



## OTP Bank Nyrt.

(incorporated with limited liability in Hungary)

€5,000,000,000

## Euro Medium Term Note Programme

This first supplement (the “**First Supplement**”) to the Base Prospectus dated 2 May 2023 (the “**Base Prospectus**”) constitutes a supplement to the Base Prospectus for the purposes of Article 23(1) of the Prospectus Regulation and is prepared in connection with the €5,000,000,000 Euro Medium Term Note Programme (the “**Programme**”) established by OTP Bank Nyrt. (the “**Issuer**”).

Terms defined in the Base Prospectus shall have the same meaning when used in this First Supplement. When used in this First Supplement, “**Prospectus Regulation**” means Regulation (EU) 2017/1129.

This First Supplement is supplemental to, and should be read in conjunction with, the Base Prospectus.

The Issuer accepts responsibility for the information contained in this First Supplement. To the best of the knowledge of the Issuer, the information contained in this First Supplement is in accordance with the facts and does not omit anything likely to affect the import of such information.

### Purpose of the Supplement

The purpose of this First Supplement is to (a) incorporate by reference specified pages of the 1Q 2023 Interim Financial Statements (as defined below) and (b) update the Base Prospectus for the most recent financial data and recent developments.

### Unaudited consolidated financial statements of the Issuer for the first quarter ended 31 March 2023

The section entitled “*Information Incorporated by Reference*” on pages 41 to 42 of the Base Prospectus shall be updated as set out below.

On 10 May 2023, the Issuer published its unaudited consolidated financial statements for the first quarter ended 31 March 2023 (the “**1Q 2023 Interim Financial Statements**”).

A copy of the 1Q 2023 Interim Financial Statements has been filed with the *Commission de Surveillance du Secteur Financier*.

By virtue of this First Supplement, the following information contained in the 1Q 2023 Interim Financial Statements, and set out on the pages below, is incorporated by reference in, and forms part of, the Base Prospectus (available at: [https://www.otpgroup.info/static/sw/file/230510\\_OTP\\_20231Q\\_e\\_final.pdf](https://www.otpgroup.info/static/sw/file/230510_OTP_20231Q_e_final.pdf)):

Consolidated IFRS Statement of Financial Position (unaudited)	Page 44
Consolidated IFRS Statement of Recognised Income (unaudited)	Page 46
Consolidated IFRS Statement of Changes in Shareholders’ Equity (unaudited)	Page 47
Consolidated IFRS Statement of Cash Flows (unaudited)	Page 49
Notes to the Consolidated Financial Statements (unaudited)	Pages 59 to 64

The non-incorporated parts of the 1Q 2023 Interim Financial Statements which, for the avoidance of doubt, are not included in the cross-reference list above, are either deemed not relevant for an investor or are otherwise covered elsewhere in the Base Prospectus.

Copies of this First Supplement, the Base Prospectus and all documents incorporated by reference into the Base Prospectus are available on the Luxembourg Stock Exchange’s website ([www.luxse.com](http://www.luxse.com)) and on the website of the Issuer (<https://www.otpbank.hu/portal/en/IR/Bonds/Issues>).

### Updates to the Base Prospectus

By virtue of this First Supplement:

- (a) the following shall be included at the end of the sub-section entitled “*Introduction*” on page 131 of the Base Prospectus:

“As at 31 March 2023, the OTP Group provides financial services through 1,454 branches, agent networks and electronic channels. The OTP Group’s total assets were HUF 36,175 billion (EUR 95 billion) as at 31 March 2023, out of which close to 39 per cent. was in Hungary. The next four largest foreign operations comprised 47 per cent. of the OTP Group’s total assets (Bulgaria 16 per cent., Slovenia 15 per cent., Croatia 8 per cent. and Serbia 7 per cent.).”;

- (b) the following shall be included immediately after the table headed “*The following table sets out the total assets evolution of the OTP Group in the period between 1995 and 2022*” in the sub-section entitled “*History*” on page 132 of the Base Prospectus:

“**The following table sets out the total assets evolution of the OTP Group in the period 1Q 2023:**

	<u>1Q 2023</u>
Total assets (EUR billion)	<u>95.0</u>

”;

- (c) the table headed “*Ownership Structure of the Issuer as at 31 December 2022*” in the sub-section entitled “*Shareholder Structure*” on pages 132-133 of the Base Prospectus shall be deleted and replaced with the following:

“**Ownership structure of the Issuer as at 31 March 2023**

Description of owner	Total equity		
	31 March 2023		
	%	% <sup>(1)</sup>	Qty
<b>Domestic institution/company</b>	<b>31.88</b>	<b>32.00</b>	<b>89,250,521</b>
Foreign institution/company .....	49.61	49.81	138,911,884
Domestic individual .....	17.05	17.12	47,737,112
Foreign individual .....	0.47	0.47	1,315,462
Employees, senior officers .....	0.55	0.55	1,532,961
Treasury shares <sup>(2)</sup> .....	0.40	0.00	1,107,117
Government held owner .....	0.05	0.05	139,946
International Development Institutions.....	0.00	0.00	3,183
Other <sup>(3)</sup> .....	0.00	0.00	1,824
<b>TOTAL .....</b>	<b>100.00</b>	<b>100.00</b>	<b>280,000,010</b>

Notes:

- (1) Voting rights in the General Meeting of the Issuer for participation in decision-making.
- (2) Treasury shares do not include the OTP shares held by OTP Bank Employee Stock Ownership Plan Organisation (“**ESOP**”). Pursuant to Act V of 2013 on the Civil Code, OTP shares held by the ESOP are not classified as treasury shares, but the ESOP must be consolidated in accordance with IFRS 10 Consolidated Financial Statements standard. On 31 March 2023, ESOP owned 10,940,868 OTP shares.
- (3) Non-identified shareholders according to the shareholders’ registry.
- Source: *OTP Bank Plc. - Summary of the first quarter 2023 results, Budapest, 10 May 2023*”;

- (d) the table headed “*To the extent known by the Issuer, direct and/or indirect shareholders of the Issuer with over/around 5 per cent. stake as at 20 March 2023*” in the sub-section entitled “*Shareholder Structure*” on page 133 of the Base Prospectus shall be deleted and replaced with the following:



Operating segments are divided by the Issuer’s management into business and geographical segments. The OTP Group’s operating segments are as follows: core operations in Hungary (“**OTP Core**”), Bulgaria (“**DSK Group**” or “**DSK**”), Russia (“**OTP Bank Russia**”), Croatia (“**OBH**”), Ukraine (“**OTP Bank Ukraine**”), Romania (“**OTP Bank Romania**” or “**OBR**”), Serbia (“**OBSr**”), Montenegro (“**CKB**”), Albania (“**OTP Bank Albania**” or “**OBA**”), Moldova (“**OTP Bank Moldova**”), Slovenia (“**SKB Banka**” or “**SKB**” or “**OTP Bank Slovenia**”), the Hungarian leasing operation (“**Merkantil**”), Asset Management in Hungary (“**OTP Fund Management**”) and foreign asset management subsidiaries (“**Foreign Asset Management Companies**”), Other Hungarian subsidiaries, Other Foreign subsidiaries and Corporate Centre. Starting from 1Q 2023 the segmentation of the Hungarian operation has been changed: in contrast to the previous practice, starting from 1Q 2023 Corporate Centre is no longer carved out of the OTP Core segment. Following the sale of the Slovakian banking business in November 2020, the OTP Bank Slovakia operating segment is no longer reported separately. A Slovakian entity, Project 01 Consulting, s. r. o. has remained consolidated as an OTP Group member and its performance is reported under the Other Foreign subsidiaries segment.”;

- (f) the following shall be included at the end of the sub-section entitled “*Diversification of the OTP Group’s business*” starting on page 141 of the Base Prospectus:

“In 1Q 2023, approximately 31 per cent. of the consolidated adjusted after-tax profit was generated in Hungary.

**The following table sets out the consolidated profit after tax breakdown by segment for 1Q 2022 and 1Q 2023, respectively:**

	1Q 2022	4Q 2022	1Q 2023	Change q-o-q	Change y-o-y
	(HUF million)			(%)	
<b>Consolidated profit after tax</b> .....	(33,405)	115,184	194,762	69	
<b>Adjustments (total)</b> .....	(122,029)	(38,237)	7,643	(120)	106
<b>Consolidated adjusted profit after tax for the year</b> .....	88,624	153,421	187,119	22	111
<b>Banks total</b> .....	80,346	139,234	172,698	24	115
OTP Core (Hungary).....	95,306	36,052	43,055	19	(55)
DSK Group (Bulgaria).....	21,064	43,407	35,601	(18)	69
OTP Bank Slovenia.....	4,937	5,348	20,265	279	310
OBH (Croatia).....	11,074	4,990	12,801	157	16
OTP Bank Serbia.....	10,860	4,421	16,429	272	51
OTP Bank Albania.....	2,261	2,954	3,812	29	69
CKB Group (Montenegro).....	(1,230)	5,268	4,393	(17)	
OTP Bank Romania.....	(1,759)	4,121	1,250	(70)	
OTP Bank Russia.....	(27,222)	18,826	17,956	(5)	
OTP Bank Ukraine.....	(34,400)	10,046	12,640	26	
OTP Bank Moldova.....	(545)	3,801	4,497	18	
<b>Leasing</b> .....	4,372	3,462	4,524	31	3
Merkantil Group (Hungary).....	4,372	3,462	4,524	31	3
<b>Asset Management</b> .....	1,238	5,662	2,530	(55)	104
OTP Fund Management (Hungary).....	1,155	5,598	2,439	(56)	111
Foreign Asset Management Companies (Ukraine, Romania, Bulgaria)	83	64	92	43	11
<b>Other Hungarian Subsidiaries</b> .....	1,415	2,601	7,409	185	424
<b>Other Foreign Subsidiaries</b> .....	(12)	(158)	(138)	(13)	1093
<b>Corporate Centre</b> <sup>(1)</sup> .....	0	0	0	69	
<b>Eliminations</b> .....	1,265	2,621	95	(120)	(92)
<b>Profit after tax of Hungarian operation</b> .....	19,254	69,110	56,820	(18)	195
<b>Adjusted profit after tax of Hungarian operation</b> .....	102,269	47,404	57,603	22	(44)
<b>Profit after tax of Foreign operation</b> .....	(52,659)	46,074	137,942	199	

	1Q 2022	4Q 2022	1Q 2023	Change q-o-q	Change y-o-y
	(HUF million)			(%)	
Adjusted profit after tax of Foreign operation.....	(13,645)	106,016	129,516	22	
Share of Hungarian contribution to the adjusted profit after tax, % .....	115	31	31	0 bps	(85 bps)
Share of Foreign contribution to the adjusted profit after tax, % .....	(15)	69	69	0 bps	85 bps

Note:

(1) Starting from 1Q 2023 the segmentation of the Hungarian operation has been changed: in contrast to the previous practice, starting from 1Q 2023 Corporate Centre is no longer carved out of the OTP Core segment. In the affected tables of this report, the 2022 base periods were presented under the new segment definitions. The quarter-on-quarter and year-on-year changes are calculated from the restated figures.

In terms of total assets, five out of the six largest operations (OTP Core (Hungary), DSK Group (Bulgaria), OTP Bank Slovenia, OBH (Croatia) and OBR (Romania)), representing around 83 per cent. of the OTP Group's consolidated total assets, are in EU countries.

