

**IMPORTANT - PROHIBITION OF SALES TO UK RETAIL INVESTORS** - The Notes are not intended to be offered, sold or otherwise made available to and should not be offered, sold or otherwise made available to any retail investor in the United Kingdom (the "UK"). For these purposes, a "retail investor" means a person who is one (or more) of: (i) a retail client as defined in point (8) of Article 2 of Regulation (EU) No 2017/565 as it forms part of UK domestic law by virtue of the European Union (Withdrawal) Act 2018 (as amended, the "EUWA") and the regulations made under the EUWA; or (ii) a customer within the meaning of the provisions of the Financial Services and Markets Act 2000 (as amended, the "FSMA") and any rules or regulations made under the FSMA to implement Directive (EU) 2016/97, where that customer would not qualify as a professional client, as defined in point (8) of Article 2(1) of Regulation (EU) No. 600/2014 as it forms part of UK domestic law by virtue of the EUWA and the regulations made under the EUWA. Consequently, no key information document required by Regulation (EU) No 1286/2014 as it forms part of UK domestic law by virtue of the EUWA and the regulations made under the EUWA (the "UK PRIIPs Regulation") for offering or selling the Notes or otherwise making them available to retail investors in the UK has been prepared and therefore offering or selling the Notes or otherwise making them available to any retail investor in the UK may be unlawful under the UK PRIIPs Regulation.

**IMPORTANT - PROHIBITION OF SALES TO EEA RETAIL INVESTORS** - The Notes are not intended to be offered, sold or otherwise made available to and should not be offered, sold or otherwise made available to any retail investor in the European Economic Area ("EEA"). For these purposes, a "retail investor" means a person who is one (or more) of: (i) a retail client as defined in point (11) of Article 4(1) of Directive 2014/65/EU (as amended, "MiFID II"); or (ii) a customer within the meaning of Directive (EU) 2016/97 (as amended, the "Insurance Distribution Directive") where that customer would not qualify as a professional client as defined in point (10) of Article 4(1) of MiFID II. Consequently no key information document required by Regulation (EU) No 1286/2014 (as amended, the "EU PRIIPs Regulation") for offering or selling the Notes or otherwise making them available to retail investors in the EEA has been prepared and therefore offering or selling the Notes or otherwise making them available to any retail investor in the EEA may be unlawful under the EU PRIIPs Regulation.

**UK MiFIR product governance / Professional investors and eligible counterparties only target market** - Solely for the purposes of each manufacturer's product approval process, the target market assessment in respect of the Notes has led to the conclusion that: (i) the target market for the Notes is only eligible counterparties, as defined in the FCA Handbook Conduct of Business Sourcebook ("COBS"), and professional clients, as defined in Regulation (EU) No 600/2014 as it forms part of UK domestic law by virtue of the EUWA and the regulations made under the EUWA ("UK MiFIR"); and (ii) all channels for distribution of the Notes to eligible counterparties and professional clients are appropriate. Any person subsequently offering, selling or recommending the Notes (a "UK distributor") should take into consideration the manufacturers' target market assessment; however, a UK distributor subject to the FCA Handbook Product Intervention and Product Governance Sourcebook (the "UK MiFIR Product Governance Rules") is responsible for undertaking its own target market assessment in respect of the Notes (by either adopting or refining the manufacturers' target market assessment) and determining appropriate distribution channels.

**MiFID II product governance / Professional investors and eligible counterparties only target market** - Solely for the purposes of each manufacturer's product approval process, the target market assessment in respect of the Notes has led to the conclusion that: (i) the target market for the Notes is eligible counterparties and professional clients only, each as defined in MiFID II; and (ii) all channels for distribution of the Notes to eligible counterparties and professional clients are appropriate. Any person subsequently offering, selling or recommending the Notes (an "EU distributor") should take into consideration the manufacturers' target market assessment; however, an EU distributor subject to MiFID II is responsible for undertaking its own target market assessment in respect of the Notes (by either adopting or refining the manufacturers' target market assessment) and determining appropriate distribution channels.

