

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* Athanasia Dean C			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 _____ 10% Owner _____ ☒ Officer (give title below) _____ Other (specify below) _____ Pres Prf & Sm Bs Bk & Co-Hd CB		
(Last) (First) (Middle) 100 FEDERAL STREET			3. Date of Earliest Transaction (Month/Day/Year) 02/14/2015					
(Street) BOSTON, MA 02110			4. If Amendment, Date Original Filed(Month/Day/Year)			6. Individual or Joint/Group Filing(Check Applicable Line) ☒ Form filed by One Reporting Person ☐ Form filed by More than One Reporting Person		
(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	02/14/2015		M		26,442	A	\$ 0 (1)	
Common Stock	02/14/2015		D		26,442	D	\$ 16.61	
Common Stock	02/15/2015		M		51,573	A	\$ 0 (1)	
Common Stock	02/15/2015		M		35,206	A	\$ 0 (1)	
Common Stock	02/15/2015		D		35,206	D	\$ 16.61	
Common Stock	02/15/2015		D		51,573	D	\$ 16.61	

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		
2014 Restricted Stock Units	\$ 0 (1)	02/14/2015		M		26,442	(2)	02/14/2017	Common Stock	26,442	\$ 0 (1)	52,885	D
2012 Restricted Stock Units	\$ 0 (1)	02/15/2015		M		51,573	(3)	02/15/2015	Common Stock	51,573	\$ 0 (1)	0	D
2013 Restricted Stock Units	\$ 0 (1)	02/15/2015		M		35,206	(4)	02/15/2016	Common Stock	35,206	\$ 0 (1)	35,206	D

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Athanasia Dean C 100 FEDERAL STREET BOSTON, MA 02110			Pres Prf & Sm Bs Bk & Co-Hd CB	

Signatures

Dean C. Athanasia/Evelyn D. King POA		02/18/2015
 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 is the economic equivalent of one share of Bank of America Corporation common stock.
- (2) On February 14, 2014, the reporting person was granted units, vesting and payable in cash in three equal annual installments commencing with the first anniversary of the grant date.
- (3) On February 15, 2012, the reporting person was granted units, vesting and payable in cash in three equal annual installments commencing with the first anniversary of the grant date.
- (4) On February 15, 2013, the reporting person was granted units, vesting and payable in cash in three equal annual installments commencing with the first anniversary of the grant date.

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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