

**SUPPLEMENT NO. 2 DATED 2 AUGUST 2023 TO THE
OFFERING CIRCULAR DATED 15 MAY 2023**

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 15 May 2023 (the "**Original Offering Circular**") (as supplemented on 20 July 2023, 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 934-935) and on the Luxembourg Stock Exchange's website at www.luxse.com.

Incorporation by Reference of BAC's 31 July 2023 Form 10-Q

The BAC Form 10-Q dated 31 July 2023 in respect of the six months ended 30 June 2023 (the "**31 July 2023 Form 10-Q**") was filed with the United States Securities and Exchange Commission (the "**SEC**") on 31 July 2023. By virtue of this Supplement, the sections of the 31 July 2023 Form 10-Q referred to below are incorporated by reference into, and form part of, the Offering Circular. Any information included in the 31 July 2023 Form 10-Q 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 31 July 2023 Form 10-Q

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Updating of the section entitled "General Information"

By virtue of this Supplement, the information contained within the "General Information" section of the Original Offering Circular, on page 937 at paragraph (6) entitled "Significant or Material Change", shall be updated with the following information:

"There has been no significant change in the financial or trading position of BAC and its subsidiaries on a consolidated basis since 30 June 2023 which is the date of the most recently published financial statements of BAC. There has been no significant change in the financial or trading position of MLBV or MLICo. since 31 December 2022.

There has been no material adverse change in the prospects of MLBV, MLICo. or BAC and its subsidiaries on a consolidated basis since 31 December 2022."