Final Terms dated April 22, 2022

## **BANK OF AMERICA CORPORATION**

***Issue of €1,750,000,000 1.949% Fixed/Floating Rate Senior Notes, due October 27, 2026 under the U.S.\$65,000,000,000***

***Bank of America Corporation Euro Medium-Term Note Program***

Any person making or intending to make an offer of the Notes may only do so in circumstances in which no obligation arises for the Issuer or any Dealer to publish a prospectus pursuant to section 85 of the FSMA or supplement a prospectus pursuant to Article 23 of the UK Prospectus Regulation, in each case, in relation to such offer.

Neither the Issuer nor any Dealer has authorized, nor do they authorize, the making of any offer of Notes in any other circumstances.

The expression "**UK Prospectus Regulation**" means Regulation (EU) 2017/1129 as it forms part of UK domestic law by virtue of the EUWA and the regulations made under the EUWA.

## PART A – CONTRACTUAL TERMS

Terms used herein shall be deemed to be defined as such for the purposes of the terms and conditions (the "**Conditions**") as set forth in the Base Prospectus dated May 13, 2021, including the Annexes thereto (as supplemented by the supplements to the Base Prospectus dated July 1, 2021, July 15, 2021, August 2, 2021, September 13, 2021, October 15, 2021, November 1, 2021, January 20, 2022, February 24, 2022 and April 19, 2022, the "**Base Prospectus**"), which together constitute a base prospectus for the purposes of the UK Prospectus Regulation. This document constitutes the Final Terms of the Notes described herein for the purposes of Article 8 of the UK Prospectus Regulation and must be read in conjunction with the Base Prospectus in order to obtain all the relevant information. The Base Prospectus is available for viewing during normal business hours at the specified office of the Principal Agent and has been published on the website of the Regulatory News Service operated by the London Stock Exchange at [www.londonstockexchange.com/exchange/news/market-news/market-news-home.html](http://www.londonstockexchange.com/exchange/news/market-news/market-news-home.html) and copies may be obtained from Bank of America Corporation, Bank of America Corporate Center, NC1-007-06-10, 100 North Tryon Street, Charlotte, North Carolina 28255-0065, U.S.A., Attention: Corporate Treasury – Global Funding Transaction Management.

1. Issuer: Bank of America Corporation
2. (i) Series Number: 886  
(ii) Tranche Number: 1
3. Specified Currency: Euro (€)
4. Aggregate Nominal Amount of Notes:  
(i) Series: €1,750,000,000  
(ii) Tranche: €1,750,000,000
5. Issue Price: 100.00 per cent. of the Aggregate Nominal Amount
6. (i) Specified Denominations: €100,000 and integral multiples of €1,000 thereafter  
(ii) Calculation Amount: €1,000
7. (i) Issue Date: April 27, 2022  
(ii) Interest Commencement Date: In respect of the first Fixed Interest Period for the Fixed Rate Period: Issue Date  
In respect of the first Interest Period for the Floating Rate Period: October 27, 2025
8. Maturity Date: October 27, 2026
9. Interest Basis: Fixed/Floating-Rate  
(see paragraphs 15, 16 and 17 below)
10. Change of Interest Basis: Fixed Rate to Floating Rate  
(see paragraph 17 below)
11. Redemption/Payment Basis: Redemption at par

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|-----|------------------------|--|
| 12. | Put/Call Options:      | Issuer Call Option (see paragraph 22 below)                  |
|     |                        | Make-Whole Redemption by the Issuer (see paragraph 23 below) |
| 13. | Status of the Notes:   | Senior   |
| 14. | Method of Distribution | Syndicated   |

**PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE**

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|-----|---|---|
| 15. | Fixed-Rate Note Provisions:   | Applicable during the "Fixed Rate Period," which is the period from and including the Issue Date to, but excluding, October 27, 2025  |
|     | (i) Rate(s) of Interest:  | 1.949 per cent. per annum payable annually in arrear  |
|     | (ii) Fixed Interest Payment Date(s):  | October 27 in each year, from, and including October 27, 2022 up to, and including October 27, 2025   |
|     |   | Unadjusted  |
|     | (iii) Business Day Convention:  | Not Applicable  |
|     | (iv) Additional Business Center(s) (Condition 4(b)):  | Not Applicable  |
|     | (v) Fixed Coupon Amount(s):   | €19.49 per Calculation Amount in respect of each Fixed Interest Payment Date falling on or after October 27, 2023. In respect of the Fixed Interest Payment Date falling on October 27, 2022, the Broken Amount provisions set out below shall apply. |
|     | (vi) Broken Amount(s):  | €9.771699 per Calculation Amount payable on October 27, 2022  |
|     | (vii) Fixed Day Count Fraction:   | Actual/Actual (ICMA)  |
|     | (viii) Determination Date(s):   | October 27 in each year   |
| 16. | Floating-Rate Note Provisions:  | Applicable during the "Floating Rate Period," which is the period from, and including, October 27, 2025 to, but excluding, the Maturity Date  |
|     | (i) Interest Payment Date(s):   | January 27, 2026, April 27, 2026, July 27, 2026 and the Maturity Date   |
|     |   | Adjusted  |
|     | (ii) Business Day Convention:   | Modified Following Business Day Convention  |
|     | (iii) Additional Business Center(s) (Condition 4(b)):   | Not Applicable  |
|     | (iv) Manner in which the Rate(s) of Interest is/are to be determined:                             | Screen Rate Determination   |
|     | (v) Calculation Agent responsible for calculating the Rate(s) of Interest and Interest Amount(s): | Principal Agent   |

(vi)	Screen Rate Determination:	Applicable
-	Reference Rate:	EURIBOR
-	Specified Currency:	Euro
-	Specified Maturity:	3 months
-	Interest Determination Date(s):	In respect of each Interest Period during the Floating Rate Period, the second TARGET Settlement Day prior to the start of such Interest Period
-	Relevant Screen Page:	As specified in Additional Note Conditions 2(a) and 2(e)
-	Relevant Time:	As specified in Additional Note Conditions 2(a) and 2(e)
-	Constant Maturity Swap Reference Time:	Not Applicable
(vii)	Compounded Daily:	Not Applicable
(viii)	Weighted Average Daily:	Not Applicable
(ix)	ISDA Determination:	Not Applicable
(x)	Participation Rate:	Not Applicable
(xi)	Margin(s):	+0.91 per cent. per annum
(xii)	Minimum Interest Rate:	Not Applicable
(xiii)	Maximum Interest Rate:	Not Applicable
(xiv)	Day Count Fraction:	Actual/360
(xv)	Non-USD Benchmark Reference Rate Provisions	
-	Additional Non-USD Benchmark Reference Rate(s):	Not Applicable
-	General Permanent or Indefinite Discontinuance Trigger:	Applicable
17.	Fixed/Floating-Rate Notes:	Applicable
(i)	Initial Rate of Interest:	Fixed Rate
(ii)	Subsequent Rate of Interest:	Floating Rate
(iii)	Rate Change Date(s):	October 27, 2025
(iv)	Fixed Interest Period End Date(s):	Not Applicable
(v)	Interest Period End Date(s):	Not Applicable
(vi)	Issuer Rate Change Option:	Not Applicable

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|-----|--|----------------|
| 18. | Inverse-Floating-Rate Note Provisions: | Not Applicable |
| 19. | Fixed Rate Reset Note Provisions       | Not Applicable |
| 20. | Zero Coupon Note Provisions:           | Not Applicable |
| 21. | Linear Interpolation:                  | Not Applicable |

