

14 May 2026

**UNICREDIT JELZÁLOGBANK ZRT.**

**Public placement of the registered, dematerialized, floating rate UCJBK 2029/A Bond,  
within the framework of the HUF 180 billion Mortgage Bond and Unsecured Bond  
Issue Program for 2025-2026**

Present document is the Final Terms of the Bonds above. Terms below were defined in the Base Prospectus, approved on 07 August 202. Present Final Terms were prepared on the basis of the Regulation (EU) 2017/1129 of the European Parliament and of the Council of 14 June 2017 on the prospectus to be published when securities are offered to the public or admitted to trading on a regulated market, and repealing Directive 2003/71/EK (**Prospectus Regulation**). Present Final Terms are to be read together with the Base Prospectus and its amendments concerning Mortgage Bonds and Unsecured Bond. The summary was prepared in line with the Article 7 of the Prospectus Regulation and it is considered as an appendix to the present Final Terms. The Base Prospectus and its appendices in line with the Article 21 of the Prospectus Regulation can be read at the homepages of the Issuer (<http://www.jelzalogbank.hu>), the Lead Manager (<http://www.unicreditbank.hu>), the Budapest Stock Exchange (<http://www.bet.hu>) and (<http://kozvetetelek.mnb.hu>).

**Notice!**

**The Base Prospectus which was approved by the resolution No. H-KE-III-542/2025. of the National Bank of Hungary dated on 7<sup>th</sup> August 2025 will expire on 7<sup>th</sup> August 2026.**

According to Article 8(11) of the Prospectus Regulation an offer of securities to the public may continue after the expiration of the base prospectus under which it was commenced provided that a succeeding base prospectus is approved and published no later than the last day of validity of the previous base prospectus.

In line with regulations set out in Article 21 of the Prospectus Regulation the new Base Prospectus succeeding the **Base Prospectus approved by the resolution No. H-KE-III-542/2025. of the National Bank of Hungary dated on 7<sup>th</sup> August 2025** will be published at the homepages of the Issuer (<http://www.jelzalogbank.hu>), the Lead Manager (<http://www.unicreditbank.hu>), the Budapest Stock Exchange (<http://www.bet.hu>) and at the webpage operated by National Bank of Hungary (<http://kozvetetelek.mnb.hu>).

**Please note that if the National Bank of Hungary approves the Base Prospectus of UniCredit Jelzálogbank Zrt for 2025-2026 on or before 7<sup>th</sup> August 2026, then the Base Prospectus, approved by the resolution No. H-KE-III-542/2025. of the National Bank of Hungary dated on 7<sup>th</sup> August 2025, will be expired and lose its effect on the date of the approval decision of the Central Bank.**

The right of withdrawal according to Article 23(2) of the Prospectus Regulation is granted to those investors who had already agreed to purchase or subscribe for the securities during the validity of the **Base Prospectus approved by the resolution No. H-KE-III-542/2025. of the National Bank of Hungary dated on 7<sup>th</sup> August 2025**, except where the securities had already been delivered to the investors.

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|-----|--|---|
| (1) | (i) Issuer:                                      | UniCredit Jelzálogbank Zrt.<br>1054 Budapest, Szabadság tér 5-6.  |
|     | (ii) Guarantor                                   | UniCredit Bank Hungary Zrt.<br>1054 Budapest, Szabadság tér 5-6.  |
| (2) | (i) Series:                                      | UCJBK 2029/A  |
|     | (ii) Tranche Number:                             | 001   |
| (3) | Issue Currency:                                  | EUR   |
| (4) | Aggregate Nominal Value:                         |   |
|     | (i) Series (UCJBK 2029/A):                       | Not applicable  |
|     | (ii) Planned Tranche Size<br>(UCJBK 2029/A-001): | EUR 15,000,000<br>The Issuer reserves the right to accept maximum 100% overbidding or reject any or all bids. |

