

BofA Finance LLC  
Form 424B2  
March 29, 2019

**Subject to Completion  
Preliminary Term Sheet  
dated March 29, 2019**

**Filed Pursuant to Rule 424 (b)(2)  
Registration Statement No.  
333-213265  
(To Prospectus dated November  
4, 2016,  
Prospectus Supplement dated  
November 4, 2016 and  
Product Supplement EQUITY  
INDICES SUN-1 dated  
November 28, 2016)**

|   |                  |              |
|---|------------------|--------------|
| Units   | Pricing Date*    | April , 2019 |
| \$10 principal amount per unit  | Settlement Date* | May , 2019   |
| CUSIP No.   | Maturity Date*   | June , 2020  |
| *Subject to change based on the actual date the notes are priced for initial sale to the public (the pricing date ) |                  |              |

## **BofA Finance LLC**

### **Market-Linked Step Up Notes Linked to an International Equity Index Basket Fully and Unconditionally Guaranteed by Bank of America Corporation**

Maturity of approximately 14 months

If the Basket is flat or increases up to the Step Up Value, a return of [12.00% to 18.00%]

If the Basket increases above the Step Up Value, a return equal to the percentage increase in the Basket

The Basket will be comprised of the EURO STOXX 50® Index, the FTSE® 100 Index, the Nikkei Stock Average Index, the Swiss Market Index, the S&P/ASX 200 Index and the Hang Seng® Index. The EURO STOXX 50® Index will be given an initial weight of 40.00%, each of the FTSE® 100 Index and the Nikkei Stock Average Index will be given an initial weight of 20.00%, each of the Swiss Market Index and the S&P/ASX 200 Index will be given an initial weight of 7.50% and the Hang Seng® Index will be given an initial weight of 5.00%

1-to-1 downside exposure to decreases in the Basket, with 100.00% of your principal at risk

All payments occur at maturity and are subject to the credit risk of BofA Finance LLC, as issuer of the notes, and the credit risk of Bank of America Corporation, as guarantor of the notes

No periodic interest payments

In addition to the underwriting discount set forth below, the notes include a hedging-related charge of \$0.075 per unit.  
See Structuring the Notes

Limited secondary market liquidity, with no exchange listing

The notes are being issued by BofA Finance LLC ( BofA Finance ) and are fully and unconditionally guaranteed by Bank of America Corporation ( BAC ). There are important differences between the notes and a conventional debt security, including different investment risks and certain additional costs. See Risk Factors and Additional Risk Factor beginning on page TS-7 of this term sheet, page PS-7 of product supplement EQUITY INDICES

**SUN-1, page S-4 of the accompanying Series A MTN prospectus supplement and page 7 of the accompanying prospectus.**

**The initial estimated value of the notes as of the pricing date is expected to be between \$9.38 and \$9.84 per unit, which is less than the public offering price listed below.** See Summary on the following page, Risk Factors beginning on page TS-7 of this term sheet and Structuring the Notes on page TS-30 of this term sheet for additional information. The actual value of your notes at any time will reflect many factors and cannot be predicted with accuracy.

None of the Securities and Exchange Commission (the SEC), any state securities commission, or any other regulatory body has approved or disapproved of these securities or determined if this Note Prospectus (as defined below) is truthful or complete. Any representation to the contrary is a criminal offense.

|  | <u>Per Unit</u> | <u>Total</u> |
|--|-----------------|--------------|
| Public offering price <sup>(1)</sup>       | \$10.00         | \$           |
| Underwriting discount <sup>(1)</sup>       | \$0.20          | \$           |
| Proceeds, before expenses, to BofA Finance | \$9.80          | \$           |

(1) For any purchase of 500,000 units or more in a single transaction by an individual investor or in combined transactions with the investor's household in this offering, the public offering price and the underwriting discount will be \$9.95 per unit and \$0.15 per unit, respectively. See Supplement to the Plan of Distribution; Conflicts of Interest below.

