FORM 4

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

| OMB APPR | OVAL | | | | |
|--------------------------|-----------|--|--|--|--|
| OMB Number: | 3235-0287 | | | | |
| Estimated average burden | | | | | |
| hours per response | 0.5 | | | | |

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| (Print or Type Responses) 1. Name and Address of Reporting Person * Mensah Bernard A (Last) (First) (Middle) 100 NORTH TRYON STREET (Street) CHARLOTTE, NC 28255 (City) (State) (Zip) | | | BANK OF AMERICA CORP /DE/ [BAC] 3. Date of Earliest Transaction (Month/Day/Year) 09/01/2022 | | | | | | 5 | S. Relationship of Reporting Person(s) to Issuer | | | | | |
|--|---|--|--|----------------------------------|---|---|--------------------|--|---------------------------|---|-------------------------------------|---|---|---|--|
| | | | | | | | | | | | | | | | |
| | | | | | | | | | | | | | | | |
| | | | | | | | | | ies Acquir | | | | | | |
| 1.Title of Security 2. Trans (Instr. 3) Date | | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if | | 3. Transaction Code (Instr. 8) | | 4. Se (A) o | 4. Securities Acquired (A) or Disposed of (D (Instr. 3, 4 and 5) | | 5. Amount of Securities Benefic Owned Following Reported Transaction(s) | | Beneficially | 6. Ownership Form: | 7. Nature of Indirect Beneficial | |
| | | | | (Month/Da | ay/Year) | Cod | e V | Amo | (A) or (D) | | or Inc (I) | | Direct (D) or Indirect (I) (Instr. 4) | Ownership (Instr. 4) | |
| Common | Stock | | 09/01/2022 | | | M | | 1,79 | 9 A | <u>(1)</u> | 82,423 | | D | | |
| Common | Stock | | 09/01/2022 | | | D | | 1,79 | 9 D | \$ 33.47 | 80,624 | | | D | |
| | | | Table II - | Derivative (e.g., puts, | | | uired, I | isposeo | l of, or Bei | neficially (| | ntroi numi | oer. | | |
| | 2 | | | (e.g., puts, | calls, wa | arrants, | forr uired, I | n displ | ays a cur I of, or Bei | rently va | ot required Ilid OMB co Owned | | | е | |
| Security | Conversion or Exercise Price of | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year | Code | on of Deriv | vative rities | - | Exercis on Date | able and | T | es | 8. Price of Derivative Security (Instr. 5) | Securities Beneficially | Owners Form o Derivat | hip of Indi Benefic ive Owner |
| Derivative Security | Conversion or Exercise | Date | Execution Date, if any | Transaction Code | on of Deriv Secur Acqui (A) of Dispo | vative rities nired or osed 0) | 6. Date Expirat | Exercis on Date | able and | 7. Title a of Unde Securitie | erlying es | Derivative Security | Derivative Securities | Owners Form of Derivat Securit Direct or India | Benefic Owners (Instr. 4 |
| Derivative Security | Conversion or Exercise Price of Derivative | Date | Execution Date, if any | Transactic Code (Instr. 8) | on of Deriv Secur Acque (A) of Disposof (D (Instr | vative rities nired or ossed o) r. 3, 4, 5) | 6. Date Expirat | Exercis on Data (Day/Yo | able and | 7. Title a of Unde Securitie | erlying es | Derivative Security | Derivative Securities Beneficially Owned Following Reported Transaction | Owners Form of Derivation Securit Direct of India (S) (I) | hip of Indi Benefic Owner (Instr. o |

| | Relationships | | | | | |
|---|---------------|--------------|--------------------------|-------|--|--|
| Reporting Owner Name / Address | Director | 10% Owner | Officer | Other | | |
| Mensah Bernard A 100 NORTH TRYON STREET CHARLOTTE, NC 28255 | | | President, International | | | |

Signatures

| Bernard A. Mensah / Michael P. Lapp POA | 09/06/2022 |
|---|------------|
| **Signature of Reporting Person | Date |

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Each phantom stock unit is the economic equivalent of one share of Bank of America Corporation common stock.
- On March 1, 2017, the reporting person was granted phantom units, vesting in five equal annual installments commencing on March 1, 2020. The net amount of each installment after any applicable tax withholding is subject to an additional six-month holding period after vesting.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.