(5)	Minimal Issue Price:	Issue price is the 100% of the nominal value
(6)	Number of Bonds / Nominal Value:	
	(i) Series (UCJBK 2029/A):	Each bond has a face value of EUR 100
	(ii) Planned Tranche Size (UCJBK 2029/A-001):	150,000 pieces. The Issuer reserves the right to accept or reject any or all bids.
(7)	(i) Issue Date: UCJBK 2029/A-001	19-21 May 2026
	(ii) Interest Commencement Date: UCJBK 2029/A-001	22 May 2026
	(iii) Settlement Date: UCJBK 2029/A-001	22 May 2026
	(iv) Value Date: UCJBK 2029/A-001	22 May 2026
(8)	Maturity Date:	22 May 2029
(9)	Remaining maturity:	22 May 2026 – 22 May 2029
(10)	Interest Basis:	Floating rate, 3M EURIBOR + 0.35 %
(11)	Basis of Redemption/Redemption at maturity:	Nominal Value
(12)	Type of Issue:	Public placement. Subscription for the Bonds is restricted to qualified investors as defined in Article 1. (4) (a) of Regulation (EU) 2017/1129 (the “Prospectus Regulation”)
(13)	(i) Listing on the Budapest Stock Exchange:	The Issuer and the Lead Manager do not request the listing of the Bonds on the Budapest Stock Exchange (Krisztina körút 55., Budapest 1013)
	(ii) Other trading venues on which - to the best of the Issuer's knowledge - securities of the same class as the Bonds are already traded:	Not applicable
(14)	Mode of Issue:	Subscription
	Place of Issue:	Hungary
(15)	Contributors:	
	(i) Lead Manager, Market Maker, Paying Agent:	UniCredit Bank Hungary Zrt. (1054 Budapest, Szabadság tér 5-6.); LEI Code: Y28RT6GGYJ696PMW8T44; Phone number: (+36) 1 428 8512.

#### **PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE**

(16)	<b>Provisions relating to Fixed Rate Bonds</b>	Not applicable
(17)	<b>Provisions relating to Floating Rate Bonds</b>	Applicable
	(i) Interest Payment periods:	Quarterly
	(ii) Business Day Convention:	Following Business Day Convention

(iii) Day of Calculating the Rate(s) of Interest:	The coupon for the first interest rate period (between May 22, 2026 and August 22, 2026) is set on the 20 <sup>th</sup> May, 2026. The coupons for the following interest rate periods are fixed by UniCredit Bank Hungary Zrt. as Paying Agent on T-2 day, where T is the coupon payment day. The coupon will be published on T-1 day by UniCredit Jelzálogbank Zrt.
(iv) Method of Calculating the Rate(s) of Interest:	3M EURIBOR set on the coupon fixing date + 35 bps
(v) Interest Payment Date(s):	Quarterly on 22 February, 22 May, 22 August and 22 November in each year, commencing on 22 August 2026 till the Maturity Date (22 May 2029).
(vi) Party responsible for calculating the Rate(s) of Interest and Interest Amount(s):	UniCredit Bank Hungary Zrt., as Paying Agent
(vii) Screen:	Reuters: EURIBOR01, Bloomberg: BTMM EU
(viii) Primary Source of calculating the floating Rate of Interest:	National Bank of Hungary (1054 Budapest Szabadság tér 8-9.)
(ix) Reference Bank(s) (if Primary Source is the Reference Bank(s)):	National Bank of Hungary (1054 Budapest Szabadság tér 8-9.)
(x) Reference Rate:	3M EURIBOR, the provider of EURIBOR reference interest rate does not fall under the Regulation (EU) 2016/1011 of the European Parliament and of the Council
(xi) Spread over Reference Interest Rate:	35 bps p.a.
(xii) Minimum Interest Rate:	Not applicable
(xiii) Maximum Interest Rate:	Not applicable
(xiv) Accrued Interest:	The accrued interest is 0,0000% on the 22 <sup>th</sup> May 2026, that is EUR 0 for each EUR 100 bonds.
(xv) Day Count Fraction	Actual/360
(xvi) Determination Date(s)	Not applicable
(xvii) Regulations related to reduction, rounding, common accounting unit and other regulations related to the calculation of the interest payable on Floating Rate Mortgage Bonds, if they differ from the rules detailed in the Terms	Not applicable
(18) <b>Provisions relating to Zero Coupon Bonds</b>	Not applicable
(19) <b>Provisions relating to Indexed linked Bonds</b>	Not applicable