**The notes and the related guarantee:**

**Are Not FDIC  
Insured**

**Are Not Bank  
Guaranteed**

**May Lose Value**

**Merrill Lynch & Co.**

April , 2019

## Market-Linked Step Up Notes

Linked to an International Equity Index Basket, due June , 2020

## Summary

The Market-Linked Step Up Notes Linked to an International Equity Index Basket, due June , 2020 (the notes ) are our senior unsecured debt securities. Payments on the notes are fully and unconditionally guaranteed by BAC. The notes and the related guarantee are not insured by the Federal Deposit Insurance Corporation or secured by collateral. **The notes will rank equally with all of BofA Finance's other unsecured and unsubordinated debt, and the related guarantee will rank equally with all of BAC's other unsecured and unsubordinated obligations. Any payments due on the notes, including any repayment of principal, will be subject to the credit risk of BofA Finance, as issuer, and BAC, as guarantor.** The notes provide you with a Step Up Payment if the Ending Value of the Market Measure, which is the international equity index basket described below (the Basket ), is equal to or greater than its Starting Value, but is not greater than the Step Up Value. If the Ending Value is greater than the Step Up Value, you will participate on a 1-for-1 basis in the increase in the level of the Basket above the Starting Value. If the Ending Value is less than the Starting Value you will lose all or a portion of the principal amount of your notes. Any payments on the notes will be calculated based on the \$10 principal amount per unit and will depend on the performance of the Basket, subject to our and BAC's credit risk. See Terms of the Notes below.

The Basket is comprised of the EURO STOXX 50® Index, the FTSE® 100 Index, the Nikkei Stock Average Index, the Swiss Market Index, the S&P/ASX 200 Index and the Hang Seng® Index (each a Basket Component ). On the pricing date, the EURO STOXX 50® Index will be given an initial weight of 40.00%, each of the FTSE® 100 Index and the Nikkei Stock Average Index will be given an initial weight of 20.00%, each of the Swiss Market Index and the S&P/ASX 200 Index will be given an initial weight of 7.50% and the Hang Seng® Index will be given an initial weight of 5.00%

The economic terms of the notes (including the Step Up Payment) are based on BAC's internal funding rate, which is the rate it would pay to borrow funds through the issuance of market-linked notes and the economic terms of certain related hedging arrangements. BAC's internal funding rate is typically lower than the rate it would pay when it issues conventional fixed or floating rate debt securities. This difference in funding rate, as well as the underwriting discount and the hedging related charge described below, will reduce the economic terms of the notes to you and the initial estimated value of the notes on the pricing date. Due to these factors, the public offering price you pay to purchase the notes will be greater than the initial estimated value of the notes.

On the cover page of this term sheet, we have provided the initial estimated value range for the notes. This initial estimated value range was determined based on our, BAC's and our other affiliates' pricing models, which take into consideration BAC's internal funding rate and the market prices for the hedging arrangements related to the notes. The initial estimated value of the notes calculated on the pricing date will be set forth in the final term sheet made available to investors in the notes. For more information about the initial estimated value and the structuring of the notes, see Structuring the Notes on page TS-30.

## Terms of the Notes

**Issuer:** BofA Finance LLC ( BofA Finance )  
**Guarantor:** Bank of America Corporation ( BAC )  
**Principal Amount:** \$10.00 per unit  
**Term:** Approximately 14 months  
**Market Measure:** An international equity index basket comprised of the EURO STOXX 50® Index (Bloomberg symbol: SX5E ), the FTSE 100 Index (Bloomberg symbol: UKX ), the Nikkei Stock Average

