

## FORM 4

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

## OMB APPROVAL

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## 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

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

(Print or Type Responses)

1. Name and Address of Reporting Person * Bessant Catherine P			2. Issuer Name and Ticker or Trading Symbol BANK OF AMERICA CORP /DE/ [BAC]				5. Relationship of Reporting Person(s) to Issuer (Check all applicable) ____ Director X Officer (give title below) 10% Owner ____ Other (specify below) Chief Ops & Tech Officer			
(Last) (First) (Middle) 100 NORTH TRYON STREET			3. Date of Earliest Transaction (Month/Day/Year) 03/01/2020				6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person ____ Form filed by More than One Reporting Person			
(Street) CHARLOTTE, NC 28255			4. If Amendment, Date Original Filed (Month/Day/Year)							
(City) (State) (Zip)			Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned							
1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	03/01/2020		M		82,439	A	(1)	366,083 (2)	I	Revocable Trust
Common Stock	03/01/2020		F		37,191 (3)	D	\$ 28.5	328,892	I	Revocable Trust
Common Stock	03/01/2020		M		1,851	A	(4)	330,743	I	Revocable Trust
Common Stock	03/01/2020		D		1,851	D	\$ 28.5	328,892	I	Revocable Trust
Common Stock								453,788.52	D	
Common Stock								8,416.04	I	401(k) Plan
Common Stock								1,250	I	By Child (5)
Common Stock								1,250	I	UTMA Trust 2

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.


Persons who respond to the collection of information contained  
in this form are not required to respond unless the form  
displays a currently valid OMB control number. SEC 1474 (9-02)Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned  
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)		
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
2017 Performance Restricted Stock Units	(1)	03/01/2020		M			82,439	(6)	(6)	Common Stock	82,439	(1)	0	D	
2015 Performance Restricted Stock Units	(4)	03/01/2020		M			1,851	(7)	(7)	Common Stock	1,851	(4)	0	D	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Bessant Catherine P 100 NORTH TRYON STREET CHARLOTTE, NC 28255			Chief Ops & Tech Officer	

Signatures

Catherine P. Bessant / Michael P. Lapp POA		03/03/2020
 Signature of Reporting Person		Date

Explanation of Responses:

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If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
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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 unit represents a contingent right to receive one share of Bank of America Corporation common stock.
- (2)

42,737 shares previously reported as being directly held are held in the reporting person's Revocable Trust.
- (3)

Disposition of shares to the issuer to satisfy a tax withholding obligation.
- (4)

Each unit is the economic equivalent of one share of Bank of America Corporation common stock.
- (5)

Reflects a change in the ownership of the account from an UTMA to direct ownership by a child of the reporting person.

On February 15, 2017, the reporting person was granted units, subject to the Company's attainment of performance goals. One-half of the units have performance goals based on the Company's three year average return on assets and one-half of the units have performance goals based on the Company's three year average growth in adjusted tangible book value, both beginning on January 1, 2017 and ending December 31, 2019. For the performance period, an amount equaling 100% of the target was earned. Of the 100% earned, 100% was settled in shares on March 1, 2020.
- (6)

On February 13, 2015, the reporting person was granted units, vesting and payable in cash based on the closing price of Bank of America Corporation common stock on the settlement date, subject to the Company's attainment of performance goals. One-half of the units reported had performance goals based on the Company's three-year average return on assets and one-half of the units reported had performance goals based on the Company's three-year average growth in adjusted tangible book value, both beginning on January 1, 2015 and ending December 31, 2017. For the performance period, an amount equaling 102% of the target was earned. Of the 102% earned, 100% was settled in cash on March 1, 2018. The amount earned exceeding 100% resulted in an additional 1,851 units which were settled in cash on March 1, 2020.
- (7)

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

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