#### PROVISIONS RELATING TO REDEMPTION

(20)	<b>Issuer Call before maturity:</b>	Not allowed
(21)	<b>Investor Put before maturity:</b>	Not applicable
(22)	<b>Redemption Value of Bonds at maturity:</b>	Nominal Value of Bonds
(23)	<b>Early Redemption Amount and Date:</b>	Not applicable

#### **GENERAL CONDITIONS RELATING TO BONDS**

(24)	Type of Bonds:	Registered type Bonds
(25)	Form of Bonds:	Dematerialised Bonds, and the Document summarising the conditions of these
(26)	Other provisions or special conditions:	Not applicable

#### **DISTRIBUTION**

(27)	Mode of distribution:	Subscription
(28)	Guarantor:	Not Applicable
(29)	Mode and place of subscription:	UniCredit Bank Hungary Zrt. (1054 Budapest, Szabadság tér. 5-6.) Telephone: (+36) 1 428 8512.

Subscription for the Bonds shall be effected during the Subscription Period, within the opening hours of the subscription places, by submitting a duly completed subscription form.

The acceptance of a subscription offer is subject to the investor maintaining a client or cash account and a securities account with the Lead Manager, as well as to the availability of the purchase price of the subscribed securities at the time of subscription.

Pursuant to Section V.5.2.1 of the Base Prospectus, the Lead Manager, in consultation with the Issuer, is entitled to enter into separate arrangements with certain qualified investors, under which payment may be effected in a different manner or by a different deadline.

(i)	Time of subscription:	From 10:00 (AM) 19 May 2026 To 11:00 (AM) 21 May 2026
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After three subscription days, the Issuer may decide to close out the subscription procedure if the announced quantity has been subscribed. Regarding the decision to close before the designated closing date of the subscription, the Issuer will

		publish a notice on the publication places indicated in point V.4.2.3. of the Base Prospectus at least one working day before the closing.
	(ii) Places of subscription:	UniCredit Bank Hungary Zrt. (1054 Budapest, Szabadság tér 5-6.)
	(iii) Maximal Issue Yield:	Not applicable
	(iv) Minimal Issue Price / Issue Price:	Not applicable
	(v) Issue Yield:	Issue yield is the 100% of the nominal value
	(vi) Upper Limit / Oversubscription:	The Issuer reserves the right to accept (partial or full) overbidding.
	(vii) Allocation type and date:	The allocation will be accomplished by UniCredit Bank Hungary Zrt.  In the event of oversubscription, the Issuer may decide to accept subscription bids in whole or in part. Where subscription offers are not accepted in full, an allocation shall be made. In the first round, subscription bids submitted by UniCredit Bank Hungary Zrt. shall be accepted in full, following which the remaining Bonds shall be allocated among the other investors on a pro rata basis.  Until 12:00 (AM) 22 May 2026
	(viii) Non-competitive bids/orders:	Not Applicable.
	(ix) Place and mode of announcement:	The Issuer shall publish all announcements (Public Offerings, Final Terms, Result of the Subscription, etc.) and the Base Prospectus on the homepages of the Issuer ( <a href="http://www.jelzalogbank.hu">www.jelzalogbank.hu</a> ), the Lead Manager ( <a href="http://www.unicreditbank.hu">www.unicreditbank.hu</a> ), the Budapest Stock Exchange ( <a href="http://www.bet.hu">www.bet.hu</a> ) and the Hungarian National Bank ( <a href="http://kozzetetelek.mnb.hu">kozzetetelek.mnb.hu</a> ).
	(x) Announcement time:	The issuer will publish and announce the subscription results the day after the last day of subscription on the website of the Issuer and the Budapest Stock Exchange.
(30)	(i) Selling restrictions:	Followings are allowed to participate at the subscription of Bonds: Subscription for the Bonds is restricted to qualified investors as defined in Article 1. (4) (a) of Regulation (EU) 2017/1129 (the "Prospectus

(ii) The procedure for the exercise of any right of pre-emption, the negotiability of subscription rights and the treatment of subscription rights not exercised

Regulation”).

