

# 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* LYNCH GARY G		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 _____ <input checked="" type="checkbox"/> Officer (give title below) _____ Other (specify below) _____ Gbl Gen Cnsl Hd Cmpl & Reg Rel	
(Last) 100 NORTH TRYON STREET	(First) GARY	(Middle) G	3. Date of Earliest Transaction (Month/Day/Year) 02/14/2015		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
(Street) CHARLOTTE, NC 28255			4. If Amendment, Date Original Filed (Month/Day/Year)		
(City)	(State)	(Zip)	<b>Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned</b>		

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		48,978	A	\$ 0 (1)	277,904	D	
Common Stock	02/14/2015		F		27,340 (2)	D	\$ 16.61	250,564	D	
Common Stock	02/15/2015		M		464,151	A	\$ 0 (1)	714,715	D	
Common Stock	02/15/2015		M		51,551	A	\$ 0 (1)	766,266	D	
Common Stock	02/15/2015		F		28,776 (2)	D	\$ 16.61	737,490	D	
Common Stock	02/15/2015		F		259,090 (2)	D	\$ 16.61	478,400	D	

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

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**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		Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
2014 Restricted Stock Units	(1)	02/14/2015		M		48,978	(3)	02/14/2017	Common Stock	48,978	\$ 0 (1)	97,958	D	
2013 Restricted Stock Units	\$ 0 (1)	02/15/2015		M		51,551	(4)	02/15/2016	Common Stock	51,551	\$ 0 (1)	51,551	D	
Restricted Stock Units	\$ 0 (1)	02/15/2015		M		464,151	(5)	02/15/2015	Common Stock	464,151	\$ 0 (1)	0	D	

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other

LYNCH GARY G 100 NORTH TRYON STREET CHARLOTTE, NC 28255			Gbl Gen Cnsl Hd Cmpl & Reg Rel
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## Signatures

Gary G. Lynch/Evelyn D. King POA		02/18/2015
		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.
- (3) On February 14, 2014, the reporting person was granted units, vesting 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 in three equal annual installments commencing with the first anniversary of the grant date.
- (5) On February 15, 2012, the reporting person was granted units that vest on the third 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.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.