

**SUPPLEMENT NO. 1 DATED 17 JULY 2024 TO THE
OFFERING CIRCULAR DATED 15 MAY 2024**

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)

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.)

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**") and Merrill Lynch B.V. ("**MLBV**") dated 15 May 2024 (the "**Offering Circular**"), prepared in connection with the Note, Warrant and Certificate Programme (the "**Programme**") of BAC, BofA Finance and MLBV. 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 and MLBV accepts responsibility for the information contained in this Supplement and to the best of the knowledge of BAC, BofA Finance and MLBV, 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 958-959) and on the Luxembourg Stock Exchange's website at www.luxse.com.

The Offering Circular was approved as a base prospectus on 15 May 2024 by SIX Exchange Regulation Ltd in its capacity as review body pursuant to article 52 of the Swiss Financial Services Act of 15 June 2018, as amended (in such capacity, the "Swiss Review Body").

Incorporation by reference of BAC's 28 June 2024 Form 8-K

The BAC Form 8-K dated 28 June 2024 in respect of a dividend announcement and the Federal Reserve Board's 2024 comprehensive capital analysis and review results (the "**28 June 2024 Form 8-K**") was filed with the United States Securities and Exchange Commission (the "**SEC**") on 28 June 2024. By virtue of this Supplement, the sections of the 28 June 2024 Form 8-K referred to below are incorporated by reference into, and form part of, the Offering Circular. Any information included in the 28 June 2024 Form 8-K that is not listed in the column "*Information Incorporated by Reference*" 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 28 June 2024 Form 8-K

Page Number

<i>Item 8.01 Other Events.</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 Bank of America Corporation press release dated June 28, 2024</i>	<i>Pages 5* to 6*</i>

*These page numbers are references to the PDF pages included in the 28 June 2024 Form 8-K.

Incorporation by reference of BAC's 16 July 2024 Form 8-K

The BAC Form 8-K dated 16 July 2024 in respect of the earnings press release relating to the three months ended 30 June 2024 (the "**16 July 2024 Form 8-K**") was filed with the SEC on 16 July 2024. By virtue of this Supplement, the sections of the 16 July 2024 Form 8-K referred to below are incorporated by reference into, and form part of, the Offering Circular. Any information included in the 16 July 2024 Form 8-K that is not listed in the column "*Information Incorporated by Reference*" 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 16 July 2024 Form 8-K

	Page Number
<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 24*</i>

*These page numbers are references to the PDF pages included in the 16 July 2024 Form 8-K.