Not applicable

#### OPERATIONAL CONDITIONS

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|------|---|--|
| (31) | Separated deposit account number of the Issuer:   | The UniCredit Bank Hungary Zrt. transfers the purchase price from the bidder's transaction account held at UniCredit Bank Hungary Zrt. to the Issuer's securities settlement account.  |
| (32) | Places of payment:  | UniCredit Bank Hungary Zrt. (1054 Budapest, Szabadság tér 5-6.)  |
| (33) | (i) The number and date of the license granted by the Central Bank (Magyar Nemzeti Bank) to the issue | H-KE-III-542/2025.<br>(07 August 2025)   |
|      | (ii) The resolution of the Issuer about the approval of the issue                                     | Board Decision No. 24/2025<br>(23 April, 2025)   |
|      | (iii) The resolution of the Issuer about the listing on the Budapest Stock Exchange:                  | Board Decision No. 24/2025<br>(23 April, 2025)   |
| (34) | ISIN:   | HU0000366695   |
| (35) | Series number:  | UCJBK 2029/A-001   |
| (36) | Credit of Bonds:  | On security account  |
| (37) | Central Clearing House and Depository:  | KELER Zrt.<br>(1074 Budapest, Rákóczi út 70-72.)   |
| (38) | Issue costs paid by:  | All costs - expectedly not exceeding HUF 20 million during the whole tenor of the Bond - of Issue are bore by UniCredit Jelzálogbank Zrt.  |
| (39) | Fees and cost accounted by Lead manager /Dealer and paid by investors                                 | The Distributor does not charge Investors any costs related to the Issue (subscription is free of charge), but Investors must take into account that the Bonds are registered in a dematerialized form on a securities account, which may incur costs for Investors. |

#### GENERAL INFORMATION

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|------|---------------------------------------|--|
| (40) | Rating                                | Not applicable   |
| (41) | Expected net proceeds from the Issue: | Function of the accepted amount.                               |
|      | Expected net cost of the Issue:       | Not exceeds the 1% of the Nominal value of the issued Tranche. |
|      | Use of Proceeds                       | Provide funding to the UniCredit Group in Hungary              |

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|------|--|---|
| (42) | Applicable law   | Hungarian law   |
| (43) | Other dealer(s):   | Not applicable  |
| (44) | Distribution period in case of other dealers   | Not applicable  |
| (45) | Additional conditions set by the Issuer regarding consent in line with the second subparagraph of Article 5(1) of the Prospectus Regulation and the (a) point of Article 23 of Prospectus Implementing Regulation: | The Issuer hereby gives its explicit consent to UniCredit Bank Hungary Zrt. (registered seat: 1054 Budapest, Szabadság tér 5–6.) to use this Base Prospectus for the purposes of reselling or finally placing the Securities, during the period specified in Section VI of the Base Prospectus and in accordance with the Base Prospectus and the applicable Final Terms, to any investor falling within any investor category as defined under MiFID II. |
| (46) | Type of suretyship   | On the 2nd of November 2017 an Irrevocable Payment Undertaking was published by the Guarantor, in relation, among other things, to any payment obligation due under all the outstanding and future debt securities issued by the Issuer. (including Bonds issued under the Program)   |

Issuer:

UNICREDIT JELZÁLOGBANK ZRT.

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Lead Manager

UNICREDIT BANK HUNGARY ZRT.

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## **Annex – Summary of the issue**

### **PART 1 – INTRODUCTION AND WARNINGS**

This Summary should be interpreted as an introduction to the Base Prospectus. Any decision to invest in the Mortgage Bonds and Unsecured Bonds should be based on a consideration of the Base Prospectus as a whole by the Investor, including the information incorporated by reference into the Base Prospectus. The Issuer is not liable for damages with regard to the Summary and to its translation, if any, unless the Summary or its translation is misleading, inaccurate, or inconsistent with other parts of the Base Prospectus, or fails to include the key information under Regulation (EU) 2017/1129. Where a claim relating to the information contained in the Base Prospectus, including in any documents incorporated by reference into the Base Prospectus, or to the information contained in any supplement to the Base Prospectus, is brought before a court in a Member State of the European Economic Area, the plaintiff might, under the national law of the Member State concerned, have to bear the costs of translating the Base Prospectus before the legal proceedings are initiated.

