

Montag Thomas K.
Form 4
August 07, 2018

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**STATEMENT OF CHANGES IN 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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
Montag Thomas K.

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)

(Last) (First) (Middle)
100 NORTH TRYON STREET
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
08/03/2018

____ Director ____ 10% Owner
____X____ Officer (give title below) ____ Other (specify below)
Chief Operating Officer

CHARLOTTE, NC 28255

4. If Amendment, Date Original
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ 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)
Common Stock	08/03/2018		M	V Amount (A) or (D) Price 2,102,216 A \$ 30.71	3,927,118 ⁽¹⁾	D	
Common Stock	08/03/2018		F	V Amount (A) or (D) Price 2,077,252 ⁽²⁾ D \$ 31.51	1,849,866	D	
Common Stock	05/24/2018		G	V 341,337 D \$ 0	0 ⁽¹⁾	I	2016 GRAT
Common Stock	05/24/2018		G	V 341,337 A \$ 0	812,061 ⁽¹⁾	I	Family Trust

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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount Number Shares
Option, Right to Buy	\$ 30.71	08/03/2018		M ⁽³⁾	2,102,216	⁽⁴⁾ 08/04/2018	Common Stock 2,102,

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Montag Thomas K. 100 NORTH TRYON STREET CHARLOTTE, NC 28255	Chief Operating Officer

Signatures

Thomas K. Montag/Natalie A.
Hyman POA 08/07/2018

 **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) 152,777 shares were distributed to the reporting person as an annuity payment from the 2016 GRAT on May 23, 2018 and are reported on this Form 4 as directly owned; the remaining 341,337 shares from the 2016 GRAT were distributed on May 24, 2018 to the Family Trust.
- (2) Represents previously owned shares tendered by the reporting person to the issuer in payment of the option exercise price plus a disposition of shares to the issuer to satisfy a tax withholding obligation. The reporting person received 24,964 shares net of such withholding.
- (3) Option exercise effected under a written plan established May 18, 2018, pursuant to the requirements of Rule 10b5-1 under the Securities Exchange Act of 1934, as amended.
- (4) These options vested and became exercisable as follows: 714,754 on February 4, 2009, and 693,731 on each of January 1, 2010 and January 1, 2011. All options had an expiration date of August 4, 2018.

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.