**The following table sets out the consolidated total assets breakdown by country as at 31 March 2022 and 31 March 2023, respectively:**

	1Q 2022	1Q 2023	Y/Y pps
Hungary.....	47%	39%	(8)
Bulgaria.....	17%	16%	(1)
Slovenia.....	5%	15%	10
Croatia.....	9%	8%	(1)
Serbia .....	8%	7%	(1)
Albania.....	1%	2%	1
Montenegro .....	2%	2%	0
Romania .....	5%	4%	(1)
Russia.....	3%	3%	0
Ukraine.....	3%	3%	0
Moldova .....	1%	1%	0

The loan portfolio of the OTP Group is diversified in terms of geographies and products. The majority of loans are within Hungary. However, due to the recent acquisitions, the portfolio has further diversified. The OTP Group's total combined exposure to Russia and Ukraine, as of 31 March 2023, represented 5 per cent. of the OTP Group's net loan portfolio. In terms of products, approximately 53 per cent. of HUF 19,852 billion net loans on a group wide-basis were to retail and MSE customers.

**The following table sets out the consolidated net loans breakdown by country and by product as at 31 March 2022 and 31 March 2023, respectively:**

By countries	1Q 2022	1Q 2023	Y/Y pps	1Q 2023 (HUF billion)
Hungary.....	36%	34%	(2)	6,803 <sup>(1)</sup>
Bulgaria.....	18%	17%	(1)	3,452
Slovenia.....	6%	14%	8	2,843
Croatia.....	11%	10%	(1)	2,072
Serbia .....	11%	9%	(2)	1,844
Albania.....	1%	2%	1	336
Montenegro .....	2%	2%	0	412

<b>By countries</b>	<b>1Q 2022</b>	<b>1Q 2023</b>	<b>1Q 2023</b>	
			<b>Y/Y</b>	<b>(HUF billion)</b>
			<i>pps</i>	
Romania .....	6%	5%	(1)	1,085
Russia .....	3%	3%	0	544
Ukraine .....	4%	2%	(2)	357
Moldova .....	1%	1%	0	149

<b>By products</b>	<b>1Q 2022</b>	<b>1Q 2023</b>	<b>Y/Y</b>	
			<b>pps</b>	
Mortgage .....	27%	26%	(1)	
Consumer .....	22%	21%	(1)	
MSE .....	5%	5%	0	
Corporate .....	39%	41%	2	
Leasing .....	7%	6%	(1)	

Note:

(1) Including OTP Core and Merkantil Group (Hungarian leasing).

**The following table sets out the net loans breakdown of the main segments and by product as at 31 March 2022 and 31 March 2023, respectively:**

<b>OTP Core + Merkantil</b>	<b>1Q 2022</b>	<b>1Q 2023</b>	<b>Y/Y</b>	
			<b>pps</b>	
Mortgage .....	29%	25%	(4)	
Consumer .....	21%	19%	(2)	
MSE .....	9%	8%	(1)	
Corporate .....	35%	42%	7	
Leasing .....	7%	6%	(1)	

<b>DSK Group (Bulgaria)</b>	<b>1Q 2022</b>	<b>1Q 2023</b>	<b>Y/Y</b>	
			<b>pps</b>	
Mortgage .....	28%	28%	0	
Consumer .....	28%	26%	(2)	
MSE .....	3%	3%	0	
Corporate .....	35%	35%	0	
Leasing .....	8%	8%	0	

<b>OTP Bank Slovenia</b>	<b>1Q 2022</b>	<b>1Q 2023</b>	<b>Y/Y</b>	
			<b>pps</b>	
Mortgage .....	36%	32%	(4)	
Consumer .....	9%	13%	4	
MSE .....	2%	9%	7	
Corporate .....	36%	40%	4	
Leasing .....	17%	6%	(11)	

			Y/Y
<b>OBH (Croatia)</b>	<b>1Q 2022</b>	<b>1Q 2023</b>	<i>pps</i>
Mortgage .....	27%	27%	0
Consumer .....	23%	20%	(3)
MSE .....	3%	3%	0
Corporate.....	41%	43%	2
Leasing.....	7%	7%	0

			Y/Y
<b>OTP Bank Serbia</b>	<b>1Q 2022</b>	<b>1Q 2023</b>	<i>pps</i>
Mortgage .....	21%	22%	1
Consumer .....	23%	22%	(1)
MSE .....	3%	3%	0
Corporate.....	48%	48%	0
Leasing.....	5%	5%	0

			Y/Y
<b>OTP Bank Romania</b>	<b>1Q 2022</b>	<b>1Q 2023</b>	<i>pps</i>
Mortgage .....	41%	38%	(3)
Consumer .....	8%	7%	(1)
MSE .....	2%	2%	0
Corporate.....	44%	47%	3
Leasing.....	5%	6%	1

			Y/Y
<b>OTP Bank Russia</b>	<b>1Q 2022</b>	<b>1Q 2023</b>	<i>pps</i>
Mortgage .....	0%	0%	0
Consumer .....	82%	96%	14
MSE .....	0%	0%	0
Corporate.....	17%	4%	(13)
Leasing.....	0%	0%	0

			Y/Y
<b>OTP Bank Ukraine</b>	<b>1Q 2022</b>	<b>1Q 2023</b>	<i>pps</i>
Mortgage .....	1%	1%	0
Consumer.....	15%	9%	(6)
MSE.....	0%	0%	0
Corporate.....	56%	58%	2
Leasing.....	28%	32%	4

The OTP Group's main source of funding is customer deposits (HUF 27,353 billion), representing more than 83 per cent. of total liabilities (76 per cent. of total assets) as at 31 March 2023. The deposit base is granular and as at the date of this Base Prospectus more than 56 per cent. of the deposit base comprises retail deposits.

**The following table sets out the consolidated customer deposits breakdown by country and by product as at 31 March 2022 and 31 March 2023, respectively:**

By countries	1Q 2022	1Q 2023	1Q 2023	
			Y/Y	(HUF billion)
			pps	
Hungary.....	50%	40%	(10)	10,888 <sup>(1)</sup>
Bulgaria.....	18%	18%	0	4,794
Slovenia.....	6%	16%	10	4,482
Croatia.....	9%	8%	(1)	2,093
Serbia.....	6%	6%	0	1,513
Albania.....	1%	2%	1	491
Montenegro.....	2%	2%	0	469
Romania.....	4%	3%	(1)	943
Russia.....	2%	2%	0	683
Ukraine.....	3%	3%	0	745
Moldova.....	1%	1%	0	262

By products	1Q 2022	1Q 2023	Y/Y	
			pps	
Retail sight.....	34%	38%	4	
Retail term.....	22%	19%	(3)	
MSE.....	11%	11%	0	
Corporate.....	34%	32%	(2)	

Note:

(1) Including OTP Core and Merkantil Group (Hungarian leasing).

The following table sets out the customer deposits breakdown of the main segments and by product as at 31 March 2022 and 31 March 2023, respectively:

OTP Core + Merkantil	1Q 2022	1Q 2023	Y/Y	
			pps	
Retail sight.....	35%	34%	(1)	
Retail term.....	13%	12%	(1)	
MSE.....	13%	12%	(1)	
Corporate.....	40%	43%	3	

DSK Group (Bulgaria)	1Q 2022	1Q 2023	Y/Y	
			pps	
Retail sight.....	37%	37%	0	
Retail term.....	41%	36%	(5)	
MSE.....	8%	9%	1	
Corporate.....	13%	19%	6	

OTP Bank Slovenia	1Q 2022	1Q 2023	Y/Y	
			pps	
Retail sight.....	33%	60%	27	
Retail term.....	26%	9%	(17)	
MSE.....	13%	16%	3	
Corporate.....	27%	15%	(12)	

	Y/Y		
<b>OBH (Croatia)</b>	<b>1Q 2022</b>	<b>1Q 2023</b>	<i>pps</i>
Retail sight.....	51%	55%	4
Retail term.....	16%	14%	(2)
MSE.....	8%	8%	0
Corporate.....	25%	22%	(3)

	Y/Y		
<b>OTP Bank Serbia</b>	<b>1Q 2022</b>	<b>1Q 2023</b>	<i>pps</i>
Retail sight.....	26%	23%	(3)
Retail term.....	25%	23%	(2)
MSE.....	9%	8%	(1)
Corporate.....	40%	46%	6

	Y/Y		
<b>OTP Bank Romania</b>	<b>1Q 2022</b>	<b>1Q 2023</b>	<i>pps</i>
Retail sight.....	14%	11%	(3)
Retail term.....	31%	43%	12
MSE.....	9%	9%	0
Corporate.....	46%	38%	(8)

	Y/Y		
<b>OTP Bank Russia</b>	<b>1Q 2022</b>	<b>1Q 2023</b>	<i>pps</i>
Retail sight.....	17%	20%	3
Retail term.....	34%	19%	(15)
MSE.....	12%	12%	0
Corporate.....	37%	50%	13

	Y/Y		
<b>OTP Bank Ukraine</b>	<b>1Q 2022</b>	<b>1Q 2023</b>	<i>pps</i>
Retail sight.....	22%	16%	(6)
Retail term.....	16%	15%	(1)
MSE.....	5%	7%	2
Corporate.....	57%	62%	5

**The following table sets out the performing (Stage 1 + Stage 2) loan volume changes adjusted for FX-effect for the period between 31 December 2022 and 31 March 2023:**

	<b>OTP Group</b>	<b>OTP Core<sup>(2)</sup></b>	<b>DSK Group</b>	<b>OTP Bank Slovenia</b>	<b>OBH</b>	<b>OTP Bank Serbia</b>	<b>OTP Bank Albania</b>	<b>CKB Group</b>	<b>OTP Bank Romania</b>	<b>OTP Bank Russia</b>	<b>OTP Bank Ukraine</b>	<b>OTP Bank Moldova</b>
Nominal change (HUF billion)...	1,903 <sup>(4)</sup>	80	190	1,706	21	(36)	(4)	7	(25)	4	(39)	(5)
Total.....	11% <sup>(4)</sup>	1%	6%	151% <sup>(5)</sup>	1%	(2%)	(1%)	2%	(2%)	1%	(10%)	(3%)
Consumer.....	8% <sup>(4)</sup>	1%	2%	275% <sup>(5)</sup>	1%	(1%)	(6%)	3%	(5%)	3%	(18%)	(12%)
Mortgage.....	10% <sup>(4)</sup>	(1%) <sup>(3)</sup>	3%	118% <sup>(5)</sup>	1%	(1%)	(1%)	2%	(4%)			(3%)

	OTP Group	OTP Core <sup>(2)</sup>	DSK Group	OTP Bank Slovenia	OBH	OTP Bank Serbia	OTP Bank Albania	CKB Group	OTP Bank Romania	OTP Bank Russia	OTP Bank Ukraine	OTP Bank Moldova
Corporate <sup>(1)</sup> .....	14% <sup>(4)</sup>	2%	11%	213% <sup>(5)</sup>	0%	(3%)	(1%)	1%	(1%)	(36%)	(9%)	0%
Leasing .....	1%	0%	5%	1%	6%	(2%)	9%		0%		(8%)	(1%)

Notes:

- (1) Loans to MSE and corporate clients.
- (2) Changes of leasing volumes of Merkantil in Leasing row.
- (3) Within that, housing loan was down by 1 per cent. and home equity was stable.
- (4) If adjusted to exclude the acquisition of Nova KBM d.d., the nominal change is 194 HUF billion, the change in total volumes is 1 per cent., the change in consumer volumes is 1 per cent., the change in mortgage volumes is 0 per cent. and the change in corporate volumes is 2 per cent.
- (5) If adjusted to exclude the acquisition of Nova KBM d.d., the nominal change is -3 HUF billion, the change in total volumes is 0 per cent., the change in consumer volumes is 1 per cent., the change in mortgage volumes is 0 per cent. and the change in corporate volumes is -1 per cent.

