

**SUPPLEMENT NO. 8 DATED 13 MAY 2025 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 "**Original Offering Circular**") (as supplemented on 17 July 2024, 1 August 2024, 18 October 2024, 1 November 2024, 5 February 2025, 10 March 2025, and 24 April 2025, 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.

BAC accepts responsibility for the information contained in the section of this Supplement entitled:

- (a) "*Incorporation by Reference of BAC's 31 March 2025 Form 10-Q*"; and
- (b) "*Updating of the section entitled 'General Information'*" insofar as it relates to BAC;

and to the best of the knowledge of BAC, such information is in accordance with the facts and makes no omission likely to affect its import. BAC has accurately reproduced the MLBV Information (as defined below) and accepts responsibility for the accurate reproduction of such information.

MLBV accepts responsibility for the information contained in the sections of this Supplement entitled:

- (a) "*Incorporation by Reference of the MLBV 2024 Accounts*"; and
- (b) "*Updating of the section entitled 'General Information'*" insofar as it relates to MLBV (the "**MLBV Information**").

MLBV confirms that the MLBV Information is, to the best of its knowledge, in accordance with the facts and does not omit anything 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.

Incorporation by Reference of BAC's 31 March 2025 Quarterly Report

The BAC Quarterly Report on Form 10-Q in respect of the three months ended 31 March 2025 (the "**BAC 31 March 2025 Quarterly Report**") was filed with the SEC on 30 April 2025. By virtue of this Supplement, the sections of the BAC 31 March 2025 Quarterly Report referred to below are incorporated by reference into, and form part of, the Offering Circular. Any information included in the BAC 31 March 2025 Quarterly Report 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 BAC 31 March 2025 Quarterly Report

Page Number

Part I Financial Information

Item 1. Financial Statements

Consolidated Statement of Income

Page 44

Consolidated Statement of Comprehensive Income

Page 44

Consolidated Balance Sheet

Page 45

Consolidated Statement of Changes in Shareholders' Equity

Page 46

Consolidated Statement of Cash Flows

Page 47

Notes to Consolidated Financial Statements

Pages 48-95

1 – Summary of Significant Accounting Principles

Page 48

2 – Net Interest Income and Noninterest Income

Page 49

3 – Derivatives

Pages 50-56

4 – Securities

Pages 57-59

5 – Outstanding Loans and Leases and Allowance for Credit Losses

Pages 60-70

6 – Securitizations and Other Variable Interest Entities

Pages 71-74

7 – Goodwill and Intangible Assets

Page 75

8 – Leases

Page 75

9 – Securities Financing Agreements, Collateral and Restricted Cash

Pages 76-77

10 – Commitments and Contingencies

Pages 77-80

11 – Shareholders' Equity

Page 80

12 – Accumulated Other Comprehensive Income (Loss)

Page 81

13 – Earnings Per Common Share

Page 82

14 – Fair Value Measurements

Pages 82-88

15 – Fair Value Option

Pages 88-89

16 – Fair Value of Financial Instruments

Pages 89-90

17 – Business Segment Information

Pages 91-92

Glossary

Pages 93-94

Acronyms

Page 95

Item 2. Management's Discussion and Analysis of Financial Condition and Results of Operations