## Redemption Amount Determination

On the maturity date, you will receive a cash payment per unit determined as follows:

|                           |   |
|---------------------------|---|
|                           | <p>Index (Bloomberg symbol: NKY ), the Swiss Market</p> <p>Index (Bloomberg symbol: SMI ), the S&amp;P/ASX 200</p> <p>Index (Bloomberg symbol: AS51 ) and the Hang Seng® Index (Bloomberg symbol: HSI I).</p> <p>Each Basket Component is a price return index.</p> |
| <b>Starting Value:</b>    | The Starting Value will be set to 100.00 on the pricing date.   |
| <b>Ending Value:</b>      | <p>The value of the Market Measure on the calculation day.</p> <p>The scheduled calculation day is subject to postponement in the event of Market Disruption Events, as described beginning on page PS-21 of product supplement EQUITY INDICES SUN-1.</p>           |
| <b>Step Up Value:</b>     | [112.00% to 118.00%] of the Starting Value. The actual Step Up Value will be determined on the pricing date.  |
| <b>Step Up Payment:</b>   | [\$1.20 to \$1.80] per unit, which represents a return of [12.00% to 18.00%] over the principal amount. The actual Step Up Payment will be determined on the pricing date.  |
| <b>Threshold Value:</b>   | 100.00% of the Starting Value   |
| <b>Calculation Day:</b>   | Approximately the fifth scheduled Market Measure Business Day immediately preceding the maturity date.  |
| <b>Fees and Charges:</b>  | The underwriting discount of \$0.20 per unit listed on the cover page and the hedging related charge of \$0.075 per unit described in Structuring the Notes on page TS-30.  |
| <b>Calculation Agent:</b> | Merrill Lynch, Pierce, Fenner & Smith Incorporated ( MLPF&S ), an affiliate of BofA Finance.  |

## Market-Linked Step Up Notes

Linked to an International Equity Index Basket, due June , 2020

The terms and risks of the notes are contained in this term sheet and in the following:

Product supplement EQUITY INDICES SUN-1 dated November 28, 2016:

<https://www.sec.gov/Archives/edgar/data/70858/000119312516778291/d301449d424b5.htm>

Series A MTN prospectus supplement dated November 4, 2016 and prospectus dated November 4, 2016:

<https://www.sec.gov/Archives/edgar/data/70858/000119312516760144/d266649d424b3.htm>

These documents (together, the Note Prospectus ) have been filed as part of a registration statement with the SEC, which may, without cost, be accessed on the SEC website as indicated above or obtained from MLPF&S by calling 1-800-294-1322. Before you invest, you should read the Note Prospectus, including this term sheet, for information about us, BAC and this offering. Any prior or contemporaneous oral statements and any other written materials you may have received are superseded by the Note Prospectus. Capitalized terms used but not defined in this term sheet have the meanings set forth in product supplement EQUITY INDICES SUN-1. Unless otherwise indicated or unless the context requires otherwise, all references in this document to we, us, our, or similar references are to BofA Finance, and not to BAC.

To the extent the determination of the Redemption Amount and other terms described in this term sheet are inconsistent with those described in the accompanying product supplement, prospectus supplement or prospectus, the determination of the Redemption Amount and other terms described in this term sheet shall control.

### Investor Considerations

**You may wish to consider an investment in the notes if:**

**The notes may not be an appropriate investment for you if:**

You anticipate that the value of the Basket will increase from the Starting Value to the Ending Value.

You believe that the value of the Basket will decrease from the Starting Value to the Ending Value.

You are willing to risk a loss of principal and return if the value of the Basket decreases from the Starting Value to the Ending Value.

You seek principal repayment or preservation of capital.

You are willing to forgo the interest payments that are paid on conventional interest bearing debt securities.

You seek interest payments or other current income on your investment.

You are willing to forgo dividends or other benefits of owning the stocks included in the Basket Components.

You want to receive dividends or other distributions paid on the stocks included in the Basket Components.

You are willing to accept a limited or no market for sales prior to maturity, and understand that the market prices for the notes, if any, will be affected by various factors, including our and BAC's actual and perceived creditworthiness, BAC's internal funding rate and fees and charges on the notes.

You seek an investment for which there will be a liquid secondary market.

You are unwilling or are unable to take market risk on the notes, to take our credit risk as issuer of the notes, or to take BAC's credit risk, as guarantor of the notes.

You are willing to assume our credit risk, as issuer of the notes, and BAC's credit risk, as guarantor of the notes, for all payments under the notes, including the Redemption Amount.

We urge you to consult your investment, legal, tax, accounting, and other advisors before you invest in the notes.