**The following table sets out the deposit volume changes adjusted for FX-effect for the period between 31 December 2022 and 31 March 2023:**

	OTP Group	OTP Core <sup>(3)</sup>	DSK Group	OTP Bank Slovenia	OBH	OTP Bank Serbia	OTP Bank Albania	CKB Group	OTP Bank Romania	OTP Bank Russia	OTP Bank Ukraine	OTP Bank Moldova
Nominal change (HUF billion)...	3,078 <sup>(2)</sup>	(106)	141	3,087 <sup>(4)</sup>	(172)	37	(2)	(30)	(8)	169	14	9
Total.....	13% <sup>(2)</sup>	(1%)	3%	221% <sup>(4)</sup>	(8%)	2%	0%	(6%)	(1%)	33%	2%	3%
Retail .....	17% <sup>(2)</sup>	0%	2%	277% <sup>(4)</sup>	(4%)	0%	0%	(2%)	4%	11%	(2%)	4%
Corporate <sup>(1)</sup> .....	7% <sup>(2)</sup>	(2%)	6%	141% <sup>(4)</sup>	(16%)	5%	(2%)	(9%)	(6%)	52%	4%	3%
Deposits – Net loans gap (HUF billion)...	7,500	4,705	1,342	1,639	21	(331)	155	57	(143)	139	389	112

Note:

- (1) Including MSE, medium and large sized enterprises (“MLE”) and municipality deposits.
- (2) If adjusted to exclude the acquisition of Nova KBM d.d., the nominal change is -28 HUF billion, the change in total volumes is 0 per cent., the change in retail volumes is 0 per cent. and the change in corporate volumes is 0 per cent.
- (3) Including retail bonds.
- (4) If adjusted to exclude the acquisition of Nova KBM d.d., the nominal change is -19 HUF billion, the change in total volumes is -1 per cent., the change in retail volumes is 0 per cent. and the change in corporate volumes is -3 per cent.

**The following table sets out the consolidated volume of the OTP Group’s subordinated debt, bilateral loans, senior bonds and mortgage bonds (in EUR billion), as well as the consolidated net loans to deposits including retail bonds ratio for the period 1Q 2023:**

	1Q 2023
Subordinated debt (EUR billion).....	1.4
Bilateral loans (EUR billion) .....	0.5
Senior bonds (EUR billion).....	1.8
Mortgage bonds EUR billion).....	1.2
Consolidated net loans to deposits including retail bonds ratio.....	72%

**The following table sets out the maturity profile of the OTP Group’s consolidated wholesale debt, in EUR million, as at 31 March 2023:**

	2023	2024	2025	2026	2027	2028-2041	Perpetual
Subordinated debt.....	-	-	16	-	-	1,182	231
Bilateral loans.....	10	31	57	65	87	230	-

	2023	2024	2025	2026	2027	2028-2041	Perpetual
Senior bonds.....	1	182	754	731	147	-	-
Mortgage bonds.....	116	390	59	-	202	452	-

”;

- (g) the following shall be included at the end of the sub-section entitled “*Distribution Channels business*” on page 149 of the Base Prospectus:

“As at 31 March 2023, the OTP Group provided financial services through 1,454 branches, agent networks and various electronic channels.

**The following table sets out the number of branches and number of employees (in full-time equivalents) in the major segments as at 31 March 2023:**

	Branches	Headcount (closing)
OTP Core (Hungary).....	355	11,013
DSK Group (Bulgaria).....	305	5,031
OTP Bank Slovenia.....	114	2,338
OBH (Croatia).....	111	2,312
OTP Bank Serbia.....	155	2,627
OTP Bank Albania.....	54	724
CKB Group (Montenegro).....	31	498
OTP Bank Romania.....	97	1,816
OTP Bank Russia (without employed agents).....	108	4,477
OTP Bank Ukraine (without employed agents).....	71	2,111
OTP Bank Moldova.....	53	891
Other Hungarian and foreign subsidiaries.....		630
<b>OTP Group (without employed agents).....</b>		<b>34,468</b>
OTP Bank Russia - employed agents.....		2,334
OTP Bank Ukraine - employed agents.....		163
<b>OTP Group (aggregated).....</b>	<b>1,454</b>	<b>36,965</b>

”;

- (h) the following shall be included immediately after the table headed “*The following table sets out the total assets by main segments as at 31 December 2022, data are in HUF billion*” in the sub-section entitled “*Description of the main segments of the OTP Group*” on pages 150 of the Base Prospectus:

**“The following table sets out the total assets by main segments as at 31 March 2023, data are in HUF billion:**

Segment	31 March 2023
OTP Core (Hungary).....	18,726
DSK Group (Bulgaria).....	5,935
OTP Bank Slovenia.....	5,532
OBH (Croatia).....	2,886
OTP Bank Serbia.....	2,621
OTP Bank Albania.....	626
CKB Group (Montenegro).....	603
OTP Bank Romania.....	1,586
OTP Bank Russia.....	1,086

Segment	31 March 2023
OTP Bank Ukraine .....	1,014
OTP Bank Moldova .....	357
OTP Fund Management .....	28
Leasing subsidiaries .....	935
Foreign Asset Management Companies, Eliminations and others .....	(5,761)

”;

- (i) the following shall be included at the end of the sub-section entitled “*OTP Core (Hungary)*” on page 150 of the Base Prospectus:

“The Issuer’s management believes that its market share in total assets was 28 per cent., in retail lending 34 per cent., in retail deposits 39 per cent., in corporate loans 19 per cent., and in corporate deposits 23 per cent., each as at 31 March 2023.”;

- (j) the following shall be included immediately after the end of the first paragraph starting with “*OTP Fund Management, established in 1993, is a.....*” in the sub-section entitled “*Asset Management*” on page 151 of the Base Prospectus:

“The Issuer’s management believes that the market share by assets under management of OTP Fund Management in the Hungarian securities fund market was 28 per cent. as at 31 March 2023.”;

- (k) the second paragraph starting with “*A further wave of acquisitions .....*” in the sub-section entitled “*Foreign Subsidiaries*” starting on page 152 of the Base Prospectus shall be deleted and replaced with the following:

“A further wave of acquisitions commenced in 2016 as some banks decided to divest their non-core holdings in the CEE region (please see “*History of 2016-2021 acquisitions*” below). This new expansionary phase contributed to an increase in the total assets of the OTP Group from EUR 34 billion in 2015 to close to EUR 64 billion as at 31 December 2020, which further grew to EUR 95 billion by 31 March 2023.”;

- (l) the third paragraph starting with “*In terms of total assets, the second .....*” in the sub-section entitled “*Foreign Subsidiaries*” starting on page 152 of the Base Prospectus shall be deleted and replaced with the following:

“In terms of total assets, the second largest operation within the OTP Group, after OTP Core, is the Bulgarian operation, representing a 16 per cent. share of total assets as at 31 March 2023. The Issuer’s management believes the Bulgarian operation is the largest bank in terms of total assets as well as gross loans in the local banking market.”;

- (m) the fourth paragraph starting with “*The Issuer’s management believes that CKB is .....*” in the sub-section entitled “*Foreign Subsidiaries*” starting on page 152 of the Base Prospectus shall be deleted and replaced with the following:

“The Issuer’s management believes that CKB is the market leader in terms of total assets in Montenegro. However, due to the overall size of the Montenegrin market, CKB represented only approximately 2 per cent. of the OTP Group’s total assets as at 31 March 2023.”;

- (n) the fifth paragraph starting with “*The Croatian operation is the .....*” in the sub-section entitled “*Foreign Subsidiaries*” on page 152 of the Base Prospectus shall be deleted and replaced with the following:

“The Croatian operation is the fourth largest operation in the OTP Group, representing an 8 per cent. share of total assets as at 31 March 2023. The Issuer’s management believes that OBH is the fourth largest bank in terms of total assets in the local banking market.”;

- (o) the sixth paragraph starting with “*The Serbian operation is .....*” in the sub-section entitled “*Foreign Subsidiaries*” on page 152 of the Base Prospectus shall be deleted and replaced with the following:

“The Serbian operation is the fifth largest operation in the OTP Group, representing an approximately 7 per cent. share of total assets as at 31 March 2023. The Issuer’s management believes that the market share of the OTP Group’s Serbian operation is the second largest in terms of total assets, and the largest in terms of gross loans in the local banking market.”;

- (p) the seventh paragraph starting with “*With the acquisition of SKB the Slovenian operation became .....*” in the sub-section entitled “*Foreign Subsidiaries*” on page 152 of the Base Prospectus shall be deleted and replaced with the following:

“With the acquisition of SKB the Slovenian operation became the third largest operation within OTP. It represented a 15 per cent. share of total assets as at 31 March 2023. The Issuer’s management believes that SKB and the acquired Nova KBM d.d. will be the second largest bank in terms of total assets, and the largest bank in terms of net loans in the local banking market.”;

- (q) the eighth paragraph starting with “*OBR, the Romanian banking subsidiary, is the sixth largest operation .....*” in the sub-section entitled “*Foreign Subsidiaries*” on page 152 of the Base Prospectus shall be deleted and replaced with the following:

“OBR, the Romanian banking subsidiary, is the sixth largest operation in the OTP Group, and represented more than 4 per cent. of total assets as at 31 March 2023. The Issuer’s management believes that OBR’s market share in Romania is between 2 per cent. and 3 per cent. in terms of total assets, less than what the Issuer’s management considers optimal.”;

- (r) the ninth paragraph starting with “*The Ukrainian subsidiary represents approximately .....*” in the sub-section entitled “*Foreign Subsidiaries*” on page 152 of the Base Prospectus shall be deleted and replaced with the following:

“The Ukrainian subsidiary is the eighth largest operation in the OTP Group, and represented approximately 3 per cent. of the OTP Group’s total assets as at 31 March 2023. The Issuer’s management believes that its market share in Ukraine was close to 4 per cent. in terms of total assets as at 31 December 2022.”;

- (s) the tenth paragraph starting with “*The Issuer’s management believes that OBRu .....*” in the sub-section entitled “*Foreign Subsidiaries*” on page 152 of the Base Prospectus shall be deleted and replaced with the following:

“The Issuer’s management believes that OBRu, the Russian banking subsidiary, is the seventh largest operation in the OTP Group, and represented 3 per cent. of total assets as at 31 March 2023.”;

- (t) the twelfth paragraph starting with “*The Moldovan subsidiary represented .....*” in the sub-section entitled “*Foreign Subsidiaries*” starting on page 152 of the Base Prospectus shall be deleted and replaced with the following:

“The Moldovan subsidiary represented 1 per cent. of the OTP Group’s total assets as at 31 March 2023. The Albanian subsidiary represented 2 per cent. of the OTP Group’s total assets as at 31 March 2023. With the acquisition of Alpha Bank Albania, the Issuer’s management believes that the Albanian operation is the third largest in terms of net loans in the local banking market.”;

- (u) the following shall be included at the end of the sub-section entitled “*Recent Developments – Temporary cap on floating interest rates applicable to consumer mortgage loans*” on pages 157-158 of the Base Prospectus:

“On 11 May 2023, the Hungarian Government announced that the temporary cap on floating interest rates applicable to consumer mortgage loans (as well as on financial lease contracts for housing purposes) is maintained until 31 December 2023. This amendment was introduced by Government Decree No. 175/2023 on 12 May 2023 and entered into force on 13 May 2023.”;

- (v) the following shall be included immediately after the last paragraph of the sub-section entitled “*Russia-Ukraine crisis*” starting on page 158 of the Base Prospectus:

“In Russia the profit after tax was 3.9 billion (positive 29 per cent. quarter-on-quarter, but negative 5 per cent. in HUF); the gross loan portfolio marginally increased quarter-on-quarter, within that the corporate exposures decreased by 36 per cent. The weight of Russian assets in the consolidated total assets comprised 3.0 per cent. by the end of 1Q 2023, while net loans represented 2.7 per cent., respectively. Under an unexpected and extremely negative scenario of deconsolidating the Russian entity and writing down the outstanding gross intragroup exposure as well, the effect for the consolidated CET1 ratio would be negative 69 bps.