Unless defined otherwise, the terms used in this Summary have the meanings assigned to them by the Base Prospectus. The information contained in this Summary is not exhaustive. The contents of the Summary are based on other parts of the Base Prospectus and should be read in conjunction with the information contained therein.

This Summary includes the warning that the investor could lose all or part of the invested capital.

- 1.1 Name and ISIN of the securities** UCJBK 2029/A Bond, HU0000366695
- 1.2 Identity and contact details of the Issuer, including its LEI:** UniCredit Jelzálogbank Zrt.; 1054 Budapest, Szabadság tér 5-6.; LEI code: 213800DW1L62N1BADM49
- 1.3 Identity and contact details of the distributor, including its LEI:** UniCredit Bank Hungary Zrt.; 1054 Budapest, Szabadság tér 5-6.; Cg. 01-10-041348; LEI code: Y28RT6GGYJ696PMW8T44
- 1.4 Identity and contact details of the competent authority approving the Base Prospectus:** Magyar Nemzeti Bank; 1054 Budapest, Szabadság tér 8-9.; +36 (1) 428 2600
- 1.5 Date of approval of the Base Prospectus:** August 07, 2025

### **PART 2 – THE ISSUER**

#### **2.1 Who is the issuer of the securities?**

##### **2.1.1 Name of the Issuer:**

**Domicile, legal form, and legal entity identifier of the Issuer, the law under which it operates and its country of incorporation:** The Issuer is a mortgage bank operating as a specialised credit institution within the meaning of Act XXX of 1997 on Mortgage Loan Companies and on Mortgage Bonds (**Mortgage Banks Act**), and was established by Bayerische Vereinsbank AG on 8 June 1998 with a registered capital of HUF 3,000,000,000 and its registered seat at H-1054 Budapest, Szabadság tér 5–6, LEI: 213800DW1L62N1BADM49. The Issuer is registered by the Metropolitan Court acting as Company Court under company registration number 01-10-043900.

**2.1.2 Issuer's principal activities:** The Issuer's principal activity is the issue of mortgage bonds and unsecured bonds that typically provide medium and long-term funding for its own and refinanced loan portfolios. Mortgage loans are primarily secured by first-ranked mortgages, independent liens or seceded liens registered on the financed property located in the territory of Hungary.

**2.1.3 Issuer's major shareholders:** Within UniCredit Group, since 22 December 2006, the Issuer's sole shareholder has been UniCredit Bank Hungary Zrt.

**2.1.4 Identity of key managing directors:** Árpád Borbély, Attila Tamási, Viktor Juhász, PhD (Board Members)

**2.1.5 Identity of statutory auditors:** KPMG Hungária Könyvvizsgáló, Adó- és Közgazdasági Tanácsadó Kft.



## 2.2 Key financial information regarding the Issuer:

### 1 Issuer's profit and loss statement (data in HUF million)

	2024.06.30. non audited	2024.12.31. IFRS audited	2025.06.30. non audited	2025.12.31. IFRS audited
Net interest income	2,913	5,917	2,646	5,259
Net fee and commission income	-209	-450	-237	-502
Net impairment loss on financial assets	0	-294	-170	-268
Net trading income	152	112	-83	-140
Operating profit	2,856	5,579	2,326	4,619
Net profit or loss	2,207	4,101	1,509	3,159

### 2 Issuer's statement of financial position (data in HUF million)

	2024.06.30. non audited	2024.12.31. IFRS audited	2025.06.30. non audited	2025.12.31. IFRS audited
Total assets	422,703	412,891	431,318	406,178
Senior debt	381,747	373,627	394,184	372,011
Subordinated debt	0	0	0	0
Loans and receivables from customers (net)	2,041	1,759	1,594	1,393
Deposits from customers	114	113	115	121
Total equity	21,897	23,955	21,223	22,884
Non-performing loans (based on net carrying amount)/Loans and receivables)	242	227	177	184
Common Equity Tier 1 capital (CET1) ratio	150.82%	142.27%	148.48%	67.28%
Total Capital Ratio	150.82%	142.27%	148.48%	67.28%
Leverage Ratio calculated under applicable regulatory framework	16.53%	15.81%	13.85%	7.31%

The Auditor has issued an unqualified opinion on the Issuer's financial statements prepared for 2024 and 2025 under the International Financial Reporting Standards (IFRS).