Market-Linked Step Up Notes

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## Market-Linked Step Up Notes

Linked to an International Equity Index Basket, due June , 2020

Hypothetical Payout Profile and Examples of Payments at Maturity

The graph below is based on **hypothetical** numbers and values.

### Market-Linked Step Up Notes

This graph reflects the returns on the notes, based on the Threshold Value of 100% of the Starting Value, a Step Up Payment of \$1.50 per unit (the midpoint of the Step Up Payment range of [\$1.20 to \$1.80]) and a Step Up Value of 115.00% of the Starting Value (the midpoint of the Step Up Value range of [112.00% to 118.00%]). The green line reflects the returns on the notes, while the dotted gray line reflects the returns of a direct investment in the stocks included in the Basket Components, excluding dividends.

This graph has been prepared for purposes of illustration only.

The following table and examples are for purposes of illustration only. They are based on **hypothetical** values and show **hypothetical** returns on the notes. They illustrate the calculation of the Redemption Amount and total rate of return based on the Starting Value of 100, the Threshold Value of 100, a Step Up Value of 115.00, a Step Up Payment of \$1.50 per unit and a range of hypothetical Ending Values. **The actual amount you receive and the resulting total rate of return will depend on the actual Ending Value, Step Up Value, Step Up Payment, and whether you hold the notes to maturity.** The following examples do not take into account any tax consequences from investing in the notes.

For recent **hypothetical** values of the Basket, see The Basket section below. For recent actual levels of the Basket Components, see The Basket Components below. Each Basket Component is a price return index and as such the Ending Value will not include any income generated by dividends paid on the stocks included in any of the Basket Components, which you would otherwise be entitled to receive if you invested in those stocks directly. In addition, all payments on the notes are subject to issuer and guarantor credit risk.

Market-Linked Step Up Notes

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## Market-Linked Step Up Notes

Linked to an International Equity Index Basket, due June , 2020

| Ending Value             | Percentage Change                              | Redemption Amount      | Total Rate of Return on |
|--------------------------|--|------------------------|-------------------------|
|                          | from the Starting Value<br>to the Ending Value |                        |                         |
| 0.00                     | -100.00%                                       | \$0.00                 | -100.00%                |
| 50.00                    | -50.00%  | \$5.00                 | -50.00%                 |
| 70.00                    | -30.00%  | \$7.00                 | -30.00%                 |
| 80.00                    | -20.00%  | \$8.00                 | -20.00%                 |
| 90.00                    | -10.00%  | \$9.00                 | -10.00%                 |
| 100.00 <sup>(1)(2)</sup> | 0.00%  | \$11.50 <sup>(3)</sup> | 15.00%                  |
| 102.00                   | 2.00%  | \$11.50                | 15.00%                  |
| 105.00                   | 5.00%  | \$11.50                | 15.00%                  |
| 110.00                   | 10.00%   | \$11.50                | 15.00%                  |
| 115.00 <sup>(4)</sup>    | 15.00%   | \$11.50                | 15.00%                  |
| 120.00                   | 20.00%   | \$12.00                | 20.00%                  |
| 130.00                   | 30.00%   | \$13.00                | 30.00%                  |
| 140.00                   | 40.00%   | \$14.00                | 40.00%                  |
| 150.00                   | 50.00%   | \$15.00                | 50.00%                  |
| 160.00                   | 60.00%   | \$16.00                | 60.00%                  |
| 165.00                   | 65.00%   | \$16.50                | 65.00%                  |

(1) This is the Threshold Value.

(2) The Starting Value will be set to 100.00 on the pricing date.

(3) This amount represents the sum of the principal amount and the **hypothetical** Step Up Payment of \$1.50.(4) This is the **hypothetical** Step Up Value.

