

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Donofrio Paul M

(Last)(First)(Middle)

100 NORTH TRYON STREET

(Street)

CHARLOTTE, NC 28255

(City)(State)(Zip)

2. Issuer Name and Ticker or Trading Symbol  
BANK OF AMERICA CORP /DE/ [BAC]

3. Date of Earliest Transaction (Month/Day/Year)  
03/01/2021

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer  
(Check all applicable)  

Director

10% Owner

☒ Officer (give title below)

Other (specify below)

Chief Financial Officer

6. Individual or Joint/Group Filing(Check Applicable Line)  

☒ Form filed by One Reporting Person

☐ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1.Title of Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed Execution Date, if any<br>(Month/Day/Year) | 3. Transaction Code<br>(Instr. 8) | 4. Securities Acquired (A) or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I)<br>(Instr. 4) | 7. Nature of Indirect Beneficial Ownership<br>(Instr. 4) |         |   |     |
|-----------------------------------|-----------------------------------------|-------------------------------------------------------|-----------------------------------|----------------------------------------------------------------------|--------------------------------------------------------------------------------------------------|-------------------------------------------------------------|----------------------------------------------------------|---------|---|-----|
|                                   |                                         |                                                       | Code                              | V                                                                    | Amount                                                                                           | (A) or (D)                                                  | Price                                                    |         |   |     |
| Common Stock                      | 03/01/2021                              |                                                       | M                                 |                                                                      | 36,761                                                                                           | A                                                           | (1)                                                      | 823,534 | D |     |
| Common Stock                      | 03/01/2021                              |                                                       | F                                 |                                                                      | 19,565<br>(2)                                                                                    | D                                                           | \$ 35.79                                                 | 803,969 | D |     |
| Common Stock                      | 03/01/2021                              |                                                       | M                                 |                                                                      | 106,042                                                                                          | A                                                           | (1)                                                      | 910,011 | D |     |
| Common Stock                      | 03/01/2021                              |                                                       | F                                 |                                                                      | 56,436<br>(2)                                                                                    | D                                                           | \$ 35.79                                                 | 853,575 | D |     |
| Common Stock                      |                                         |                                                       |                                   |                                                                      |                                                                                                  |                                                             |                                                          | 300     | I | IRA |

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<br>(Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed Execution Date, if any<br>(Month/Day/Year) | 4. Transaction Code<br>(Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D)<br>(Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date<br>(Month/Day/Year) | 7. Title and Amount of Underlying Securities<br>(Instr. 3 and 4) | 8. Price of Derivative Security<br>(Instr. 5) | 9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s)<br>(Instr. 4) | 10. Ownership Form of Derivative Security: Direct (D) or Indirect (I)<br>(Instr. 4) | 11. Nature of Indirect Beneficial Ownership<br>(Instr. 4) |     |   |   |  |
|-----------------------------------------------|--------------------------------------------------------|-----------------------------------------|-------------------------------------------------------|-----------------------------------|--------------------------------------------------------------------------------------------|-------------------------------------------------------------|------------------------------------------------------------------|-----------------------------------------------|-------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------|-----------------------------------------------------------|-----|---|---|--|
|                                               |                                                        |                                         |                                                       | Code                              | V                                                                                          | (A)                                                         | (D)                                                              | Date Exercisable                              | Expiration Date                                                                                       | Title                                                                               | Amount or Number of Shares                                |     |   |   |  |
| 2016 Performance Restricted Stock Units       | (1)                                                    | 03/01/2021                              |                                                       | M                                 |                                                                                            |                                                             | 36,761                                                           | (3)                                           | (3)                                                                                                   | Common Stock                                                                        | 36,761                                                    | (1) | 0 | D |  |
| 2018 Performance Restricted Stock Units       | (1)                                                    | 03/01/2021                              |                                                       | M                                 |                                                                                            |                                                             | 106,042                                                          | (4)                                           | (4)                                                                                                   | Common Stock                                                                        | 106,042                                                   | (1) | 0 | D |  |

Reporting Owners

| Reporting Owner Name / Address                                   | Relationships |           |                         |       |
|------------------------------------------------------------------|---------------|-----------|-------------------------|-------|
|                                                                  | Director      | 10% Owner | Officer                 | Other |
| Donofrio Paul M<br>100 NORTH TRYON STREET<br>CHARLOTTE, NC 28255 |               |           | Chief Financial Officer |       |

Signatures

|                                                                                                                |            |
|----------------------------------------------------------------------------------------------------------------|------------|
| Paul M. Donofrio / Michael P. Lapp POA                                                                         | 03/03/2021 |
|  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 unit represents a contingent right to receive one share of Bank of America Corporation common stock.
- (2) Disposition of shares to the issuer to satisfy a tax withholding obligation.
- On February 12, 2016, the reporting person was granted units 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,
- (3) both beginning on January 1, 2016 and ending December 31, 2018. For the performance period, an amount equaling 116% of the target was earned. Of the 116% earned, 100% was settled in shares on March 1, 2019. The amount earned exceeding 100% resulted in an additional 36,761 units which were settled in shares on March 1, 2021.
- On February 15, 2018, 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
- (4) beginning on January 1, 2018 and ending December 31, 2020. 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, 2021.

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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