#### **PROVISIONS RELATING TO REDEMPTION**

- |        |   |   |
|--------|---|---|
| 22.    | Issuer Call Option:   | Applicable  |
| (i)    | Optional Redemption Date(s):  | October 27, 2025 (in whole) or at any time on or after September 25, 2026 and prior to the Maturity Date (in whole or in part)                |
| (ii)   | Optional Redemption Amount(s):  | €1,000 per Calculation Amount   |
| (iii)  | If redeemable in part:  |   |
|        | (a) Minimum Redemption Amount:  | €0 per Calculation Amount   |
|        | (b) Higher Redemption Amount:   | €1,000 per Calculation Amount   |
| (iv)   | Notice period:  | Minimum period: 5 Business Days   |
| 23.    | Make-Whole Redemption by the Issuer:  | Applicable  |
| (i)    | Initial Make-Whole Optional Redemption Date:  | October 27, 2022 (or if additional Notes are issued after the Issue Date, beginning six months after the issue date of such additional Notes) |
| (ii)   | Final Make-Whole Optional Redemption Date:  | October 26, 2025  |
| (iii)  | Reference Security:   | CA Selected Security  |
| (iv)   | Redemption Margin:  | 0.25 per cent.  |
| (v)    | Discount Basis for Calculation of Make-Whole Redemption Amount:   | Annual (assuming a 360-day year of twelve 30-day months)  |
| (vi)   | Make-Whole Effective Date:  | October 27, 2025  |
| (vii)  | Make-Whole Calculation Agent:   | Merrill Lynch International   |
| (viii) | Quotation Time:   | 11:00 a.m. Central European Time  |
| (ix)   | Number of Business Days Preceding Make-Whole Optional Redemption Date for Reference Security Dealer Quotations: | Four  |
| (x)    | Date for Determining the Reference Rate:  | Four Business Days prior to the relevant Make-Whole Optional Redemption Date  |
| (xi)   | Number of Reference Security Dealers:   | Five  |

(xii)	Number of Reference Security Dealer Quotations:	Five
(xiii)	Notice Period:	Minimum period: 5 Business Days
(xiv)	Australian Dollar MWC Reference Rate:	Not Applicable
24.	Investor Put Option:	Not Applicable
25.	Final Redemption Amount:	€1,000 per Calculation Amount
26.	Early Redemption Amount payable on redemption for taxation reasons, illegality (in the case of Senior Notes) or on event of default or other early redemption:	€1,000 per Calculation Amount
(i)	Condition 6(e)(ii):	Not Applicable
(ii)	Reference Price:	Not Applicable
(iii)	Accrual Yield:	Not Applicable

#### **GENERAL PROVISIONS APPLICABLE TO THE NOTES**

27.	Form of Notes:	Registered Notes  Registered Global Note exchangeable for Registered Definitive Notes in the limited circumstances specified in the Registered Global Note
28.	Adjusted Interest Payment at Redemption:	Not Applicable
29.	Payment Business Day Convention:	Following for any Payment Business Day falling in the Fixed Rate Period; Modified Following for any Payment Business Day falling in the Floating Rate Period
30.	Additional Financial Center(s):	None
31.	Payment Disruption Event:	Not Applicable
32.	CNY Payment Disruption Event:	Not Applicable
33.	Redenomination provisions:	Not Applicable
34.	JPY Rounding:	Not Applicable
35.	Alternative Rounding:	Not Applicable
36.	Relevant Benchmark:	EURIBOR is provided by the European Money Markets Institute. As at the date hereof, the European Money Markets Institute appears in the register of administrators and benchmarks established and maintained by the FCA pursuant to Article 36 ( <i>Register of administrators and benchmarks</i> ) of Regulation (EU) 2016/1011 as it forms part of UK domestic law by virtue of the EUWA and the regulations made under the EUWA.

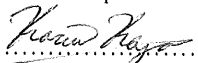
## **DISTRIBUTION**

37. U.S. Selling Restrictions:

Regulation S Compliance Category: 2; TEFRA D not applicable

Acknowledged and accepted by:

Bank of America Corporation

By:  .....