Executive Summary

Page 3

Recent Developments

Page 3

Financial Highlights

Pages 3-4

Supplemental Financial Data

Pages 5-7

Business Segment Operations

Page 8

Consumer Banking

Pages 8-9

<i>Global Wealth & Investment Management</i>	<i>Pages 10-11</i>
<i>Global Banking</i>	<i>Pages 12-13</i>
<i>Global Markets</i>	<i>Pages 14-15</i>
<i>All Other</i>	<i>Page 15</i>
<i>Managing Risk</i>	<i>Page 16</i>
<i>Capital Management</i>	<i>Pages 16-20</i>
<i>Liquidity Risk</i>	<i>Pages 21-24</i>
<i>Credit Risk Management</i>	<i>Page 24</i>
<i>Consumer Portfolio Credit Risk Management</i>	<i>Pages 24-29</i>
<i>Commercial Portfolio Credit Risk Management</i>	<i>Pages 29-35</i>
<i>Non-U.S. Portfolio</i>	<i>Page 35</i>
<i>Allowance for Credit Losses</i>	<i>Pages 36-37</i>
<i>Market Risk Management</i>	<i>Page 38</i>
<i>Trading Risk Management</i>	<i>Pages 38-40</i>
<i>Interest Rate Risk Management for the Banking Book</i>	<i>Pages 40-42</i>
<i>Mortgage Banking Risk Management</i>	<i>Page 42</i>
<i>Climate Risk</i>	<i>Page 42</i>
<i>Complex Accounting Estimates</i>	<i>Page 42</i>
<i>Non-GAAP Reconciliations</i>	<i>Page 43</i>
<i>Item 3. Quantitative and Qualitative Disclosures about Market Risk</i>	<i>Page 43</i>
<i>Item 4. Controls and Procedures</i>	<i>Page 43</i>
Part II Other Information	
<i>Item 1. Legal Proceedings</i>	<i>Page 96</i>
<i>Item 1A. Risk Factors</i>	<i>Page 96</i>
<i>Item 2. Unregistered Sales of Equity Securities and Use of Proceeds</i>	<i>Page 96</i>
<i>Item 5. Other Information</i>	<i>Page 96</i>
<i>Item 6. Exhibits</i>	<i>Page 97</i>
<i>Signature</i>	<i>Page 97</i>
<i>Exhibit 3.1 Restated Certificate of Incorporation, as amended and in effect on the date hereof</i>	<i>Pages 100* to 369*</i>

Incorporation by Reference of the MLBV 2024 Accounts

By virtue of this Supplement, the sections of MLBV's audited financial statements as at and for the year ended 31 December 2024 together with the accompanying notes thereto and the auditor's report dated 28 April 2025 thereon (the "**MLBV 2024 Accounts**") referred to below are incorporated by reference into, and form part of, the Offering Circular. Any information included in the MLBV 2024 Accounts 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.

MLBV 2024 Accounts	Page Number
<i>Directors' Report</i>	<i>Pages 1- 5</i>
<i>Statement of Profit or Loss and Other Comprehensive Income</i>	<i>Page 6</i>
<i>Statement of Financial Position</i>	<i>Pages 7-8</i>
<i>Statement of Changes in Equity</i>	<i>Pages 9-10</i>
<i>Statement of Cash Flows</i>	<i>Page 11</i>
<i>Notes to the Financial Statements</i>	<i>Pages 12-46</i>
<i>Other Information</i>	<i>Page 47</i>
<i>Independent Auditor's Report</i>	<i>Pages 51* to 59*</i>

*These page numbers are references to the PDF pages included in the MLBV 2024 Accounts

Updating of the section entitled "General Information"

- (a) By virtue of this Supplement, the information contained within the "*General Information*" section of the Original Offering Circular, on page 961 at paragraph (6) entitled "*Significant or Material Change*", shall be deleted and replaced with the following information:

"The following statements are made solely in the context of the issuance of Instruments under this Offering Circular. Material information about the respective financial condition and prospects of each Issuer and the Guarantor is included in each of the relevant Issuer's and Guarantor's annual and interim reports, as applicable, which are incorporated by reference into this Offering Circular.

There has been no significant change in the financial or trading position of BAC and its subsidiaries on a consolidated basis since 31 March 2025 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 since 31 December 2024.

There has been no material adverse change in the prospects of MLBV or BAC and its subsidiaries on a consolidated basis since 31 December 2024."

- (b) By virtue of this Supplement, the information contained within the "*General Information*" section of the Original Offering Circular, on page 961 at paragraph (7) entitled "*Litigation*", shall be updated with the following information:

"Save as disclosed in (i) the section entitled "Litigation and Regulatory Matters" on page 138 to 139, being the Litigation and Regulatory Matters section in Note 12 to the Consolidated Financial Statements, of the BAC 2024 Form 10-K and (ii) the section entitled "Litigation and Regulatory Matters" on pages 79 to 80, being the Litigation and Regulatory Matters section in Note 10 to the Consolidated Financial Statements, of the BAC's 31 March 2025 Quarterly Report, none of MLBV, BAC and any subsidiary of BAC is or has been involved in any governmental, legal or arbitration proceedings (including any such proceedings which are pending or threatened of which MLBV or BAC are aware) in the 12 months preceding the date of this Offering Circular which may have or have in such period had a significant effect on the financial position or profitability of MLBV or BAC and its subsidiaries on a consolidated basis."