

BANK OF AMERICA CORP /DE/  
Form FWP  
October 18, 2016

Filed Pursuant to Rule 433  
Registration No. 333-202354

**BANK OF AMERICA CORPORATION**

**MEDIUM-TERM NOTES, SERIES L**

[\$ ]

**FLOATING RATE SENIOR NOTES, DUE OCTOBER [ ]**

**PRELIMINARY TERM SHEET**

**Dated October 18, 2016**

|                            |                                                                                                                                                                                                  |
|----------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Issuer:                    | Bank of America Corporation                                                                                                                                                                      |
| Ratings of this Series:    | Baa1 (Moody s)/BBB+ (S&P)/A (Fitch)                                                                                                                                                              |
| Title of the Series:       | Floating Rate Senior Notes, due October [ ] (the Notes )                                                                                                                                         |
| Aggregate Principal Amount |                                                                                                                                                                                                  |
| Initially Being Issued:    | [\$ ]                                                                                                                                                                                            |
| Issue Price:               | [ ]%                                                                                                                                                                                             |
| Trade Date:                | October [ ], 2016                                                                                                                                                                                |
| Settlement Date:           | October [ ], 2016 (T+3)                                                                                                                                                                          |
| Maturity Date:             | October [ ], [ ]                                                                                                                                                                                 |
| Ranking:                   | Senior                                                                                                                                                                                           |
| Minimum Denominations:     | \$2,000 and multiples of \$1,000 in excess of \$2,000                                                                                                                                            |
| Day Count Fraction:        | Actual/360                                                                                                                                                                                       |
| Base Rate:                 | [ ]                                                                                                                                                                                              |
| Index Maturity:            | [ ] days                                                                                                                                                                                         |
| Spread:                    | [ ] basis points                                                                                                                                                                                 |
| Interest Payment Dates and |                                                                                                                                                                                                  |
| Interest Reset Dates:      | January [ ], April [ ], July [ ], and October [ ] of each year, beginning January [ ], 2017, subject to adjustment in accordance with the modified following business day convention (adjusted). |
| Interest Periods:          | Quarterly.                                                                                                                                                                                       |
| Interest Determination     |                                                                                                                                                                                                  |
| Dates:                     | Second London banking day prior to applicable Interest Reset Date                                                                                                                                |
| Listing:                   | None                                                                                                                                                                                             |
| Lead Manager and Sole      |                                                                                                                                                                                                  |

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Book-Runner: Merrill Lynch, Pierce, Fenner & Smith Incorporated  
Senior Co-Managers: [ ]  
Junior Co-Managers: [ ]  
CUSIP: [ ]  
ISIN: [ ]  
Concurrent Offering: \$[ ] [ ]% Senior Notes, due October [ ]

The settlement of the Notes is not contingent on the settlement of any concurrent offering.

Optional Redemption:

The Issuer may redeem the Notes, at its option, in whole, but not in part, on October [ ], [ ], upon at least 10 business days but not more than 60 calendar days prior written notice to holders of the Notes, at a redemption price equal to 100% of the principal amount of the Notes being redeemed, plus accrued and unpaid interest, if any, thereon, to but excluding, the redemption date.

Notwithstanding the foregoing, any interest on Notes being redeemed that is due and payable on an Interest Payment Date falling on or prior to a redemption date for such Notes will be payable on such Interest Payment Date to holders of such Notes being redeemed as of the close of business on the relevant record date according to the terms of the Notes and the Senior Indenture.

Unless the Issuer defaults on payment of the redemption price, interest will cease to accrue on the Notes on the redemption date.

Bank of America Corporation (the Issuer) has filed a registration statement (including a pricing supplement, a prospectus supplement, and a prospectus) with the SEC for the offering to which this communication relates. Before you invest, you should read those documents and the other documents that the Issuer has filed with the SEC for more complete information about the Issuer and this offering. You may obtain these documents for free by visiting EDGAR on the SEC website at [www.sec.gov](http://www.sec.gov). Alternatively, the lead manager will arrange to send you the pricing supplement, the prospectus supplement, and the prospectus if you request them by contacting Merrill Lynch, Pierce, Fenner & Smith Incorporated, toll free at 1-800-294-1322. You may also request copies by e-mail from [fixedincomeir@bankofamerica.com](mailto:fixedincomeir@bankofamerica.com) or [dg.prospectus\\_requests@baml.com](mailto:dg.prospectus_requests@baml.com).