## 2.3 What are the key risks associated with the issuer?

Specific factors may influence the ability of the Issuer to meet its liabilities outstanding in respect of the Mortgage Bonds and Unsecured Bonds issued under the Programme. These factors include, in particular, the following risk factors pertaining to the Issuer: (i) risk factors related to the amendment of Act CLXII of 2009 on Consumer Credit; (ii) economic and political risks arising from conflicts in the region; (iii) risk of changes in the regulatory environment; (iv) risks resulting from the non-fulfilment of Hungary's obligations associated with European Union membership; (v) risk that the Issuer may be burdened with heavy tax obligations; (vi) risks associated with the change of the economic and business environment and systemic risk; (vii) interest rate risk; (viii) exchange rate risk; (ix) liquidity risk; (x) risks arising from the early repayment of loans; (xi) risks arising from developments in the macroeconomic environment; (xii) renewal risk; (xiii) credit risk; (xiv) operational risk; (xv) risk associated with the level of available capital; (xvi) risks arising from market competition; (xvii) risks associated with the value and enforcement of real estate collateral; (xviii) risks affecting profitability due to the government decree regulating the interest rate of mortgage loan contracts tied to the reference interest rate.

## PART 3 – SECURITIES

### 3.1 What are the main features of the securities?

#### 3.1.1 Type, class, ISIN of the securities:

Bonds are registered dematerialized securities. ISIN of Bonds: HU0000366695

#### 3.1.2 Currency, denomination, par value, the number of securities issued and the term of the securities:

Currency of the securities: EUR

Denomination of the securities: EUR 100

Total par value of the securities: Not applicable

Number of securities issued: Not applicable

Term of the securities: 22 May 2026 – 22 May 2029

#### 3.1.3 Rights attached to the securities:

The **Bonds** represent the direct, unconditional, unsubordinated and unsecured liabilities of the Issuer.

#### 3.1.4 Relative seniority of the securities in the Issuer's capital structure in the event of insolvency:

The Bonds represent the direct, unconditional, unsubordinated and unsecured obligations of the Issuer. The Bonds rank equally with each other and with the Issuer's other, unsecured, non-subordinated obligations at all times (*pari passu*) in the sequence of satisfaction to be followed during the liquidation or winding-up of the Issuer, or the execution of the Issuer's assets, except for those obligations that take priority based on applicable rules for winding-up or other relevant legislation. Such are the obligations arising from the Mortgage Bonds issued by the Issuer, which are granted priority of settlement against the Issuer's other, unsecured, non-subordinated obligations at all times during liquidation or enforcement proceedings initiated against Issuer based on Section 20-21 of the Mortgage Bank Act. The Bonds, including any non-contractual obligations arising therefrom and the interpretation of those obligations, shall be governed by the Hungarian laws and regulations as in effect from time to time.

The Issuer is a subsidiary that is not eligible for resolution. According to the current resolution plan, the bail-in of the Issuer can only be applied via its parent institution (UniCredit S.p.A. and UniCredit Bank Hungary Zrt.). Under Subsection 68/B(5) of Act XXXVII of 2014, only those bonds can comply with MREL that are owned by the parent company, are in the appropriate place in the ranking of ordinary insolvency proceedings and have the required declaration.

#### 3.1.5 Restrictions on the free transferability of the securities:

The **Bonds** are transferred by debiting the seller's securities account and simultaneously crediting the Bonds to the buyer's securities account. In the event of Bonds being transferred, the regulations that the provider servicing the central securities account has in place from time to time may apply restrictions and locked periods with a binding effect on Bond holders in respect of the transmission

of the rights attached to the Bonds in the context of transfers between the consolidated securities accounts serviced by account providers.

