

SUPPLEMENT DATED OCTOBER 30, 2024



Bank of America Corporation
U.S. \$85,000,000,000
Euro Medium-Term Note Program

This supplement (the "**Supplement**"), which supplements the Base Prospectus dated May 13, 2024 (the "**Original Base Prospectus**") (as supplemented by the Supplementary Base Prospectuses dated July 17, 2024, July 31, 2024 and October 16, 2024 the "**Base Prospectus**"), which together comprise a base prospectus for the purposes of Article 8 of Regulation (EU) 2017/1129 as it forms part of domestic law of the United Kingdom by virtue of the European Union (Withdrawal) Act 2018 (the "**EUWA**") and the regulations made under the EUWA (as amended, the "**UK Prospectus Regulation**"), constitutes a supplementary prospectus for the purposes of Article 23 of the UK Prospectus Regulation and is prepared in connection with the U.S. \$85,000,000,000 Euro Medium-Term Note Program (the "**Program**") of Bank of America Corporation (the "**Issuer**"). Terms defined in the Base Prospectus have the same meaning when used in this Supplement.

This Supplement is supplemental to, and shall be read in conjunction with, the Base Prospectus. To the extent that there is any inconsistency between any statement in this Supplement and any other statement in or incorporated by reference into the Base Prospectus, the statements in this Supplement will prevail.

This Supplement has been approved by the United Kingdom Financial Conduct Authority (the "**FCA**"), as competent authority under the UK Prospectus Regulation. The FCA only approves this Supplement as meeting the standards of completeness, comprehensibility and consistency imposed by the UK Prospectus Regulation and such approval should not be considered as an endorsement of the Issuer that is the subject of this Supplement.

The purpose of this Supplement is to:

- incorporate by reference the Issuer's quarterly report on Form 10-Q dated October 29, 2024 (the "**Third Quarter 2024 Form 10-Q Quarterly Report**") for the nine months ended September 30, 2024; and
- update the section of the Original Base Prospectus entitled "*General Information*".

The Issuer accepts responsibility for the information contained in this Supplement. To the best of the knowledge of the Issuer, the information contained in this Supplement is in accordance with the facts and this Supplement makes no omission likely to affect its import.

Save as disclosed in this Supplement or in the document incorporated by reference in, and forming part of, this Supplement, no other significant new factor, material mistake or inaccuracy relating to information included in the Base Prospectus has arisen or been noted, as the case may be, since the publication of the Base Prospectus as supplemented from time to time.

Incorporation by reference of the Third Quarter 2024 Form 10-Q Quarterly Report

The Third Quarter 2024 Form 10-Q Quarterly Report was filed with the SEC on October 29, 2024 and with the FCA. Pages 1 to 107 of the Third Quarter 2024 Form 10-Q Quarterly Report shall be deemed to be incorporated by reference into, and form part of, this Supplement. For the purposes of the UK Prospectus Regulation and this Supplement, any information or other documents incorporated by reference, either expressly or implicitly, into the Third Quarter 2024 Form 10-Q Quarterly Report, or not deemed to have been filed as part of the Third Quarter 2024 Form 10-Q Quarterly Report under the rules of the SEC, do not form part of this Supplement. Information in the Third Quarter 2024 Form 10-Q Quarterly Report which is not incorporated by reference into the Base Prospectus is either not relevant for the investor or is covered elsewhere in the Base Prospectus.

Updating of the section entitled "General Information"

- (a) By virtue of this Supplement, the information contained within the "*General Information*" section of the Original Base Prospectus, on pages 137 to 138 at paragraph (5) entitled "*Significant Change and Material Adverse Change*", shall be updated with the following information:

"The following statements are made solely in the context of the issuance of Notes under this Base Prospectus. Material information about the respective financial condition and prospects of the Issuer is included in each of the Issuer's annual and interim reports which are incorporated by reference into this Base Prospectus.

There has been no significant change in the financial position or financial performance of the Issuer on a consolidated basis since September 30, 2024 which is the date of the most recently published financial statements of the Issuer.

There has been no material adverse change in the prospects of the Issuer on a consolidated basis since December 31, 2023."

- (b) By virtue of this Supplement, the information contained within the "General Information" section of the Original Base Prospectus, on page 138 at paragraph (6) entitled "*Litigation and Regulatory Matters*", shall be updated with the following information:

"Save as disclosed in (i) the section entitled "Litigation and Regulatory Matters" on pages 138 to 139, being the Litigation and Regulatory Matters section in Note 12 to the Consolidated Financial Statements, of the 2023 Form 10-K Annual Report and (ii) the section entitled "Litigation and Regulatory Matters" on pages 86 to 87, being the Litigation and Regulatory Matters section in Note 10 to the Consolidated Financial Statements, of the Third Quarter 2024 Form 10-Q Quarterly Report there are no governmental, legal or arbitration proceedings (including any such proceedings which are pending or threatened of which the Issuer is aware) in the 12 months preceding the date of this Base Prospectus which may have or have had in the recent past a significant effect on the financial position or profitability of the Issuer and its subsidiaries on a consolidated basis."

Documents available for inspection

The Issuer will provide, without charge, to each person to whom a copy of this Supplement has been delivered, upon the oral or written request of such person, a copy of the document incorporated herein by reference. Written requests for such document should be directed to: Bank of America Corporation, Bank of America Corporate Center, 100 North Tryon Street, Charlotte, North Carolina 28255-0065, Attention: Fixed Income Investor Relations or fixedincomeir@bankofamerica.com. Telephone requests may be directed to +1-866-607-1234 (toll free) or +1-212-449-6795. The Issuer's filings with the SEC are available through the SEC's website at www.sec.gov. This Supplement shall be available on or around the date hereof in electronic form at <https://www.londonstockexchange.com/exchange/news/market-news/marketnews-home.html>. Except as specifically incorporated by reference into this Supplement, information on any website does not form part of this Supplement.

This Supplement also supplements the Offering Circular dated May 13, 2024 (as supplemented, the "**Offering Circular**") for the purposes of Non-PR Notes admitted to trading on the ISM. For such purposes, references herein to "Base Prospectus" shall be deemed to be references to the Offering Circular as the context so requires.