Market-Linked Step Up Notes

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Market-Linked Step Up Notes

Linked to an International Equity Index Basket, due June , 2020

**Redemption Amount Calculation Examples**

**Example 1**

The Ending Value is 70.00, or 70.00% of the Starting Value:

Starting Value: 100.00

Threshold Value: 100.00

Ending Value: 70.00

Redemption Amount per unit

**Example 2**

The Ending Value is 110.00, or 110.00% of the Starting Value:

Starting Value: 100.00

Step Up Value: 115.00

Ending Value: 110.00

Redemption Amount per unit, *the principal amount plus the Step Up Payment, since the Ending Value is equal to or greater than the Starting Value, but less than the Step Up Value.*

**Example 3**

The Ending Value is 165.00, or 165.00% of the Starting Value:

Starting Value: 100.00

Step Up Value: 115.00

Ending Value: 165.00

Redemption Amount per unit

Market-Linked Step Up Notes

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Market-Linked Step Up Notes

Linked to an International Equity Index Basket, due June , 2020

Risk Factors

*There are important differences between the notes and a conventional debt security. An investment in the notes involves significant risks, including those listed below. You should carefully review the more detailed explanation of risks relating to the notes in the Risk Factors sections beginning on page PS-7 of product supplement EQUITY INDICES SUN-1, page S-4 of the Series A MTN prospectus supplement, and page 7 of the prospectus identified above. We also urge you to consult your investment, legal, tax, accounting, and other advisors before you invest in the notes.*

Depending on the performance of the Basket as measured shortly before the maturity date, your investment may result in a loss; there is no guaranteed return of principal.

Your return on the notes may be less than the yield you could earn by owning a conventional fixed or floating rate debt security of comparable maturity.

Payments on the notes are subject to our credit risk, and the credit risk of BAC, and actual or perceived changes in our or BAC's creditworthiness are expected to affect the value of the notes. If we and BAC become insolvent or are unable to pay our respective obligations, you may lose your entire investment.

Your investment return may be less than a comparable investment directly in the stocks included in the Basket Components.

We are a finance subsidiary and, as such, will have limited assets and operations.

BAC's obligations under its guarantee of the notes will be structurally subordinated to liabilities of its subsidiaries.

The notes issued by us will not have the benefit of any cross-default or cross-acceleration with other indebtedness of BofA Finance or BAC; events of bankruptcy or insolvency or resolution proceedings relating to BAC and covenant breach by BAC will not constitute an event of default with respect to the notes.

The initial estimated value of the notes considers certain assumptions and variables and relies in part on certain forecasts about future events, which may prove to be incorrect. The initial estimated value of the notes is an estimate only, determined as of a particular point in time by reference to our and our affiliates' pricing models.

These pricing models consider certain assumptions and variables, including our credit spreads, and those of BAC, BAC's internal funding rate on the pricing date, mid-market terms on hedging transactions, expectations on interest rates and volatility, price-sensitivity analysis, and the expected term of the notes. These pricing models rely in part on certain forecasts about future events, which may prove to be incorrect.

The public offering price you pay for the notes will exceed the initial estimated value. If you attempt to sell the notes prior to maturity, their market value may be lower than the price you paid for them and lower than the initial estimated value. This is due to, among other things, changes in the value of the Basket, BAC's internal funding rate, and the inclusion in the public offering price of the underwriting discount and the hedging related charge, all as further described in Structuring the Notes on page TS-30. These factors, together with various credit, market and economic factors over the term of the notes, are expected to reduce the price at which you may be able to sell the notes in any secondary market and will affect the value of the notes in complex and unpredictable ways.

The initial estimated value does not represent a minimum or maximum price at which we, BAC, MLPF&S or any of our other affiliates would be willing to purchase your notes in any secondary market (if any exists) at any time. The value of your notes at any time after issuance will vary based on many factors that cannot be predicted with accuracy, including the performance of the Basket, our and BAC's creditworthiness and changes in market conditions.

A trading market is not expected to develop for the notes. None of us, BAC or MLPF&S is obligated to make a market for, or to repurchase, the notes. There is no assurance that any party will be willing to purchase your notes at any price in any secondary market.

BAC and its affiliates' hedging and trading activities (including trades in shares of companies included in the Basket Components) and any hedging and trading activities BAC or its affiliates engage in that are not for your account or on your behalf, may affect the market value and return of the notes and may create conflicts of interest with you.

