

**SUPPLEMENT NO. 1 DATED 15 JULY 2026 TO
THE OFFERING CIRCULAR DATED 15 MAY 2026**

Bank of America Corporation
(a Delaware (U.S.A.) Corporation)

Bank of America, N.A.
(a national banking association organised under the laws of the United States of America)

BofA Finance LLC
(a Delaware (U.S.A.) 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**"), Bank of America, N.A. ("**BANA**"), BofA Finance LLC ("**BofA Finance**") and Merrill Lynch B.V. ("**MLBV**") dated 15 May 2026 (the "**Original Offering Circular**", and together with the Supplement, the "**Offering Circular**"), prepared in connection with the Note, Warrant and Certificate Programme (the "**Programme**") of BAC, BANA, BofA Finance and MLBV. Terms defined in the Offering Circular have the same meanings when used in this Supplement.

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**").

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 "*Incorporation by Reference of BAC's 14 July 2026 Form 8-K*" 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 1165-1166) and on the Luxembourg Stock Exchange's website at www.luxse.com.

1. Incorporation by Reference of BAC's 14 July 2026 Form 8-K

The BAC Form 8-K dated 14 July 2026 in respect of the earnings press release relating to the three months ended 30 June 2026 (the "**14 July 2026 Form 8-K**") was filed with the United States Securities and Exchange Commission (the "SEC") on 14 July 2026. By virtue of this Supplement, the sections of the 14 July 2026 Form 8-K referred to below are incorporated by reference into, and form part of, the Offering Circular. Any information included in the 14 July 2026 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	Page Number
From the 14 July 2026 Form 8-K	
<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 23*</i>

*These page numbers are references to the PDF pages included in the 14 July 2026 Form 8-K.

General

This Supplement and the document incorporated by reference will be available for viewing and can be obtained during normal business hours from the specified office of the applicable Paying Agent (in respect of Notes) and the applicable W&C Instrument Agent (in respect of W&C Instruments) and on the Luxembourg Stock Exchange's website at www.luxse.com.