

**SUPPLEMENT NO. 3 DATED 3 NOVEMBER 2025 TO
THE OFFERING CIRCULAR DATED 15 MAY 2025**

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 2025 (the "**Original Offering Circular**") (as supplemented on 4 August 2025 and 16 October 2025, and together with this Supplement, 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 this Supplement entitled:

■ "*Incorporation by Reference of BAC's 30 September 2025 Form 10-Q*"; and

■ "*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.

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 1079-1080) and on the Luxembourg Stock Exchange's website at www.luxse.com.

The Original Offering Circular and this Supplement were approved in accordance with Part IV of the Luxembourg law on prospectuses for securities, dated July 16, 2019, and the rules and regulations of the Luxembourg Stock Exchange. The Original Offering Circular was also approved as a base prospectus on 15 May 2025 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 30 September 2025 Quarterly Report

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

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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 1081 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 30 September 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 30 June 2025.

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 1082 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 Annual Report and (ii) the section entitled "Litigation and Regulatory Matters" on pages 84 to 85, being the Litigation and Regulatory Matters section in Note 10 to the Consolidated Financial Statements, of the BAC 30 September 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."