Changes in the level of one of the Basket Components may be offset by changes in the level of the other Basket

Components. Due to the different Initial Component Weights, changes in the level of some Basket Components will have a more substantial impact on the value of the Basket than similar changes in the levels of the other Basket Components.

The index sponsors may adjust each Basket Component in a way that affects its level, and the index sponsors have no obligation to consider your interests.

You will have no rights of a holder of the securities included in the Basket Components, and you will not be entitled to receive securities or dividends or other distributions by the issuers of those securities.

While BAC and our other affiliates may from time to time own securities of companies included in the Basket Components, except to the extent that BAC's common stock is included in the Basket Components, we, BAC and our other affiliates do not control any company included in any Basket Component, and have not verified any disclosure made by any other company.

Market-Linked Step Up Notes

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#### Market-Linked Step Up Notes

Linked to an International Equity Index Basket, due June , 2020

Your return on the notes and the value of the notes may be affected by exchange rate movements and factors affecting the international securities markets, specifically changes in the countries represented by the Basket Components. In addition, you will not obtain the benefit of any increase in the value of the currencies in which the securities included in the Basket Components trade against the U.S. dollar, which you would have received if you had owned the securities represented by the Basket Components during the term of your notes, although the levels of the Basket Components may be adversely affected by general exchange rate movements in the market.

There may be potential conflicts of interest involving the calculation agent, which is an affiliate of ours. We have the right to appoint and remove the calculation agent.

The U.S. federal income tax consequences of the notes are uncertain, and may be adverse to a holder of the notes.

See Summary Tax Consequences below and U.S. Federal Income Tax Summary beginning on page PS-28 of product supplement EQUITY INDICES SUN-1.

#### Other Terms of the Notes

##### **Market Measure Business Day**

The following definition shall supersede and replace the definition of a Market Measure Business Day set forth in product supplement EQUITY INDICES SUN-1:

A Market Measure Business Day means a day on which:

- each of the Eurex (as to the EURO STOXX 50<sup>®</sup> Index), the London Stock Exchange (as to the FTSE<sup>®</sup> 100 Index), the Tokyo Stock Exchange (as to the Nikkei Stock Average Index), the SIX Swiss Exchange (as to the Swiss Market Index), the Australian Stock Exchange (as to the S&P/ASX 200 Index), and the Hong Kong Stock Exchange (as to the Hang Seng<sup>®</sup> Index) (or any successor to the foregoing exchanges) are open for trading; and
- (B) the Basket Components or any successors thereto are calculated and published.

Market-Linked Step Up Notes

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## Market-Linked Step Up Notes

Linked to an International Equity Index Basket, due June , 2020

## The Basket

The Basket is designed to allow investors to participate in the percentage changes in the levels of the Basket Components from the Starting Value to the Ending Value of the Basket. The Basket Components are described in the section The Basket Components below. Each Basket Component will be assigned an initial weight on the pricing date, as set forth in the table below.

For more information on the calculation of the value of the Basket, please see the section entitled Description of the Notes Basket Market Measures beginning on page PS-23 of product supplement EQUITY INDICES SUN-1. If March 22, 2019 were the pricing date, for each Basket Component, the Initial Component Weight, the closing level, the hypothetical Component Ratio and the initial contribution to the Basket value would be as follows:

| Basket Component                 | Bloomberg Symbol | Initial Component Weight | Closing Level <sup>(1)(2)</sup> | Hypothetical Component Ratio <sup>(1)(3)</sup> | Initial Basket Value Contribution |
|----------------------------------|------------------|--------------------------|---------------------------------|--|-----------------------------------|
| EURO STOXX 50 <sup>®</sup> Index | SX5E             | 40.00%                   | 3,305.73                        | 0.01210020                                     | 40.00                             |
| FTSE <sup>®</sup> 100 Index      | UKX              | 20.00%                   | 7,207.59                        | 0.00277485                                     | 20.00                             |
| Nikkei Stock Average Index       | NKY              | 20.00%                   | 21,627.34                       | 0.00092476                                     | 20.00                             |
| Swiss Market Index               | SMI              | 7.50%                    | 9,319.42                        | 0.00080477                                     | 7.50                              |
| S&P/ASX 200 Index                | AS51             | 7.50%                    | 6,195.232                       | 0.00121061                                     | 7.50                              |
| Hang Seng <sup>®</sup> Index     | HSI              | 5.00%                    | 29,113.36                       | 0.00017174                                     | 5.00                              |
|                                  |                  |                          | <b>Starting Value</b>           |  | <b>100.00</b>                     |

