BofA Finance LLC Form 424B2 October 01, 2018

> 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**

LIRN-1 dated November 28, 2016)

1,270,493 Units	Pricing Date	September 27, 2018
\$10 principal amount per unit	Settlement Date	October 4, 2018
CUSIP No. 097097836	Maturity Date	March 26, 2021

BofA Finance LLC

Capped Leveraged Index Return Notes® Linked to a Global Equity Index Basket Fully and Unconditionally Guaranteed by Bank of America Corporation

Maturity of approximately 30 months

2-to-1 upside exposure to increases in the Basket, subject to a capped return of 24.65%

The Basket is comprised of the S&P 500[®] Index, 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 S&P 500[®] Index was given an initial weight of 50.00%, the EURO STOXX 50[®] Index was given an initial weight of 20.00%, each of the FTSE® 100 Index and the Nikkei Stock Average Index were given an initial weight of 10.00%, each of the Swiss Market Index and the S&P/ASX 200 Index were given an initial weight of 3.75%, and the Hang Seng® Index was given an initial weight of 2.50%

1-to-1 downside exposure to decreases in the Basket beyond a 10.00% decline, with up to 90.00% 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 beginning on page TS-7 of this term sheet, page PS-7 of product supplement EQUITY INDICES LIRN-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 \$9.621 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 beginning on page TS-35 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.

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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.

	Per Unit	<u>Total</u>
Public offering price	\$10.000	\$12,704,930.00
Underwriting discount	\$0.225	\$ 285,860.92
Proceeds, before	\$9.775	\$12,419,069.08
expenses, to BofA		
Finance		

The notes and the related guarantee:

Are Not FDIC Are Not Bank May Lose Value Insured Guaranteed

Merrill Lynch & Co. September 27, 2018

Linked to a Global Equity Index Basket, due March 26, 2021

Summary

The Capped Leveraged Index Return Notes® Linked to a Global Equity Index Basket, due March 26, 2021 (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 a leveraged return, subject to a cap, if the Ending Value of the Market Measure, which is the Global Equity Index Basket described below (the Basket), is greater than its Starting Value. If the Ending Value is less than the Threshold Value, you will lose a portion, which could be significant, 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 S&P 500® Index, 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 S&P 50® Index was given an initial weight of 50.00%, the EURO STOXX 50® Index was given an initial weight of 20.00%, each of the FTSE® 100 Index and the Nikkei Stock Average Index were given an initial weight of 10.00%, each of the Swiss Market Index and the S&P/ASX 200 Index were given an initial weight of 3.75%, and the Hang Seng® Index was given an initial weight of 2.50%. The economic terms of the notes (including the Capped Value) 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, reduced 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 is 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 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. For more information about the initial estimated value and the structuring of the notes, see Structuring the Notes beginning on page TS-35.

Terms of the Notes Redemption Amount Determination

Issuer: BofA Finance LLC (BofA FinanceOn the maturity date, you will receive a cash payment

per unit determined as follows:

Guarantor: Bank of America Corporation

(BAC)

Principal Amount: \$10.00 per unit

Term: Approximately 30 months

Market Measure: A global equity index basket

comprised of the S&P 500® Index (Bloomberg symbol: SPX), EURO

STOXX

50[®] Index (Bloomberg symbol: SX5E), the FT\$H00

Index

(Bloomberg symbol: UKX), the Nikkei

Stock Average Index

(Bloomberg symbol: NKY), the Swiss

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Market Index

(Bloomberg symbol: SMI), the S&P/ASX

200 Index

(Bloomberg symbol: AS51) and the Hang Seng® Index

(Bloomberg symbol: HSI). Each Basket Component is a price return

index.

Starting Value: 100.00

Ending Value: The average of the values of the

Market Measure on each

calculation day occurring during the maturity valuation period. The scheduled calculation days are subject to postponement in the event of Market Disruption Events, as described beginning on page PS-20 of product supplement **EQUITY INDICES LIRN-1.**

90.00 (90% of the Starting Value, **Threshold Value:**

rounded to two decimal places).

Participation Rate: 200%

Capped Value: \$12.465 per unit of the notes,

which represents a return of

24.65% over the principal amount. March 17, 2021, March 18, 2021,

Maturity Valuation Period:

March 19, 2021, March 22,

2021, and March 23, 2021. **Fees and Charges:** The underwriting discount of

> \$0.225 per unit listed on the cover page and the hedging related charge of \$0.075 per unit described

in Structuring the

Notes beginning on page TS-35.

Calculation Agent: Merrill Lynch, Pierce, Fenner &

Smith Incorporated

(MLPF&S), an affiliate of BofA

Finance.

Capped Leveraged Index Return Notes®

TS-2

Linked to a Global Equity Index Basket, due March 26, 2021

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

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

https://www.sec.gov/Archives/edgar/data/70858/000119312516778251/d301984d424b5.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 LIRN-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.

Investor Considerations

Threshold Value.

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

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

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

You accept that the return on the notes will be capped.

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

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

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 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

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

You believe that the value of the Basket will decrease from the Starting Value to the Ending Value or that it will not increase sufficiently over the term of the notes to provide you with your desired return.

You seek 100% principal repayment or preservation of capital.

You seek an uncapped return on your investment.

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

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

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.

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Redemption Amount.

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

Capped Leveraged Index Return Notes®

TS-3

Linked to a Global Equity Index Basket, due March 26, 2021

Hypothetical Payout Profile and Examples of Payments at Maturity

Capped Leveraged Index Return Notes®

This graph reflects the returns on the notes, based on the Participation Rate of 200%, the Threshold Value of 90% of the Starting Value and the Capped Value of \$12.465 per unit. 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, a Threshold Value of 90, the Participation Rate of 200%, the Capped Value of \$12.465 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 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 section 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.

Capped Leveraged Index Return Notes®

TS-4

Linked to a Global Equity Index Basket, due March 26, 2021

Percentage Change

	from the Starting Value	Redemption Amount	Total Rate of Return on
Ending Value	to the Ending Value	per Unit	the Notes
0.00	-100.00%	\$1.000	-90.00%
50.00	-50.00%	\$6.000	-40.00%
80.00	-20.00%	\$9.000	-10.00%
$90.00^{(1)}$	-10.00%	\$10.000	0.00%
94.00	-6.00%	\$10.000	0.00%
95.00	-5.00%	\$10.000	0.00%
97.00	-3.00%	\$10.000	0.00%
$100.00^{(2)}$	0.00%	\$10.000	0.00%
102.00	2.00%	\$10.400	4.00%
105.00	5.00%	\$11.000	10.00%
110.00	10.00%	\$12.000	20.00%
120.00	20.00%	\$12.465(3)	24.65%