### 3.2 Where will the securities be traded?

An application will not be submitted for the admission of the Bonds to trading on the Budapest Stock Exchange.

### 3.3 Is there a guarantee attached to the securities?

#### 3.3.1 Brief description of the nature and scope of the guarantee:

On 2 November 2017, UniCredit Bank Hungary Zrt. (the **Guarantor**) issued a statement (**Statement**) offering a Payment Undertaking (**Payment Undertaking**) for any and all of the Issuer's payment obligations arising from the debt securities issued by the Issuer and specified in the Statement as being in circulation as well as from those to be issued by it in the future, from the credit facilities and loan agreements also referred to in the Statement, and from interbank deposits (collectively: **Debt Instruments**). Under the Statement, the Guarantor is bound by the Payment Undertaking in relation to any payment obligations due under Debt Instruments of Issuer. The Guarantor has undertaken to assume liability to the holders of the Debt Instruments (**Holder**) in the event of the Issuer's failure to fulfil, as and when due, any of its payment obligations arising in respect of any of the Debt Instruments, based on the holder's written demand, as laid down in the Statement. Subject to the terms of the Statement, the holders of claims outstanding in respect of a Debt Instrument falling due may, at their discretion, seek to enforce their claims against the Issuer, the Guarantor, or both. Subject to the terms of the Statement, the obligation of the Guarantor will be aligned with the claims outstanding in respect of the Debt Instrument. Under the Statement, the Guarantor unconditionally and irrevocably undertakes the obligation to pay on the written demand of any holder of any Debt Instrument any amount (whether principal, interest, or any other amounts payable pursuant to the documentation of the Debt Instrument) which is due but remains unpaid by Issuer on the due date as set out in the respective terms and conditions of the relevant Debt Instrument. UniCredit Bank may withdraw its obligation under this Payment Undertaking by publishing an adequate notification to the Holders. In case of Holders of bonds and mortgage bonds such notification will appear on the website of UniCredit Mortgage Bank ([www.jelzalogbank.hu](http://www.jelzalogbank.hu)) in the "investor information part". In case of Holders as lenders or their successors/assignees notification will also appear on the website of UniCredit Mortgage Bank and UniCredit Mortgage Bank moreover shall send a notification directly to all known lenders or their successors/assignees in written form. UniCredit Bank Hungary Zrt. will not have any obligation under this Payment Undertaking in respect of the mortgage bonds and bonds issued-, or credit lines provided, loans disbursed, interbank deposits made later than 30 (thirty) days after the publication of the withdrawal notice on the website of UniCredit Mortgage Bank. However, notwithstanding the expiry of the Payment Undertaking pursuant to this Section this Payment Undertaking shall remain in full force and effect with respect to all Debt Instruments outstanding at the time of such expiry and may not be terminated until all amounts which may be or become payable by UniCredit Bank under or in connection with such Debt Instruments have been irrevocably paid in full.

#### 3.3.2 Brief description of the Guarantor: UniCredit Bank Hungary Zrt.; H-1054 Budapest, Szabadság tér 5–6; registered by the Company Court of Budapest-Capital Regional Court under company registration number 01-10-041348; LEI: Y28RT6GGYJ696PMW8T44.

### 3.3.3 Key financial information regarding the Guarantor:

#### 1 Guarantor's profit and loss statement (data in HUF million)

	2023.12.31. IFRS audited	2024.12.31. IFRS audited
Net interest income	156,487	139,409
Net fee and commission income	57,778	70,256
Net impairment loss on financial assets	6,535	909
Net trading income	12,685	21,458
Operating profit	226,955	231,133
Net profit or loss	91,941	80,303

#### 2 Guarantor's statement of financial position (data in HUF million)

	2023.12.31. IFRS audited	2024.12.31. IFRS audited
Total assets	5,102,858	5,194,313
Senior debt	1,157,322	1,154,709
Subordinated debt	52,116	55,795
Loans and receivables from customers (net)	2,184,057	2,290,288
Deposits from customers	3,041,603	3,209,794
Total equity	478,609	485,448
Non-performing loans (based on net carrying amount)/Loans and receivables	47,020	56,354
Common Equity Tier 1 capital (CET1) ratio	21.94%	21.90%
Total Capital Ratio	25.06%	25.08%
Leverage Ratio calculated under applicable regulatory framework	7.92%	7.83%

The Auditor has issued an unqualified opinion on the Guarantor's financial statements prepared for 2023 and 2024 under the International Financial Reporting Standards (IFRS).

