

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 paid previously with preliminary materials.
- Fee computed on table in exhibit required by Item 25(b) per Exchange Act Rules 14a-6(i)(1) and 0-11



C/O PROXY SERVICES
P.O. BOX 9112
FARMINGDALE, NY 11735

Your Vote Counts!

BANK OF AMERICA CORPORATION

2023 Annual Meeting
Vote by April 24, 2023
11:59 PM ET



D97199-P87882

You invested in BANK OF AMERICA CORPORATION and it's time to vote!

You have the right to vote on proposals being presented at the Annual Meeting. **This is an important notice regarding the availability of proxy material for the shareholder meeting to be held on April 25, 2023.**

Get informed before you vote

View the 2023 Notice of Annual Meeting and Proxy Statement, 2022 Annual Report to Shareholders, and proxy card online OR you can receive a free paper or email copy of the material(s) by requesting prior to April 11, 2023. If you would like to request a copy of the material(s) for this and/or future shareholder meetings, you may (1) visit www.proxyvote.com, (2) call 1-800-579-1639 or (3) send an email to sendmaterial@proxyvote.com. If sending an email, please include your control number (indicated below) in the subject line. Unless requested, you will not otherwise receive a paper or email copy.



For complete information and to vote, visit www.proxyvote.com

Control #

Smartphone users

Point your camera here and
vote without entering a
control number



Vote Virtually at the Meeting*

April 25, 2023
10:00 a.m., Eastern time

Virtually at:
www.virtualshareholdermeeting.com/BAC2023

* Please check the meeting materials for any special requirements for meeting attendance and how to request special assistance to participate in the meeting.

Vote at www.proxyvote.com

THIS IS NOT A VOTABLE BALLOT

This is an overview of the proposals being presented at the upcoming shareholder meeting. Please follow the instructions on the reverse side to vote these important matters.

Voting Items	Board Recommends
1. Electing Directors Nominees:	
1a. Sharon L. Allen	✔ For
1b. José (Joe) E. Almeida	✔ For
1c. Frank P. Bramble, Sr.	✔ For
1d. Pierre J. P. de Weck	✔ For
1e. Arnold W. Donald	✔ For
1f. Linda P. Hudson	✔ For
1g. Monica C. Lozano	✔ For
1h. Brian T. Moynihan	✔ For
1i. Lionel L. Nowell III	✔ For
1j. Denise L. Ramos	✔ For
1k. Clayton S. Rose	✔ For
1l. Michael D. White	✔ For
1m. Thomas D. Woods	✔ For
1n. Maria T. Zuber	✔ For
2. Approving our executive compensation (an advisory, non-binding “Say on Pay” resolution)	✔ For
3. A vote on the frequency of future “Say on Pay” resolutions (an advisory, non-binding “Say on Frequency” resolution)	1 Year
4. Ratifying the appointment of our independent registered public accounting firm for 2023	✔ For
5. Amending and restating the Bank of America Corporation Equity Plan	✔ For
6. Shareholder proposal requesting an independent board chair	✘ Against
7. Shareholder proposal requesting shareholder ratification of termination pay	✘ Against
8. Shareholder proposal requesting greenhouse gas reduction targets	✘ Against
9. Shareholder proposal requesting report on transition planning	✘ Against
10. Shareholder proposal requesting adoption of policy to cease financing new fossil fuel supplies	✘ Against
11. Shareholder proposal requesting a racial equity audit	✘ Against

NOTE: Such other business as may properly come before the meeting or any adjournment thereof.

Prefer to receive an email instead? While voting on www.proxyvote.com, be sure to click “Sign up for E-delivery”.