In Ukraine lending activity suffered a major setback after 24 February 2022, gross loan volumes decreased by 4 per cent. quarter-on-quarter, however the deposit book grew by 2 per cent., on an FX-adjusted basis. The weight of the Ukrainian assets within the OTP Group comprised 2.8 per cent., while net loans represented 1.8 per cent. within the consolidated loan book. The volume of gross intragroup funding towards Ukraine declined somewhat quarter-on-quarter and comprised HUF 84 billion. In 1Q 2023 the Ukrainian operation posted a HUF 12.6 billion profit after tax, thus the subsidiary managed to achieve positive earnings in each consecutive quarter since 2Q 2022. The provision coverage of the gross Ukrainian loan book increased to 26.2 per cent. from almost 22 per cent. by the end of 2022. Under an unexpected and extremely negative scenario of deconsolidating the Ukrainian entity and writing down the outstanding gross intragroup funding as well, the effect for the consolidated CET1 ratio would be negative 5 bps.

In the case of Ukraine and Russia, the OTP Group applies a “*going concern*” approach. However in Russia the OTP Group is still considering all strategic options, although a Russian presidential decree in October 2022 prohibited the sale of shares of foreign owned banks, including OTP Bank Russia, without presidential approval.”;

- (w) the sub-section entitled “*Termination of the state of emergency related to the COVID-19 pandemic*” on page 159 of the Base Prospectus shall be deleted and replaced with the following:

***“Termination of the state of emergency related to the COVID-19 pandemic and the proclamation of the new state of emergency related to the Ukrainian-Russian war***

On 24 May 2022 the Hungarian Government terminated the state of emergency related to the COVID-19 pandemic, effective as 1 June 2022.

On the same day, the Hungarian Parliament amended the 51st Article of the Fundamental Law of Hungary about the state of emergency. The amendment now allows a state of emergency to be proclaimed not only in the event of a natural or an industrial disaster, but also in the event of an armed conflict, a state of war or a humanitarian disaster in a country neighbouring Hungary. In view of this amendment and the Ukrainian-Russian war, the Government has declared a state of emergency, effective as of 25 May 2022.

During the state of emergency, the Hungarian Government governs Hungary by decrees which as a general rule remain in effect for 15 days. After that period, each decree may be extended by the Parliament on an individual basis. These decrees of the government will expire at the latest upon the termination of the state of emergency. However, without prejudice to the above, even in the state of emergency the constitutional check over the Hungarian Government must be maintained by the Parliament and the Constitutional Court. The activity of the Constitutional Court cannot be suspended even in the state of emergency and it must constantly monitor the constitutionality of the Hungarian Government’s actions. Also, the Parliament is entitled to challenge the maintenance of the state of emergency. If the Hungarian Government proposes that the maintenance of the state of emergency is no longer necessary it can decide for its termination.

On 8 June 2022, the Hungarian Parliament adopted Act VI of 2022 on resolving the consequences of the armed conflict and the humanitarian catastrophe in a neighbouring country of Hungary (“**Emergency Decree**”). According to the Emergency Decree – and to the 424/2022 (X.28.) and 479/2022 (XI.28.) Government decrees on the extension of the state of emergency –, all Hungarian Government decrees promulgated since the declaration of the state of emergency on 25 May 2022 were originally due to remain in force until 29 May 2023.

On 11 May 2023, the Hungarian Parliament adopted Act XI of 2023 on resolving the consequences of the armed conflict and the humanitarian catastrophe in a neighbouring country of Hungary, according to which all Hungarian Government decrees promulgated since the declaration of the state of emergency on 25 May 2022 will remain in force until 25 November 2023 instead of 29 May 2023 (as originally planned).” ;

- (x) the following shall be included immediately after the table headed “*Additional information on the OTP Group’s performance in the period between 2003 and 2022*” on page 164 of the Base Prospectus:

**“Additional information on the OTP Group’s performance in the period 1Q 2023**

	<u>1Q 2023</u>
Accounting ROE.....	24.0%
Adjusted ROE.....	23.0%
Total Revenue Margin.....	5.37%
Net Interest Margin.....	3.66%
Net fee and commission Margin.....	1.21%
Other Income Margin.....	0.49%
Operating costs / Average assets.....	2.65%
Cost-to-Income ratio.....	49.3%
Credit Risk Cost Rate.....	0.12%
CET1 capital ratio.....	16.1%

- (y) the following shall be added as a new sub-section immediately after the sub-section entitled “*Additional information on the OTP Group’s performance in 2022*” on pages 164-177 of the Base Prospectus:

**“Additional information on the OTP Group’s performance in 1Q 2023**

***OTP Group consolidated***

	<u>1Q 2022</u>	<u>4Q 2022</u>	<u>1Q 2023</u>	<u>Fx-adjusted Quarter-on- Quarter Change</u>	<u>Fx-adjusted w/o NKBM Quarter-on- Quarter Change</u>	<u>Fx- adjusted Year-on- Year Change</u>
	<i>(in HUF million)</i>			%	%	%
<b>Main components of the Statement of recognised income</b>						
Profit after tax for the year.....	(33,405)	115,184	194,762	84	82	
Adjustments (total).....	(122,029)	(38,237)	7,643			
Adjusted profit after tax for the year.....	88,624	153,421	187,119	30	21	95
Adjusted profit before tax.....	118,079	181,381	222,663	31	23	72
Operating profit.....	190,969	223,157	231,861	12	5	11
Adjusted total income.....	361,200	451,147	457,129	8	3	16
Adjusted net interest income.....	239,779	296,499	312,064	12	6	18
Adjusted net profit from fees and commissions.....	85,725	109,527	103,227	(1)	(6)	11
Adjusted other net non-interest income ...	35,696	45,121	41,839	4	3	17
Adjusted operating expenses.....	(170,231)	(227,990)	(225,269)	4	0	22
Total risk costs.....	(72,890)	(41,777)	(9,198)	(75)	(75)	(88)
Adjusted corporate income tax.....	(29,454)	(27,960)	(35,544)	35	32	8

	1Q 2022	1Q 2023	Change
	<i>(in HUF million)</i>		%
<b>Main components of balance sheet, closing balances<sup>(1)</sup></b>			
Total assets .....	28,790,272	36,175,001	26
Total customer loans (net, FX adjusted) .....	16,394,572	19,852,496	21
Total customer deposits (FX adjusted) .....	22,245,585	27,390,195	23
Liabilities from issued securities.....	282,199	551,492	95
Subordinated bonds and loans .....	417,042	1,098,612	163
Total shareholders' equity .....	2,923,250	3,378,194	16

Note:

- (1) For FX adjustment, the closing cross currency rates for the current period were used to calculate the HUF equivalent of loan and deposit volumes in the base period.

	1Q 2022	1Q 2023	Change
			<i>pps</i>
<b>Indicators</b>			
ROE.....	(4.6%)	24.0%	28.6
Adjusted ROE.....	12.1%	23.0%	10.9
Adjusted ROA .....	1.3%	2.2%	0.9
Total revenue margin .....	5.17%	5.37%	0.20
Net interest margin.....	3.43%	3.66%	0.23
Cost-to-asset ratio.....	2.43%	2.65%	0.22
Cost-to-income ratio.....	47.1%	49.3%	2.2
Risk cost rate .....	1.42%	0.12%	(1.30)
Net loan/(deposit+retail bond) ratio (FX adjusted) .....	74%	72%	(2)

OTP Group posted HUF 194.8 billion (EUR 0.5 billion) profit after tax in 1Q 2023. The significant, quarter-on-quarter 69 per cent. improvement to a great extent was due to the positive balance of adjustment items. (1Q 2022: -HUF 122 billion, 4Q 2022: -HUF 38.2 billion, 1Q 2023: +7.6 billion, respectively), the moderate volume of total risk cost, as well as the consolidation of Nova KBM d.d.

In 1Q 2023 adjustment items improved the consolidated profit after tax by HUF 7.6 billion. underpinning a meaningful difference both quarter-on-quarter and year-on-year.

The major items were as follows:

1. a negative adjustment of HUF 88 billion special taxes on financial institutions (after tax) which incorporates both the banking tax (-HUF 25.2 billion) and the windfall tax (-HUF 62.9 billion). As a result of the modification of the decree on the windfall tax on 24 April 2023, the Issuer's annual tax burden will decline to HUF 41 billion (HUF 37.4 billion after tax), the HUF 25.5 billion (after tax) difference will be booked in 2Q within the consolidated adjustment items;
2. a positive adjustment of HUF 85 billion effect of acquisitions. The badwill impact of the acquisition of Nova KBM d.d. comprised HUF 103 billion, whereas other acquisition-related expenses including those at Nova KBM d.d. comprised -HUF 15 billion in total (after tax), of which the so called initial risk cost represented -HUF 10 billion;
3. a positive adjustment of HUF 10.4 billion recovery on the winding up of Sberbank Hungary. In 2022 a similar negative amount was booked at the Issuer.

The quarterly profit after tax, as well as the balance sheet items were distorted by currency moves: the average rate of the Hungarian Forint year-on-year depreciated against all currencies but UAH, the most significant setback (-30.8 per cent.) was suffered against RUB. However, in 1Q the HUF was one of the best performing emerging markets currencies, and quarter-on-quarter strengthened against all currencies, especially against the steadily weakening RUB (+22.9 per cent.), which was hit by sanctions, moderating energy prices and the deteriorating budgetary position.

The weight of exposures towards Russia and Ukraine was shaped partially by FX moves, but also by deliberate or forced business policy measures.

In Russia the profit after tax was RUB 3.9 billion (+29 per cent. quarter-on-quarter, but -5 per cent. in HUF terms); the performing loan portfolio marginally increased quarter-on-quarter, within that the corporate exposures decreased by 36 per cent. (FX-adjusted). The weight of Russian assets in the consolidated total assets comprised 3.1 per cent. by the end of 1Q 2023, while net loans represented 2.7 per cent., respectively. Under an unexpected and extremely negative scenario of deconsolidating the Russian entity and writing down the outstanding gross intragroup exposure as well, the effect for the consolidated CET1 ratio would be -69 bps. At the end of 1Q 2023, the capital adequacy ratio of the Russian entity was 20.3 per cent., exceeding the regulatory minimum of 8.0 per cent.

In Ukraine lending activity has suffered a major setback since the outbreak of the war, with the performing loan volumes having decreased by 10 per cent. quarter-on-quarter, however the deposit book grew by 2 per cent., on an FX-adjusted basis. The weight of the Ukrainian assets within the OTP Group comprised 2.9 per cent., while net loans represented 1.8 per cent. within the consolidated loan book. The volume of gross intragroup funding towards Ukraine represented HUF 80 billion equivalent. In 1Q 2023 the Ukrainian operation posted a HUF 12.6 billion profit after tax, thus the subsidiary managed to achieve positive earnings in each consecutive quarter since 2Q 2022. The provision coverage of the gross Ukrainian loan book increased to 24.5 per cent. from almost 22 per cent. by the end of 2022. Under an unexpected and extremely negative scenario of deconsolidating the Ukrainian entity and writing down the outstanding gross intragroup funding as well, the effect for the consolidated CET1 ratio would be -5 bps. At the end of 1Q 2023, the capital adequacy ratio of the Ukrainian entity was 32.7 per cent., exceeding the regulatory minimum of 10 per cent.

