

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 14A

(Rule 14a-101)

INFORMATION REQUIRED IN PROXY STATEMENT SCHEDULE 14A INFORMATION

Proxy Statement Pursuant to Section 14(a) of the Securities Exchange Act of 1934 (Amendment No.)

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

Preliminary Proxy Statement

Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))

Definitive Proxy Statement

Definitive Additional Materials

Soliciting Material Pursuant to § 240.14a-12

Bank of America Corporation

(Name of Registrant as Specified in its Charter)

(Name of Person(s) Filing Proxy Statement, if Other Than the Registrant)

PAYMENT OF FILING FEE (Check the appropriate box):

No fee required.

Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.

1) Title of each class of securities to which transaction applies:

2) Aggregate number of securities to which transaction applies:

3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):

4) Proposed maximum aggregate value of transaction:

5) Total fee paid:

Fee paid previously with preliminary materials.

Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was previously paid. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

1) Amount Previously Paid:

2) Form, Schedule or Registration Statement No.:

3) Filing Party:

4) Date Filed:

Valuing our people: Bank of America's focus on equal pay for equal work

Bank of America Corporation will publish our "2016 Environmental, Social & Governance Report" later this month; the report will be available at <http://about.bankofamerica.com> and will include, among other things, the following disclosure:

At the heart of our ESG activities is our goal to be the best place to work for our employees. This includes being a diverse and inclusive company, providing competitive compensation and benefits with particular focus on our lower paid employees, and pay practices that ensure equal pay for equal work.

An important component of our compensation practices is the work we do to achieve gender equity. Our objective is straightforward: To ensure that men and women in similar positions receive comparable pay.

While the goal is straightforward, we arrive at it only through rigorous processes and analyses. Our company consists of a range of businesses and functions, with thousands of different types of jobs within those organizations.

The company sets the expectations for gender neutral pay, and our own analyses and review are embedded in our compensation process. This ensures that our core process has resulted in alignment of pay for performance in a gender neutral way.

To help guide us in ensuring we achieve the goal of pay equity for all of our employees each year, we also engage an independent compensation specialist to conduct comprehensive analyses of compensation for our US employees for that year, including 2016.

The independent specialist identifies individual differences, if any, in pay between women and men at the individual level, taking into account such factors as experience and work location. We adjust compensation for any individual employee as appropriate based on these analyses. The analyses and any adjustments we make from it are integrated into our compensation processes for that year, before final pay decisions are made.

This work gives us confidence that we pay our employees equitably.

Further detail on our pay-for-performance process and our gender equity analysis work is available in our proxy statement and ESG report.