Name: Karim Kajani

Title: Director



## **PART B - OTHER INFORMATION**

### **1. LISTING AND ADMISSION TO TRADING**

- (i) Listing: Application has been made by the Issuer (or on its behalf) for the Notes to be admitted to trading on the Regulated Market of the London Stock Exchange and admission to the Official List of the Financial Conduct Authority with effect from the Issue Date.
- (ii) Estimate of total expenses related to admission to trading: Not exceeding €10,000

### **2. RATINGS**

The Notes to be issued are expected to be rated:  
S&P: A- (positive)  
Moody's: A2 (positive)  
Fitch: AA- (stable)

Standard & Poor's Financial Services LLC is not established in the UK, but S&P Global Ratings UK Limited, which is registered under Regulation (EU) No. 1060/2009 as it forms part of UK domestic law by virtue of the EUWA and the regulations made under the EUWA, has indicated that it intends to endorse the ratings of Standard & Poor's Financial Services LLC where possible.

Moody's Investors Service, Inc. is not established in the UK but Moody's Investors Service Limited, which is registered under Regulation (EU) No. 1060/2009 as it forms part of UK domestic law by virtue of the EUWA and the regulations made under the EUWA, has indicated that it intends to endorse the ratings of Moody's Investors Service, Inc. where possible.

Fitch Ratings, Inc. is not established in the UK but Fitch Ratings Ltd., which is registered under Regulation (EU) No. 1060/2009 as it forms part of UK domestic law by virtue of the EUWA and the regulations made under the EUWA, has indicated that it intends to endorse the ratings of Fitch Ratings, Inc. where possible.

### **3. INTEREST OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE**

Save for any fees payable to the Managers, so far as the Issuer is aware, no person involved in the issue of the Notes has an interest material to the offer.

### **4. REASONS FOR THE OFFER AND ESTIMATED NET PROCEEDS**

- (i) Reasons for the offer: See "Use of Proceeds" in Base Prospectus

	(ii)	Estimated net proceeds:	€1,745,187,500
5.	<b>YIELD (Fixed-Rate Notes Only)</b>	<b>Indication of Yield:</b>	The yield relating to the Fixed Rate Period is 1.950 per cent. per annum at the Optional Redemption Date falling on October 27, 2025
6.	<b>HISTORIC INTEREST RATES</b>		Details of historic EURIBOR rates can be obtained from Reuters
7.	<b>OPERATIONAL INFORMATION</b>		
	(i)	ISIN:	XS2462324232
	(ii)	Common Code:	246232423
	(iii)	Any clearing system(s) other than Euroclear Bank SA/NV and Clearstream Banking, S.A., the relevant address(es) and the relevant identification number(s):	Not Applicable
	(iv)	Names and addresses of initial Paying Agent(s):	Bank of America, N.A. (operating through its London Branch) 2 King Edward Street London EC1A 1HQ United Kingdom
	(v)	Intended to be held in a manner which would allow Eurosystem eligibility:	Yes. Note that the designation "Yes" simply means that the Notes are intended upon issue to be deposited with one of the international central securities depositories ("ICSDs") as Common Safekeeper, and registered in the name of a nominee of one of the ICSDs acting as Common Safekeeper, in respect of Registered Global Notes that are held under the New Safekeeping Structure for registered global securities and does not necessarily mean that the Notes will be recognized as eligible collateral for Eurosystem monetary policy and intra-day credit operations by the Eurosystem either upon issue or at any or all times during their life. Such recognition will depend upon satisfaction of the Eurosystem eligibility criteria. The European Central Bank ("ECB") has published on its webpage information on its collateral eligibility criteria. Among other criteria, the information published by the ECB indicates that, effective as of February 8, 2018, unsecured debt instruments issued by credit institutions, or their closely-linked entities, such as Bank of America Corporation, that are not established in the EU member states are not Eurosystem eligible. Therefore, as of the date of the Final Terms, the Notes will not be recognized as eligible collateral for Eurosystem monetary and intra-day credit operations.
	(vi)	Delivery:	Delivery against payment

- (vii) Names and addresses of additional Paying Agent(s) (if any): Not Applicable
- (viii) Name and address of any Transfer Agent (if any): Not Applicable