b>Page Number</b>
<i>Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.</i>	<i>Page 3*</i>
<i>Item 9.01. Financial Statements and Exhibits.</i>	<i>Page 3*</i>
<i>Signatures</i>	<i>Page 4*</i>
<i>Exhibit 99.1. News Release dated 14 September 2022</i>	<i>Pages 5* to 6*</i>

\*These page numbers are a reference to the PDF pages included in the 14 September 2022 Form 8-K.

***Incorporation by Reference of BAC's 17 October 2022 Form 8-K***

The BAC Form 8-K dated 17 October 2022 in respect of the earnings press release relating to the three months ended 30 September 2022 (the "**17 October 2022 Form 8-K**") was filed with the SEC on 17 October 2022. By virtue of this Supplement, the sections of the 17 October 2022 Form 8-K referred to below are incorporated by reference into, and form part of, the Offering Circular. Any information included in the 17 October 2022 Form 8-K that is not listed below 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 17 October 2022 Form 8-K**

	<b>Page Number</b>
<i>Item 2.02. Results of Operations and Financial Condition.</i>	<i>Page 3*</i>
<i>Item 9.01. Financial Statements and Exhibits.</i>	<i>Page 3*</i>
<i>Signatures</i>	<i>Page 4*</i>
<i>Exhibit 99.1. The Press Release</i>	<i>Pages 5* to 23*</i>

\*These page numbers are references to the PDF pages included in the 17 October 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 "NICARAGUA" (on page 900 of the Offering Circular):

**"OMAN**

This Offering Circular neither constitutes a public offer of securities in the Sultanate of Oman as contemplated by the Commercial Companies Law (Sultani Decree No 18 of 2019, as amended) or the Securities Law (Sultani Decree No 46 of 2022) nor does it constitute an offer to sell or the solicitation to buy any non-Omani securities in the Sultanate of Oman as contemplated by Article 139 of the Executive Regulations to the Capital Market Law (Decision No 1 of 2009, as amended). This Offering Circular is being made available at the request of the investor and should not be distributed or made available to any other person. The Capital Market Authority of Oman neither assumes responsibility for the accuracy and adequacy of the statements and information contained in this Offering Circular nor will it have any liability for any damage or loss resulting from the reliance upon or use of any part of the same by any person."