### 3.3.4 Brief description of the most material risk factors pertaining to the guarantor:

Specific factors may influence the ability of the Guarantor to meet its liabilities outstanding in respect of the Mortgage Bonds and Unsecured Bonds issued under the Programme. These factors include in particular the following risk factors pertaining to the Guarantor: (i) risk factors related to the amendment of Act CLXII of 2009 on Consumer Credit; and risks and systemic risks arising from changes in the economic or business environment; (ii) risk of changes in the regulatory environment; (iii) economic and political risks arising from conflicts in the region, (iv) risks resulting from the non-fulfilment of Hungary's obligations associated with European Union membership, (v) risks affecting profitability due to the government decree regulating the interest rate of mortgage loan contracts tied to the reference interest rate.

### 3.4 What are the key risks that are specific to the securities?

Investments in the Bonds are not covered either by deposit insurance under the National Deposit Insurance Fund, or by protection provided under any other similar guarantee such as the Investor Protection Fund. The key risks associated with the structure of specific Series of Bonds are as follows: (i) at the discretion of the

Issuer, the subscription bids for the Bonds might not or might only partially be accepted by the Issuer; (ii) exchange rate risk; (iii) risk of market yield movements; (iv) risk associated with the absence of a secondary market; (v) credit rating risk; and (vi) risks associated with the legal aspects of the investment; (vii) selling Bonds before maturity may result in a loss due to the difference in the buying and selling price and the fact that the Bonds may not be suitable for all investors.

## **PART 4 – KEY INFORMATION ON THE OFFER OF SECURITIES TO THE PUBLIC**

### **4.1 Under which conditions and timetable can I invest in this security?**

Timetable of the offer: from 19 May 2026, 10:00 (AM) to 21 May 2026 11:00 (AM). (After three subscription days, the Issuer may decide to close out the subscription procedure if the announced quantity has been subscribed. Regarding the decision to close before the designated closing date of the subscription, the Issuer will publish a notice on the publication places indicated in point V.4.2.3. of the Base Prospectus at least one working day before the closing.) Total estimated cost of the offering (including the costs charged by the Issuer to investors): all of the costs associated with the placement are borne by UniCredit Jelzálogbank Zrt., and are likely to remain within HUF 20,000,000 during the entire term of the Bonds.

Where the offer is made through a financial intermediary, such financial intermediary shall provide investors, at the time the offer is made, with information on the terms and conditions of the offer.

### **4.2 Why is this Base Prospectus being produced?**

The Base Prospectus includes a base prospectus prepared according to Article 8 of the Prospectus Regulation and to Article 25 of the Supplementing Regulation of the Prospectus Regulation as well as a voluntary prospectus according to Article 4 of the Prospectus Regulation, based on which, as part of the Programme the Issuer seeks to place on the market, publicly or privately as the case may be, Exchange Traded Mortgage Bonds and Unsecured Bonds, Public Mortgage Bonds and Unsecured Bonds, and Private Mortgage Bonds and Unsecured Bonds. The Issuer intends to place Mortgage Bonds and Unsecured Bonds on the market based upon the voluntary prospectus for Investors under Article 1 (4) (a) and (c) respectively (d).

#### **4.2.1 Use and estimated net amount of the proceeds:**

The estimated amount of the proceeds from the sale of the Bonds will depend on the accepted amount.

The purpose of the use of proceeds from the issuance is to provide funding to the UniCredit Group in Hungary

#### **4.2.2 Offer is subject to an underwriting agreement on a firm commitment basis: Not applicable.**

#### **4.2.3 Description of any material conflict of interest pertaining to the offer or the admission to trading:**

There is no conflict of interest pertaining to the offer or the admission to trading.