In the case of Ukraine and Russia, the OTP Group applies a “*going concern*” approach. However in Russia the OTP Group is still considering all strategic options, although a Russian presidential decree in October 2022 prohibited the sale of shares of foreign owned banks, including OTP Bank Russia, without presidential approval. In 1Q 2023 the consolidated adjusted profit after tax was HUF 187.1 billion, of which the 2 months contribution from Nova KBM d.d. comprised HUF 13.5 billion. The 1Q adjusted ROE reached 23 per cent. (+5.1 pps quarter-on-quarter, +10.9 pps year-on-year).

The bottom line consolidated profit to a smaller extent was shaped by the higher operating results (without Nova KBM d.d. it declined by HUF 6 billion quarter-on-quarter), but more so by the moderate and declining risk cost volume (4Q 2022: -HUF 42 billion, 1Q 2023: -HUF 9 billion).

The foreign subsidiaries profit contribution reached 69 per cent., out of the individual performances the Serbian and Croatian improved the most quarter-on-quarter, whereas the weaker quarterly results at DSK Bank was explained by the amount of supervisory contribution (HUF 11 billion) which was booked in 1Q in one lump sum in contrast to the practice in previous years. In the case of OTP Fund Management the base effect explains the weaker quarterly performance (in 4Q 2022 a HUF 4.8 billion success fee boosted the earnings). The Ukrainian and Russian operations contributed a HUF 12.6 billion and HUF 18 billion profit after tax against a significant loss in the corresponding period of 2022.

Total income increased moderately (+1 per cent. quarter-on-quarter), but without Nova KBM d.d. there was a decline; within that the net interest income improved by 5 per cent., however, the net fee and commission income declined by 6 per cent. quarter-on-quarter, as a result of the success fee booked at OTP Fund Management in 4Q, the decreasing overall business activity, and seasonal and calendar effects. The 2 months net interest income contribution of Nova KBM d.d. comprised HUF 17.2 billion, whereas the fees and commission contribution was HUF 4.7 billion, respectively. Other net non-interest income dropped by 7 per cent. quarter-on-quarter.

The consolidated 1Q net interest margin improved by 17 bps quarter-on-quarter (3.66 per cent., without Nova KBM d.d. the level was the same). Across the OTP Group the highest underlying 1Q policy rate prevailed still in the Ukraine (25 per cent.), followed by the Hungarian reference rate (18 per cent.) and the Moldavian rate (14 per cent.). During the last 3 months the ECB increased rates by 100 bps which affected four subsidiaries of the OTP Group (in Slovenia, Croatia, Bulgaria and Montenegro). The underlying rate environment influenced lending activity and loan rates and to a lesser extent deposit pricing. As a result, the net interest margin improved significantly in countries directly or indirectly affected by ECB monetary policy, while at OTP Core and in Russia margins increased marginally; only the Ukrainian net interest margin declined quarter-on-quarter by a few bps.

The nominal quarterly operating expenses reduced only marginally quarter-on-quarter from the seasonally high 4Q levels, partially due to the consolidation of 2 months costs of HUF 8.7 billion of Nova KBM d.d.,

as well as the annual regulatory contributions booked in 1Q in several countries, but also the elevated personnel expenses fuelled by wage inflation. The consolidated 1Q cost-to-income ratio improved by 1.3 pps quarter-on-quarter to 49.3 per cent.

The amount of consolidated total risk cost remained modest, HUF 9 billion only. Within this provisions for impairment on loan losses comprised HUF 6 billion, 97 per cent. of which was related to the Russian and Ukrainian credit costs. As a result, the credit risk cost ratio was 0.12 per cent. (1Q 2022: 1.42 per cent., 4Q 2022: 0.66 per cent.).

The FX-adjusted consolidated performing (Stage 1+2) loan volumes increased by HUF 1,903 billion, 11 per cent. quarter-on-quarter (+21 per cent. year-on-year) and the total exposure reached close to HUF 19,000 billion. Adjusted for the acquisition of Nova KBM d.d. Slovenia, the organic quarter-on-quarter increase was close to 1 per cent. (FX-adjusted). The new acquisition added HUF 1,709 billion to the performing loan volumes (FX-adjusted).

As for the individual performances, the Bulgarian operation recorded a quarter-on-quarter increase of +6 per cent., OTP Core, OBH and OBRu demonstrated moderate quarter-on-quarter growth, while the Romanian and Serbian portfolio decreased by 2 per cent. quarter-on-quarter. In the case of OTP Core and DSK the corporate volumes were elevated by the refinancing of the Slovenian leasing entity that was carved out of the acquisition of Nova KBM d.d.. In 1Q it was the Ukrainian subsidiary that suffered the most significant loan volume drop (-10 per cent. quarter-on-quarter and -37 per cent. year-on-year, FX-adjusted).

As for the major segments, without Nova KBM d.d. impact the performing corporate exposures advanced by 2 per cent. quarter-on-quarter, other categories either grew marginally or stagnated.

The FX-adjusted deposits grew by 13 per cent. quarter-on-quarter and their volumes exceeded HUF 27,300 billion. Out of the consolidated total deposit base Nova KBM d.d. comprised HUF 3,106 billion, i.e., without the acquisition impact group-level volumes stagnated quarter-on-quarter.

Apart from OBH where deposit volumes declined (-8 per cent. quarter-on-quarter FX-adjusted, driven by pricing steps and one-off factors) other members of the OTP Group did not experience major deposit withdrawals in 1Q. In the case of OTP Core there was a quarter-on-quarter 1 per cent. decline in deposits (FX-adjusted) including the volume of retail targeted bonds; the outstanding volume of those bonds increased to HUF 99 billion by the end of 1Q 2023, i.e. the retail bond + deposit volumes overall remained stable quarter-on-quarter. Besides, the market share of the Issuer demonstrates a steadily improving trend in the retail segment.

The consolidated net loan to deposit and retail bonds ratio declined to 72 per cent. (-2 pps quarter-on-quarter).

The credit profile of the consolidated loan book kept further improving in 1Q 2023, with the major indicators shaping favourably. The Stage 3 ratio under IFRS 9 comprised 4.7 per cent. of the gross loan exposure by the end of 1Q 2023, underpinning a quarter-on-quarter 0.2 pp improvement. Without the impact of consolidating Nova KBM d.d. the ratio would have increased slightly quarter-on-quarter, from 4.9 per cent. to 5.0 per cent. The reason for the latter was that effective from 2023 the presentation of accrued interest on Stage 3 loans changed in the adjusted balance sheet, resulting in a technical increase elevated over the quarter in both the volume of Stage 3 loans and provisions.

On the group level the Ukrainian and Russian operations had the highest Stage 3 ratio (22.6 per cent and 15.8 per cent., respectively). During the course of the previous quarter the Russian Stage 3 ratio increased only marginally, whereas the Ukrainian ratio grew by more than 4 per cent.-points. The own coverage of the Stage 3 exposures increased quarter-on-quarter and reached almost 62 per cent.

**The following tables show additional financial information by main segments of the OTP Group, for the periods ended 31 March 2022 and 31 March 2023, respectively:**

**OTP Core**

	1Q 2022	1Q 2023	Change
	<i>(in HUF million)</i>		%
<b>Main components of the Statement of recognised income</b>			
Adjusted profit after tax for the year.....	95,306	43,055	(55)

	<b>1Q 2022</b>	<b>1Q 2023</b>	<b>Change</b>
Adjusted total income .....	167,471	149,701	(11)
Adjusted net interest income .....	105,311	89,783	(15)
Adjusted net profit from fees and commissions .....	41,266	43,952	7
Adjusted other net non-interest income .....	20,894	15,966	(24)
Adjusted other administrative expenses .....	(74,985)	(93,886)	25
Total risk costs .....	15,217	(985)	
	<b>1Q 2022</b>	<b>1Q 2023</b>	<b>Change</b>
	<i>(in HUF million)</i>		<i>%</i>
<b>Main components of balance sheet closing balances</b>			
Total Assets .....	16,317,284	18,726,491	15
Net customer loans (FX-adjusted) .....	5,375,522	6,276,681	17
	<b>1Q 2022</b>	<b>1Q 2023</b>	<b>Change</b>
			<i>pps</i>
<b>Indicators</b>			
ROE.....	19.2%	8.8%	(10.4)
Stage 3 loans under IFRS 9/gross customer loans.....	4.7%	5.1%	0.4
Own coverage of Stage 3 loans under IFRS 9.....	45.9%	47.5%	1.6

Note:

Starting from 1Q 2023 the segmentation of the Hungarian operation has been changed: in contrast to the previous practice, starting from 1Q 2023 Corporate Centre is no longer carved out of the OTP Core segment. In the affected tables of this report, the 2022 base periods were presented under the new segment definitions. The year-on-year changes are calculated from the restated figures.

### ***OTP Fund Management (Hungary)***

	<b>1Q 2022</b>	<b>1Q 2023</b>	<b>Change</b>
	<i>(in HUF million)</i>		<i>%</i>
<b>Main components of the Statement of recognised income</b>			
Adjusted profit after tax for the year .....	1,155	2,439	111
Adjusted total income .....	1,996	3,760	88
Adjusted net interest income .....	0	1	
Adjusted net profit from fees and commissions .....	2,156	3,583	66
Adjusted other net non-interest income .....	(160)	176	
Adjusted other administrative expenses .....	(594)	(1,037)	74
Total risk costs .....	(75)	0	
<b>Asset under management</b>			
Assets under management, total (w/o duplicates) <sup>(1)</sup>	1,229	2,068	16

Note:

(1) The cumulative net asset value of investment funds and managed assets of OTP Fund Management, eliminating the volume of own investment funds (duplications) being managed in other investment funds and managed assets of OTP Fund Management.

### ***Merkantil Group (Hungary)***

	<b>1Q 2022</b>	<b>1Q 2023</b>	<b>Change</b>
	<i>(in HUF million)</i>		<i>%</i>
<b>Main components of the Statement of recognised income</b>			
Adjusted profit after tax for the year .....	4,372	4,524	3
Adjusted total income .....	5,284	7,289	38

	<b>1Q 2022</b>	<b>1Q 2023</b>	<b>Change</b>
Adjusted net interest income .....	4,809	6,921	44
Adjusted net profit from fees and commissions.....	143	200	41
Adjusted other net non-interest income .....	332	168	(50)
Adjusted other administrative expenses .....	(2,413)	(2,890)	20
Total risk costs .....	2,018	602	(20)
	<b>1Q 2022</b>	<b>1Q 2023</b>	<b>Change</b>
			<i>pps</i>
<b>Indicators</b>			
Stage 3 loans under IFRS 9/gross customer loans.....	2.5%	2.6%	0.1
Own coverage of Stage 3 loans under IFRS 9.....	48.7%	51.0%	2.3
ROE.....	29.9%	32.3%	2.4

### ***DSK Group (Bulgaria)***

	<b>1Q 2022</b>	<b>1Q 2023</b>	<b>Change</b>
	<i>(in HUF million)</i>		<i>%</i>
<b>Main components of the Statement of recognised income</b>			
Adjusted profit after tax for the year .....	21,064	35,601	69
Adjusted total income .....	47,777	70,847	48
Adjusted net interest income.....	29,892	49,512	66
Adjusted net profit from fees and commissions .....	15,374	17,224	12
Adjusted other net non-interest income.....	2,511	4,110	64
Adjusted other administrative expenses .....	(18,888)	(31,261)	66
Total risk costs .....	(5,449)	(288)	(95)
	<b>1Q 2022</b>	<b>1Q 2023</b>	<b>Change</b>
			<i>pps</i>
<b>Indicators</b>			
Stage 3 loans under IFRS 9/gross customer loans.....	6.0%	3.3%	(2.7)
Own coverage of Stage 3 loans under IFRS 9.....	69.0%	61.1%	(7.9)
ROE.....	12.4%	19.0%	6.6

