

Bronstein Sheri B.
Form 3
February 08, 2019

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *

Â Bronstein Sheri B.

(Last) (First) (Middle)

100 N TRYON STREET

(Street)

CHARLOTTE,Â NCÂ 28255

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)

01/30/2019

3. Issuer Name and Ticker or Trading Symbol

BANK OF AMERICA CORP /DE/ [BAC]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner

☒ Officer ___ Other

(give title below) (specify below)

Chief Human Resources Officer

5. 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

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security
(Instr. 4)

2. Amount of Securities Beneficially Owned
(Instr. 4)

3. Ownership Form:
Direct (D)
or Indirect (I)
(Instr. 5)

4. Nature of Indirect Beneficial Ownership
(Instr. 5)

Common Stock

36,385

D Â

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security
(Instr. 4)

2. Date Exercisable and Expiration Date
(Month/Day/Year)

Date Exercisable Expiration Date

3. Title and Amount of Securities Underlying Derivative Security
(Instr. 4)

Title Amount or Number of

4. Conversion or Exercise Price of Derivative Security

5. Ownership Form of Derivative Security:
Direct (D)
or Indirect

6. Nature of Indirect Beneficial Ownership
(Instr. 5)

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| | | | | Shares | | (I) (Instr. 5) | |
|---|-------|------------|--------------|--------|--------|-------------------|---|
| 2016 Restricted Stock Units | Â (1) | 02/15/2019 | Common Stock | 19,048 | \$ (2) | D | Â |
| 2016 Performance Restricted Stock Units | Â (3) | Â (3) | Common Stock | 57,143 | \$ (2) | D | Â |
| 2017 Restricted Stock Units | Â (4) | 02/15/2020 | Common Stock | 27,051 | \$ (2) | D | Â |
| 2017 Performance Restricted Stock Units | Â (5) | Â (5) | Common Stock | 40,576 | \$ (2) | D | Â |
| 2018 Restricted Stock Units | Â (6) | 02/15/2021 | Common Stock | 33,741 | \$ (2) | D | Â |
| 2018 Performance Restricted Stock Units | Â (7) | Â (7) | Common Stock | 33,741 | \$ (2) | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Bronstein Sheri B. 100 N TRYON STREET CHARLOTTE, NC 28255 | Â | Â | Â Chief Human Resources Officer | Â |

Signatures

Sheri B. Bronstein/Amanda D.
Daniel POA

02/08/2019

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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) The reporting person was previously granted units, vesting in three equal annual installments commencing on February 15, 2017.

(2) Each unit represents a contingent right to receive one share of Bank of America Corporation common stock.

The reporting person was previously granted units, subject to the attainment of pre-established 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 beginning on January 1, 2016 and ending December 31, 2018. To the extent earned, the award will be settled in shares on March 1, 2019, except that any portion earned above 100% will be settled in shares on March 1, 2021. The reported number of units represents the "target" amount of the award (i.e., 100%); the actual award upon vesting may range between 0% and 125% of the target, depending upon satisfaction of the performance goals.

(4) The reporting person was previously granted units, vesting in three equal annual installments commencing on February 15, 2018.

The reporting person was previously granted units, subject to the attainment of pre-established 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 beginning on January 1, 2017 and ending December 31, 2019. To the extent earned, the award will be settled in shares on March 1, 2020. The reported number of units represents the "maximum" amount of the award (i.e., 100%); the actual award upon vesting may range between 0% and 100% of the maximum, depending upon satisfaction of the performance goals.

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- (6) The reporting person was previously granted units, vesting in three equal annual installments commencing on February 15, 2019.

The reporting person was previously granted units, subject to the attainment of pre-established 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

- (7) based on the Company's three-year average growth in adjusted tangible book value, both beginning on January 1, 2018 and ending December 31, 2020. To the extent earned, the award will be settled in shares on March 1, 2021. The reported number of units represents the "maximum" amount of the award (i.e., 100%); the actual award upon vesting may range between 0% and 100% of the maximum, depending upon satisfaction of the performance goals.

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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