(1) The actual closing level of each Basket Component and the resulting actual Component Ratios will be determined on the pricing date, subject to adjustment as more fully described in the section entitled Description of the Notes—Basket Market Measures—Determination of the Component Ratio for Each Basket Component beginning on page PS-23 of product supplement EQUITY INDICES SUN-1 if a Market Disruption Event occurs on the pricing date as to any Basket Component.

(2) These were the closing levels of the Basket Components on March 22, 2019.

(3) Each hypothetical Component Ratio equals the Initial Component Weight of the relevant Basket Component (as a percentage) multiplied by 100, and then divided by the closing level of that Basket Component on March 22, 2019 and rounded to eight decimal places.

The calculation agent will calculate the value of the Basket by summing the products of the closing level for each Basket Component on the calculation day and the Component Ratio applicable to such Basket Component. If a Market Disruption Event occurs as to any Basket Component on the scheduled calculation day, the closing level of that Basket Component will be determined as more fully described beginning on page PS-24 of product supplement EQUITY INDICES SUN-1 in the section Description of the Notes--Basket Market Measures--Observation Level or Ending Value of the Basket.

Market-Linked Step Up Notes

Linked to an International Equity Index Basket, due June , 2020

***While actual historical information on the Basket will not exist before the pricing date, the following graph sets forth the hypothetical historical daily performance of the Basket from January 1, 2008 through March 22, 2019.***

***The graph is based upon actual daily historical levels of the Basket Components, hypothetical Component Ratios based on the closing levels of the Basket Components as of December 31, 2007, and a Basket value of 100.00 as of that date. This hypothetical historical data on the Basket is not necessarily indicative of the future performance of the Basket or what the value of the notes may be. Any hypothetical historical upward or downward trend in the value of the Basket during any period set forth below is not an indication that the value of the Basket is more or less likely to increase or decrease at any time over the term of the notes.***

**Hypothetical Historical Performance of the Basket**

Market-Linked Step Up Notes

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## Market-Linked Step Up Notes

Linked to an International Equity Index Basket, due June , 2020

### The Basket Components

All disclosures contained in this term sheet regarding the Basket Components, including, without limitation, their make-up, method of calculation, and changes in their components, have been derived from publicly available sources. The information reflects the policies of, and is subject to change by, each of STOXX Limited ( ~~STOXX~~ ) with respect to the EURO STOXX 50® Index (the ~~SX5E~~ ), FTSE International Limited ( ~~FTSE~~ ) with respect to the ~~FTSE~~ Index (the ~~UKX~~ ), Nikkei Inc. ( ~~Nikkei~~ ) with respect to the Nikkei Stock Average Index (the ~~NKY~~ ), the Geneva, Zurich, SIX Group Ltd., certain of its subsidiaries, and the Management Committee of the SIX Swiss Exchange (the ~~SIX Exchange~~ ), with respect to the Swiss Market Index (the ~~SMI~~ ), S&P Dow Jones Indices LLC ( ~~S&P~~ ) with respect to the S&P/ASX 200 Index (the ~~AS51~~ ), and HSI Services Limited ( ~~HSIL~~ ) with respect to the Hang~~®~~S~~ensex~~ (the ~~HSI~~ ) (STOXX, FTSE, Nikkei, S&P, Six Exchange and HSIL together, the ~~index sponsors~~ ).The index sponsors have no obligation to continue to publish, and may discontinue or suspend the publication of any Basket Component at any time. The consequences of any index sponsor discontinuing publication of a Basket Component are discussed in the section entitled ~~Description of the Notes—Discontinuance of an Index~~ beginning on page PS-22 of product supplement EQUITY INDICES SUN-1. None of us, BAC, the calculation agent, or MLPF&S accepts any responsibility for the calculation, maintenance, or publication of any Basket Component or any successor index.