### ***OTP Bank Slovenia***

	<b>1Q 2022</b>	<b>1Q 2023</b>	<b>Change</b>
	<i>(in HUF million)</i>		<i>%</i>
<b>Main components of the Statement of recognised income</b>			
Adjusted profit after tax for the year .....	4,937	20,265	310
Adjusted total income .....	11,060	38,955	252
Adjusted net interest income .....	6,931	29,611	327
Adjusted net profit from fees and commissions.....	3,690	8,416	128
Adjusted other net non-interest income .....	440	928	111
Adjusted other administrative expenses .....	(6,915)	(16,708)	142
Total risk costs .....	2,038	400	(80)
	<b>1Q 2022</b>	<b>1Q 2023</b>	<b>Change</b>
			<i>pps</i>
<b>Indicators</b>			
Stage 3 loans under IFRS 9/gross customer loans.....	1.2%	1.0%	(0.2)

	<u>1Q 2022</u>	<u>1Q 2023</u>	<u>Change</u>
			<i>pps</i>
Own coverage of Stage 3 loans under IFRS 9.....	59.8%	38.8%	(21.0)
ROE.....	11.4%	21.2%	9.8

### **OBH (Croatia)**

	<u>1Q 2022</u>	<u>1Q 2023</u>	<u>Change</u>
	<i>(in HUF million)</i>		<i>%</i>
<b>Main components of the Statement of recognised income</b>			
Adjusted profit after tax for the year.....	11,074	12,801	16
Adjusted total income.....	21,704	27,278	26
Adjusted net interest income.....	15,408	20,354	32
Adjusted net profit from fees and commissions.....	4,822	5,453	13
Adjusted other net non-interest income.....	1,474	1,471	0
Adjusted other administrative expenses.....	(11,771)	(13,469)	14
Total risk costs.....	3,491	1,304	(63)
	<u>1Q 2022</u>	<u>1Q 2023</u>	<u>Change</u>
			<i>pps</i>
<b>Indicators</b>			
Stage 3 loans under IFRS 9/gross customer loans.....	7.5%	4.8%	(2.7)
Own coverage of Stage 3 loans under IFRS 9.....	62.4%	71.5%	9.1
ROE.....	13.0%	13.7%	0.7

### **OTP Bank Serbia**

	<u>1Q 2022</u>	<u>1Q 2023</u>	<u>Change</u>
	<i>(in HUF million)</i>		<i>%</i>
<b>Main components of the Statement of recognised income</b>			
Adjusted profit after tax for the year.....	10,860	16,429	51
Adjusted total income.....	21,480	30,681	43
Adjusted net interest income.....	15,788	24,221	53
Adjusted net profit from fees and commissions.....	3,695	4,179	13
Adjusted other net non-interest income.....	1,997	2,281	14
Adjusted other administrative expenses.....	(10,526)	(11,740)	12
Total risk costs.....	1,447	(49)	
	<u>1Q 2022</u>	<u>1Q 2023</u>	<u>Change</u>
			<i>pps</i>
<b>Indicators</b>			
Stage 3 loans under IFRS 9/gross customer loans.....	2.9%	2.7%	(0.2)
Own coverage of Stage 3 loans under IFRS 9.....	53.8%	63.0%	9.2
ROE.....	14.5%	18.8%	4.3

### **OTP Bank Albania**

	<u>1Q 2022</u>	<u>1Q 2023</u>	<u>Change</u>
	<i>(in HUF million)</i>		<i>%</i>
<b>Main components of the Statement of recognised income</b>			
Adjusted profit after tax for the year.....	2,261	3,812	69

	<b>1Q 2022</b>	<b>1Q 2023</b>	<b>Change</b>
Adjusted total income .....	3,638	7,759	113
Adjusted net interest income .....	3,026	6,436	113
Adjusted net profit from fees and commissions .....	449	867	93
Adjusted other net non-interest income .....	163	456	180
Adjusted other administrative expenses .....	(1,669)	(3,498)	110
Total risk costs .....	670	141	(79)
	<b>1Q 2022</b>	<b>1Q 2023</b>	<b>Change</b>
			<i>pps</i>
<b>Indicators</b>			
Stage 3 loans under IFRS 9/gross customer loans.....	3.1%	5.4%	2.3
Own coverage of Stage 3 loans under IFRS 9.....	74.5%	52.6%	(21.9)
ROE.....	26.0%	25.8%	(0.2)

### **CKB Group (Montenegro)**

	<b>1Q 2022</b>	<b>1Q 2023</b>	<b>Change</b>
	<i>HUF million</i>		<i>%</i>
<b>Main components of the Statement of recognised income</b>			
Adjusted profit after tax for the year .....	(1,230)	4,393	
Adjusted total income .....	5,604	8,439	51
Adjusted net interest income.....	4,305	6,695	55
Adjusted net profit from fees and commissions .....	1,239	1,500	21
Adjusted other net non-interest income .....	60	245	310
Adjusted other administrative expenses .....	(3,142)	(3,413)	9
Total risk costs .....	(3,632)	108	(103)
	<b>1Q 2022</b>	<b>1Q 2023</b>	<b>Change</b>
			<i>pps</i>
<b>Indicators</b>			
Stage 3 loans under IFRS 9/gross customer loans.....	6.5%	4.8%	(1.7)
Own coverage of Stage 3 loans under IFRS 9.....	67.4%	65.3%	(2.1)
ROE.....	(6.0%)	18.2%	24.2

### **OTP Bank Romania**

	<b>1Q 2022</b>	<b>1Q 2023</b>	<b>Change</b>
	<i>HUF million</i>		<i>%</i>
<b>Main components of the Statement of recognised income</b>			
Adjusted profit after tax for the year	(1,759)	1,250	
Adjusted total income	14,067	17,001	21
Adjusted net interest income	10,840	16,464	52
Adjusted net profit from fees and commissions	1,155	1,720	49
Adjusted other net non-interest income	2,072	(1,184)	
Adjusted other administrative expenses	(11,520)	(13,194)	15
Total risk costs	(4,306)	(2,271)	(47)
	<b>1Q 2022</b>	<b>1Q 2023</b>	<b>Change</b>
			<i>pps</i>
<b>Indicators</b>			

	<u>1Q 2022</u>	<u>1Q 2023</u>	<u>Change</u>
Stage 3 loans under IFRS 9/gross customer loans.....	5.3%	5.7%	0.4
Own coverage of Stage 3 loans under IFRS 9.....	58.6%	55.7%	(2.9)
ROE.....	(4.4%)	2.9%	7.3

### ***OTP Bank Russia***

	<u>1Q 2022</u>	<u>1Q 2023</u>	<u>Change</u>
	<i>HUF million</i>		<i>%</i>
<b>Main components of the Statement of recognised income</b>			
Adjusted profit after tax for the year.....	(27,222)	17,956	
Adjusted total income .....	26,273	48,594	85
Adjusted net interest income .....	20,567	30,240	47
Adjusted net profit from fees and commissions.....	5,085	8,979	77
Adjusted other net non-interest income .....	621	9,375	1409
Adjusted other administrative expenses .....	(13,890)	(20,579)	48
Total risk costs .....	(32,761)	(4,652)	(86)

	<u>1Q 2022</u>	<u>1Q 2023</u>	<u>Change</u>
			<i>pps</i>
<b>Indicators</b>			
Stage 3 loans under IFRS 9/gross customer loans.....	12.2%	15.8%	3.6
Own coverage of Stage 3 loans under IFRS 9.....	97.5%	93.7%	(3.8)
ROE.....	(53.3%)	24.2%	77.5

### ***OTP Bank Ukraine***

	<u>1Q 2022</u>	<u>1Q 2023</u>	<u>Change</u>
	<i>HUF million</i>		<i>%</i>
<b>Main components of the Statement of recognised income</b>			
Adjusted profit after tax for the year.....	(34,400)	12,640	
Adjusted total income .....	23,032	28,455	24
Adjusted net interest income .....	18,814	23,972	27
Adjusted net profit from fees and commissions.....	3,031	3,196	5
Adjusted other net non-interest income .....	1,188	1,288	8
Adjusted other administrative expenses .....	(7,781)	(7,406)	(5)
Total risk costs .....	(49,312)	(4,789)	(90)

	<u>1Q 2022</u>	<u>1Q 2023</u>	<u>Change</u>
			<i>pps</i>
<b>Indicators</b>			
Stage 3 loans under IFRS 9/gross customer loans.....	6.6%	22.6%	16.0
Own coverage of Stage 3 loans under IFRS 9.....	73.1%	77.3%	4.2
ROE.....	(94.1%)	41.1%	135.2

### ***OTP Bank Moldova***

	<u>1Q 2022</u>	<u>1Q 2023</u>	<u>Change</u>
	<i>HUF million</i>		<i>%</i>
<b>Main components of the Statement of recognised income</b>			
Adjusted profit after tax for the year.....	(545)	4,497	

	1Q 2022	1Q 2023	Change
	<i>HUF million</i>		%
Adjusted total income .....	4,849	7,753	60
Adjusted net interest income.....	3,170	5,779	82
Adjusted net profit from fees and commissions .....	563	605	7
Adjusted other net non-interest income .....	1,116	1,368	23
Adjusted other administrative expenses .....	(2,114)	(2,803)	33
Total risk costs .....	(3,086)	154	

	1Q 2022	1Q 2023	Change
			<i>pps</i>
<b>Indicators</b>			
Stage 3 loans under IFRS 9/gross customer loans.....	1.9%	2.7%	0.8
Own coverage of Stage 3 loans under IFRS 9.....	56.1%	59.1%	3.0
ROE.....	(5.2%)	33.4%	38.6

(z) the following shall be added as a new sub-section immediately prior to the sub-section entitled “*Capital management*” on page 186 of the Base Prospectus:

**“Alternative Performance Measures for 1Q 2023**

***Adjusted profit after tax***

**Definition:** Profit after tax as per the financial statements modified by adjustments determined by management.

**Explanation:** Provides additional information on profits for the period on an adjusted basis, in order to enable better comparability of profits of prior periods.

**Reconciliation table:**

	<b>OTP Group</b>	
	<b>1Q 2022</b>	<b>1Q 2023</b>
Profit after tax for the year .....	(33,405)	194,762
(-) Adjustments (total, after corporate income tax) .....	(122,029)	7,643
Dividends and net cash transfers (after tax) .....	31	157
Goodwill/investment impairment charges (after tax) .....	(56,279)	0
Special tax on financial institutions and one-timer payment compensating the underperformance of the financial transaction tax (after corporate income tax) .....	(20,227)	(88,131)
Expected one-off negative effect of the debt repayment moratorium in Hungary and Serbia (after corporate income tax) .....	3	0
Expected one-off effect of the extension of the interest rate cap for certain retail loans in Hungary (after tax) .....	0	318
Effect of the winding up of Sberbank Hungary (after tax) .....	0	10,389
Effect of acquisitions (after tax).....	(2,531)	84,929
Result of the treasury share swap agreement (after tax).....	(8,502)	(20)
Impairments on Russian government bonds at OTP Core and DSK Bank booked in 2022 (after tax) .....	(34,525)	0
Adjusted profit after tax for the year .....	88,624	187,119

***Adjusted net interest income***

**Definition:** Net interest income before loss allowance on loans and placements as per the financial statements modified by adjustments determined by management.

**Explanation:** Provides additional information on net interest income for the period on an adjusted basis, in order to enable better comparability of net interest income of prior periods.

**Reconciliation table:**

	<b>OTP Group</b>	
	<b>1Q 2022</b>	<b>1Q 2023</b>
Net interest income .....	240,794	310,098
(+) Presentation of the revaluation result of intra-group swaps on the net interest income line realised at the Romanian and Slovakian operations.....	552	0
(-) Netting of interest revenues on DPD90+ loans with the related provision (booked on the Provision for loan losses line) at OTP Core and CKB.....	2,679	0
(-) Effect of acquisitions on net interest income .....	(728)	(1,297)

	<b>OTP Group</b>	
	<b>1Q 2022</b>	<b>1Q 2023</b>
(-) Reclassification due to the introduction of IFRS16 .....	(383)	(669)
Adjusted net interest income .....	239,779	312,064

### *Adjusted net profit from fees and commissions*

**Definition:** Net profit from fees and commissions as per the financial statements modified by adjustments determined by management.

**Explanation:** Provides additional information on net profit from fees and commissions for the period on an adjusted basis, in order to enable better comparability of net profit from fees and commissions of prior periods.

**Reconciliation table:**

	<b>OTP Group</b>	
	<b>1Q 2022</b>	<b>1Q 2023</b>
Net profit from fees and commissions.....	127,595	149,915
(+) Payment transaction duty.....	(21,465)	(25,899)
(-) Effect of acquisitions net profit from fees and commissions .....	(1)	(7)
(+) Presentation of the contribution from discontinued operation on the adjusted P&L lines .....	20,406	20,796
(-) Structural shift of income from currency exchange from net fees to the FX result .....	85,725	103,227
Adjusted net profit from fees and commissions .....	127,595	149,915

### *Adjusted other net non-interest income*

**Definition:** Sum of foreign exchange gains (net), gain/loss on securities (net), and other non-interest income (net) as per the financial statements modified by adjustments determined by management.

**Explanation:** Provides additional information on other non-interest income of the period on an adjusted basis, in order to enable better comparability of other non-interest income of prior periods.

**Reconciliation table:**

	<b>OTP Group</b>	
	<b>1Q 2022</b>	<b>1Q 2023</b>
Foreign exchange result .....	11,910	30,109
(-) Presentation of the revaluation result of intra-group swaps on the net interest income line realised at the Romanian and Slovakian operations.....	5,571	0
(-) Effect of acquisitions .....	2	0
(+) Structural shift of income from currency exchange from net fees to the FX result .....	20,406	20,796
Gain/loss on securities, net.....	(5,744)	7,317
(-) Effect of acquisitions .....	(91)	(220)
(-) Revaluation result of the treasury share swap agreement.....	(9,343)	(22)
(+) Structural adjustment due to the Gain from derecognition of financial assets at amortized cost line (against Gain/loss on securities, net) .....	41	(7,761)
(+) Shifting of the Gains and losses on non-trading securities mandatorily at fair value through profit or loss line from the Net other non-interest income to the Gains or losses from securities line .....	400	1,668
Gains and losses on real estate transactions .....	701	899
Result of discontinued operation and gains from disposal of subsidiaries classified as held for sale .....	986	0
(+) Other non-interest income .....	18,288	141,373
(+) Gains and losses on derivative instruments.....	(8,586)	(28,673)
(+) Net insurance result .....	165	334
(+) Losses on loans measured mandatorily at fair value through other comprehensive income and on securities at amortised cost.....	636	6,225
(-) Shifting of the Gains and losses on non-trading securities mandatorily at fair value through profit or loss line from the Net other non-interest income to the Gains or losses from securities line.....	400	1,668
(-) Received cash transfers .....	83	73
(+) Other non-interest expenses.....	(12,266)	(18,046)
(+) Change in shareholders' equity of companies consolidated with equity method, and the change in the net asset value of the private equity funds managed by PortfoLion.....	401	492
(-) Effect of acquisitions .....	0	99,458
(-) Presentation of the revaluation result of intra-group swaps on the net interest income line realised at the Romanian and Slovakian operations.....	(5,018)	0
(-) One-off impact of the CHF mortgage loan conversion programme and regulatory changes related to mortgage loans in Romania .....	(279)	0
(-) Netting of refunds related to legal cases (accounted for on the Net other non-interest result line) with the release of provisions created earlier for these cases (accounted for on the Other provisions line) from 1Q 2017 at OTP Bank Romania.....	(76)	0
(+) Shifting of the costs of mediated services at Merkantil Bérlet Ltd. to the net other non-interest result line .....	(393)	(427)
(+) Structural adjustment due to the Gain from derecognition of financial assets at amortized cost line (against Net other non-interest result) .....	0	(94)
(-) Expected one-off effect of the interest rate cap for certain loans in Hungary .....	0	(94)

	<b>OTP Group</b>	
	<b>1Q 2022</b>	<b>1Q 2023</b>
Adjusted other net non-interest income without one-offs.....	35,696	41,839

### *Adjusted total income*

**Definition:** Sum of adjusted net interest income, adjusted net profit from fees and commissions and adjusted other net non-interest income without one-offs.

**Explanation:** Provides additional information of total income on an adjusted basis, in order to enable better comparability of total income of prior periods.

#### **Reconciliation table:**

	<b>OTP Group</b>	
	<b>1Q 2022</b>	<b>1Q 2023</b>
Adjusted net interest income.....	239,779	312,064
Adjusted net profit from fees and commissions.....	85,725	103,227
Adjusted other net non-interest income without one-offs.....	35,696	41,839
Adjusted total income.....	361,200	457,129

### *Adjusted operating expenses*

**Definition:** Other administrative expenses as per the financial statements modified by adjustments determined by management.

**Explanation:** Provides additional information of other administrative expenses on an adjusted basis, in order to enable better comparability of other administrative expenses of prior periods.

#### **Reconciliation table:**

	<b>OTP Group</b>	
	<b>1Q 2022</b>	<b>1Q 2023</b>
Depreciation.....	(91,354)	(29,113)
(-) Goodwill impairment charges.....	(67,715)	0
(-) Effect of acquisitions.....	(1,252)	(1,127)
(-) Reclassification due to the introduction of IFRS16.....	(4,090)	(4,657)
(+) Shifting of right of use asset depreciation from other non-interest expenses to the depreciation line.....	0	(145)
Personnel expenses.....	(84,061)	(108,236)
(-) Effect of acquisitions.....	(232)	(528)
Other administrative expenses.....	(104,529)	(197,079)
(+) Other costs and expenses.....	(1,547)	(1,340)
(+) Other non-interest expenses.....	(15,831)	(32,303)
(-) Paid cash transfers.....	(3,564)	(14,257)
(+) Film subsidies and cash transfers to public benefit organisations.....	(3,451)	(14,234)
(-) Other non-interest expenses.....	(12,266)	(18,046)
(-) Special tax on financial institutions (recognised as other administrative expenses).....	(22,128)	(96,742)
(-) Tax deductible transfers (offset against corporate taxes).....	(1,669)	0
(-) Financial Transaction Tax.....	(21,465)	(25,899)
(-) Effect of acquisitions.....	(420)	(1,025)
(+) Reclassification due to the introduction of IFRS16.....	(4,473)	(5,326)
(-) Expected one-off negative effect of the debt repayment moratorium in Hungary and Serbia.....	(3)	0
(-) Shifting of the costs of mediated services at Merkantil Bérlét Ltd. to the net other non-interest result line.....	(393)	(427)
(+) Shifting of certain expenses arising from mediated services from other provisions to the other non-interest expenses line.....	(183)	(345)
(-) Shifting of right of use asset depreciation from other non-interest expenses to the depreciation line.....	0	(145)
Adjusted operating expenses.....	(170,231)	(225,269)

### *Adjusted provision for impairment on loan and placement losses*

**Definition:** Loss allowance on loans and placements as per the financial statements modified by adjustments determined by management.

**Explanation:** Provides additional information of loss allowance on loans and placements on an adjusted basis, in order to enable better comparability of loss allowance on loans and placements of prior periods.

#### **Reconciliation table:**

	<b>OTP Group</b>	
	<b>1Q 2022</b>	<b>1Q 2023</b>
Provision for impairment on loan and placement losses.....	(72,680)	(17,300)
(+) Modification gains or losses.....	(15)	298
(+) Change in the fair value attributable to changes in the credit risk of loans mandatorily measured at fair value through profit of loss.....	13,758	76
(+) Loss allowance on securities at fair value through other comprehensive income and on securities at amortized cost.....	(43,123)	(1,499)

	<b>OTP Group</b>	
	<b>1Q 2022</b>	<b>1Q 2023</b>
(+) Provision for commitments and guarantees given.....	(3,734)	(2,997)
(+) Impairment of assets subject to operating lease and of investment properties .....	26	4
(-) One-off impact of the CHF mortgage loan conversion programme and regulatory changes related to mortgage loans in Romania .....	96	0
(+) Netting of interest revenues on DPD90+ loans with the related provision (booked on the Provision for loan losses line) at OTP Core and CKB .....	2,679	0
(-) Effect of acquisitions.....	0	(11,813)
(-) Structural correction between Provision for loan losses and Other provisions.....	(43,097)	(1,495)
(-) Expected one-off negative effect of the debt repayment moratorium in Hungary and Serbia .....	6	0
(+) Structural adjustment due to the Gain from derecognition of financial assets at amortized cost line (against Provision for impairment on loan losses) .....	908	1,412
(-) Shifting of provision for impairment on placement losses to the other provisions line from 1Q 2022.....	(1,023)	(887)
(-) Expected one-off effect of the extension of the interest rate cap for certain retail loans in Hungary .....	0	232
Adjusted provision for impairment on loan and placement losses.....	(58,164)	(6,044)

### ***Return On Equity (“ROE”)***

**Definition:** Profit after tax for the given period (annualised for periods less than one year) divided by average total equity.

**Explanation:** Provides additional information on financial performance and profitability of the bank, compared to its average total equity.

**Reconciliation table:**

	<b>OTP Group</b>	
	<b>1Q 2022</b>	<b>1Q 2023</b>
Profit after tax for the year .....	(33,405)	194,762
Average total equity .....	2,962,454	3,296,749
ROE.....	(4.6%)	24.0%

### ***Adjusted ROE***

**Definition:** Adjusted profit after tax for the given period (annualised for periods less than one year) divided by average total equity.

**Explanation:** Provides additional information on financial performance and profitability of the OTP Group, compared to its average total equity.

**Reconciliation table:**

	<b>OTP Group</b>	
	<b>1Q 2022</b>	<b>1Q 2023</b>
Adjusted profit after tax for the year.....	88,624	187,119
Average total equity .....	2,962,454	3,296,749
Adjusted ROE.....	12.1%	23.0%

### ***Adjusted Return On Assets***

**Definition:** Adjusted profit after tax for the given period (annualised for periods less than one year) divided by average total assets.

**Explanation:** Provides additional information on financial performance and profitability of the OTP Group, compared to its average total assets.

**Reconciliation table:**

	<b>OTP Group</b>	
	<b>1Q 2022</b>	<b>1Q 2023</b>
Adjusted profit after tax for the year.....	88,624	187,119
Average total assets .....	28,360,399	34,535,419
Adjusted ROA.....	1.27%	2.20%

### ***Total revenue margin***

**Definition:** Adjusted total income for the given period (annualised for periods less than one year) divided by average total assets.

**Explanation:** Provides additional information on net revenue generation of assets and liabilities of the OTP Group.

**Reconciliation table:**

	<b>OTP Group</b>	
	<b>1Q 2022</b>	<b>1Q 2023</b>
Adjusted total income.....	361,200	457,129

	OTP Group	
	1Q 2022	1Q 2023
Average total assets .....	28,360,399	34,535,419
Total revenue margin .....	5.17%	5.37%

### *Net interest margin*

**Definition:** Adjusted net interest income for the given period (annualised for periods less than one year) divided by average total assets.