### The EURO STOXX 50® Index

The SX5E was created by STOXX, which is part of the Deutsche Börse Group. Publication of the SX5E began in February 1998, based on an initial SX5E level of 1,000 at December 31, 1991. On March 1, 2010, STOXX announced the removal of the ~~Dow Jones~~ prefix from all of its indices, including the SX5E.

### SX5E Composition and Maintenance

For each of the 19 EURO STOXX regional supersector indices, the stocks are ranked in terms of free-float market capitalization. The largest stocks are added to the selection list until the coverage is close to, but still less than, 60% of the free-float market capitalization of the corresponding supersector index. If the next highest-ranked stock brings the coverage closer to 60% in absolute terms, then it is also added to the selection list. All current stocks in the SX5E are then added to the selection list. All of the stocks on the selection list are then ranked in terms of free-float market capitalization to produce the final index selection list. The largest 40 stocks on the selection list are selected; the remaining 10 stocks are selected from the largest remaining current stocks ranked between 41 and 60; if the number of stocks selected is still below 50, then the largest remaining stocks are selected until there are 50 stocks. In exceptional cases, STOXX's management board can add stocks to and remove them from the selection list.

The SX5E components are subject to a capped maximum index weight of 10%, which is applied on a quarterly basis. The composition of the SX5E is reviewed annually, based on the closing stock data on the last trading day in August. Changes in the composition of the SX5E are made to ensure that the SX5E includes the 50 market sector leaders from within the SX5E.

The free float factors for each component stock used to calculate the SX5E, as described below, are reviewed, calculated, and implemented on a quarterly basis and are fixed until the next quarterly review.

The SX5E is subject to a ~~fast exit rule~~. The SX5E components are monitored for any changes based on the monthly selection list ranking. A stock is deleted from the SX5E if: (a) it ranks 75 or below on the monthly selection list and (b) it has been ranked 75 or below for a consecutive period of two months in the monthly selection list. The highest-ranked stock that is not an index component will replace it. Changes will be implemented on the close of the fifth trading day of the month, and are effective the next trading day.

The SX5E is also subject to a ~~fast entry rule~~. All stocks on the latest selection lists and initial public offering (IPO) stocks are reviewed for a fast-track addition on a quarterly basis. A stock is added, if (a) it qualifies for the latest STOXX blue-chip selection list generated end of February, May, August or November and (b) it ranks within the ~~lower buffer~~ on this selection list.

The SX5E is also reviewed on an ongoing monthly basis. Corporate actions (including initial public offerings, mergers and takeovers, spin-offs, delistings, and bankruptcy) that affect the SX5E composition are announced immediately, implemented two trading days later and become effective on the next trading day after implementation.

**SX5E Calculation**

The SX5E is calculated with the Laspeyres formula, which measures the aggregate price changes in the component stocks against a fixed base quantity weight. The formula for calculating the SX5E value can be expressed as follows: The free float market capitalization of the SX5E is equal to the sum of the product of the price, the number of shares and the free float factor and the weighting cap factor for each component stock as of the time the SX5E is being calculated.

The SX5E is also subject to a divisor, which is adjusted to maintain the continuity of the SX5E values across changes due to corporate actions, such as the deletion and addition of stocks, the substitution of stocks, stock dividends, and stock splits.

Neither we nor any of our affiliates, including the selling agent, accepts any responsibility for the calculation, maintenance, or publication of, or for any error, omission, or disruption in, the SX5E or any successor to the SX5E.

STOXX does not guarantee the accuracy or the completeness of the SX5E or any data included in the the SX5E.

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Market-Linked Step Up Notes

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Linked to an International Equity Index Basket, due June ,