**Explanation:** Provides additional information on net interest generation of assets and liabilities of the OTP Group.

**Reconciliation table:**

	OTP Group	
	1Q 2022	1Q 2023
Adjusted net interest income .....	239,779	312,064
Average total assets .....	28,360,399	34,535,419
Net interest margin .....	3.43%	3.66%

### *Net fee and commission margin*

**Definition:** Adjusted net fee and commission income for the given period (annualised for periods less than one year) divided by average total assets.

**Explanation:** Provides additional information on net fee and commission generation of assets and liabilities of the OTP Group.

**Reconciliation table:**

	OTP Group	
	1Q 2022	1Q 2023
Adjusted net profit from fees and commissions .....	85,725	103,227
Average total assets .....	28,360,399	34,535,419
Net fee and commission margin .....	1.23%	1.21%

### *Other income margin*

**Definition:** Adjusted other net non-interest income for the given period (annualised for periods less than one year) divided by average total assets.

**Explanation:** Provides additional information on non-interest income generation of assets and liabilities of the OTP Group.

**Reconciliation table:**

	OTP Group	
	1Q 2022	1Q 2023
Adjusted other net non-interest income without one-offs .....	35,696	41,839
Average total assets .....	28,360,399	34,535,419
Other income margin .....	0.51%	0.49%

### *Cost-to-asset ratio*

**Definition:** Adjusted operating expenses for the given period (annualised for periods less than one year) divided by average total assets.

**Explanation:** Provides additional information on operating efficiency of the OTP Group.

**Reconciliation table:**

	OTP Group	
	1Q 2022	1Q 2023
Adjusted operating expenses .....	(170,231)	(225,269)
Average total assets .....	28,360,399	34,535,419
Cost-to-asset ratio .....	2.43%	2.65%

### *Cost-to-income ratio*

**Definition:** Adjusted operating expenses divided by Adjusted total income.

**Explanation:** Provides additional information on operating efficiency of the OTP Group.

**Reconciliation table:**

	OTP Group	
	1Q 2022	1Q 2023
Adjusted operating expenses .....	(170,231)	(225,269)
Adjusted total income .....	361,200	457,129
Cost-to-income ratio .....	47.1%	49.3%

### *Risk cost rate*

**Definition:** Absolute value of adjusted provision for impairment on loan and placement losses for the given period (annualised for periods less than one year) divided by average gross loans.

**Explanation:** Provides additional information on level of loss allowances compared to the size of the portfolio.

**Reconciliation table:**

	OTP Group	
	1Q 2022	1Q 2023
Adjusted provision for impairment on loan and placement losses .....	(58,164)	(6,044)
Average gross loans .....	17,456,325	20,113,639
Risk cost rate .....	1.42%	0.12%

### *Stage 3 ratio*

**Definition:** Stage 3 loans gross amount under IFRS 9 divided by total gross loans less accrued interest receivables related to Stage 3 loans.

**Explanation:** Provides additional information on the loan portfolio quality.

**Reconciliation table:**

	OTP Group	
	1Q 2022	1Q 2023
Stage 3 loans gross amount .....	879,023	977,504
Gross customer loans (adjusted) .....	16,985,594	20,850,594
Stage 3 ratio .....	5.2%	4.7%

### *Own coverage of Stage 3 loans*

**Definition:** Loss allowance on Stage 3 loans divided by Stage 3 loans gross amount.

**Explanation:** Provides additional information on the loan portfolio and its provisioning.

**Reconciliation table:**

	OTP Group	
	1Q 2022	1Q 2023
Loss allowance on Stage 3 loans .....	(543,717)	(604,499)
Stage 3 loans gross amount .....	879,023	977,504
Own coverage of Stage 3 loans .....	61.9%	61.8%

### *DPD90+ ratio*

**Definition:** Gross amount of loans overdue more than 90 days divided by total gross amount of loans less accrued interest receivables related to DPD90+ loans.

**Explanation:** Provides additional information on the loan portfolio.

**Reconciliation table:**

	OTP Group	
	1Q 2022	1Q 2023
Gross amount of loans overdue more than 90 days .....	542,137	628,863
Gross customer loans (adjusted) .....	16,985,594	20,850,594
DPD90+ ratio .....	3.2%	3.0%

### *DPD90+ coverage*

**Definition:** Total amount of allowances for loan losses as per the financial statements less allocated provision on accrued interest receivables related to DPD90+ loans divided by the gross amount of loans overdue more than 90 days.

**Explanation:** Provides additional information on the loan portfolio and its provisioning.

**Reconciliation table:**

	OTP Group	
	1Q 2022	1Q 2023
Allowances for loan losses .....	(938,395)	(946,802)
Impairment of finance lease receivables .....	(31,402)	(51,296)
(-) Allocated provision on accrued interest receivables related to DPD90+ loans .....	(38,045)	0
Allowances for loan losses (adjusted) .....	(931,752)	(998,098)
Gross amount of loans overdue more than 90 days .....	542,137	628,863
DPD90+ coverage .....	171.9%	158.7%

**Gross customer loans (adjusted)**

**Definition:** Gross customer loans including finance lease receivables and accrued interest receivables related to loans less accrued interest receivables related to Stage 3 loans

**Explanation:** Provides additional information on the loan portfolio.

**Reconciliation table:**

	<b>OTP Group</b>	
	<b>1Q 2022</b>	<b>1Q 2023</b>
Gross customer loans (incl. loans at amortized cost and loans mandatorily at fair value through profit or loss) (incl. accrued interest receivables related to loans) .....	15,792,236	19,532,154
Gross finance lease receivables .....	1,231,403	1,318,440
(-) Accrued interest receivables related to DPD90+ / Stage 3 loans.....	38,045	0
Gross customer loans (adjusted).....	16,985,594	20,850,594

**Net customer loans (adjusted)**

**Definition:** Gross customer loans including finance lease receivables and accrued interest receivables related to loans less allowance for loan losses

**Explanation:** Provides additional information on the proportion of loans and deposits.

**Reconciliation table:**

	<b>OTP Group</b>	
	<b>1Q 2022</b>	<b>1Q 2023</b>
Gross customer loans (adjusted).....	16,985,594	20,850,594
(+) Allowances for loan losses (incl. impairment of finance lease receivables) .....	(931,752)	(998,098)
Net customer loans (adjusted) .....	16,053,843	19,852,496

**Net loan-to-deposit ratio**

**Definition:** Gross customer loans less allowance for loan losses divided by total customer deposits without accrued interest liabilities on deposits from customers.

**Explanation:** Provides additional information on the proportion of loans and deposits.

**Reconciliation table:**

	<b>OTP Group</b>	
	<b>1Q 2022</b>	<b>1Q 2023</b>
Net customer loans (adjusted) .....	16,053,843	19,852,496
Deposits from customers (adjusted) .....	21,840,257	27,390,195
Net loan-to-deposit ratio .....	74%	72%

**Net loans to deposits including retail bonds ratio**

**Definition:** Gross customer loans less allowance for loan losses divided by the sum of total customer deposits without accrued interest liabilities on deposits from customers and retail bonds.

**Explanation:** Provides additional information on the proportion of loans and deposits.

**Reconciliation table:**

	<b>OTP Group</b>	
	<b>1Q 2022</b>	<b>1Q 2023</b>
Net customer loans (adjusted) .....	16,053,843	19,852,496
Deposits from customers (adjusted) .....	21,840,257	27,390,195
Retail bonds.....	0	98,959
Net loans to deposit including retail bonds ratio .....	74%	72%

”;

(aa) the following shall be included at the end of the section entitled *Regulatory capital and capital ratios*” starting on page 186 of the Base Prospectus:

“The composition of consolidated regulatory capital and the capital ratios of the Issuer according to Basel III regulation implementation, based on IFRS financials and accounting scope of consolidation, are as follows:

<b>Calculation on IFRS basis</b>	<b>1Q 2023</b>
Capital adequacy ratio (%).....	16.8%
Tier 1 ratio (%) .....	14.4%
Common Equity Tier 1 ratio (%) .....	14.4%
Own funds (in HUF billion).....	3,661
Tier 1 capital (in HUF billion) .....	3,137
Common Equity Tier 1 capital (in HUF billion) .....	3,137
Additional Tier 1 capital (in HUF billion) .....	0
Tier 2 (in HUF billion).....	524
Consolidated Risk Weighted Assets (in HUF billion).....	21,796
Consolidated Risk Weighted Assets/Total Assets .....	60%

In 1Q 2023 the CET1 ratio based on IFRS financials and accounting scope of consolidation decreased by 0.7 percentage points quarter on quarter. The main reasons for the quarterly drop in the ratio is due to the HUF 141 billion decrease in CET1 capital (numerator) and the HUF 1,390 billion increase of RWA (denominator). The main items contributing to the CET1 capital decrease: HUF 171 billion positive impact of quarterly profit after tax; HUF 28 billion positive effect of changes in the fair value of available-for-sale financial instruments; HUF 162 billion negative effect of FX changes; HUF 163 billion negative impact due to the transitional effects of IFRS 9 and HUF 15 billion negative impact due to deductions in capital as other items.

The main items contributing to the quarterly RWA increase: HUF 760 billion negative effect due to changes in FX rates; and HUF 2,096 billion positive effect of organic growth and HUF 54 billion due to increase in non-credit risk RWA.

At the end of 1Q 2023, the capital adequacy ratio of the OTP Group under CRR was 17.2 per cent., while the CET1 ratio was 14.8 per cent., both of which include eligible profit.”;

- (bb) the third paragraph starting with “*The capital requirement for year end 2022 also includes.....*” in the sub-section entitled “*Capital requirements*” on page 188 of the Base Prospectus shall be deleted and replaced with the following:

“The overall capital requirement for 1Q 2023 also included the 3.8 per cent. combined capital buffer requirement which was met by CET1. As at the date of this Base Prospectus, in Hungary the capital conservation buffer (“**CCB**”) is 2.5 per cent., the systemic risk buffer is 0 per cent., the other systemically important institutions (“**O-SII**”) buffer is 1 per cent. and the countercyclical buffer (“**CCyB**”) is 0 per cent. The O-SII buffer was 0.5 per cent. at year end 2022 and is expected to be set at 2 per cent. in 2024 for the Issuer. The MNB will modify the amount of the final buffer rates if material future changes in the systemic importance of the Issuer necessitate adjustments during the annual revisions.

In the course of 2023, the consolidated institution specific CCyB requirements are expected to increase further for the following reasons: (i) in Bulgaria the local relevant buffer is expected to further increase to 2.0 per cent. from 1 October 2023, (ii) in Hungary this requirement will be increased to 0.5 per cent. from 1 July 2023, (iv) in Romania this requirement will be increased to 1 per cent. from 23 October 2023 and (v) in Slovenia this requirement will be increased to 0.5 per cent. from 31 December 2023. Once all these changes have taken effect, the CCyB requirement on a consolidated level is expected to be 0.68 per cent. as at 31 December 2023.

In line with CRR II, the OTP Group considers 3 per cent. to be the minimum level of its leverage ratio.”;

- (cc) the following shall be included immediately after the table headed “*The following table sets out the main risk indicators of the OTP Group*” in the sub-section entitled “*Credit risk classification*” on page 193 of the Base Prospectus:

**“The following table sets out the main risk indicators of the OTP Group:**

	<b>1Q 2023</b>
Risk cost rate (Provision for impairment on loan and placement losses (adjusted)/Average gross customer loans) .....	0.12%
90+ DPD loan volume (in HUF billion) .....	629
90+ DPD loans/Gross customer loans.....	3.0%
Total provision/90+ DPD loans .....	158.7%

	<b>1Q 2023</b>
Consolidated Stage 1 loans under IFRS 9/gross customer loans (%).....	84.9%
Consolidated Stage 2 loans under IFRS 9/gross customer loans (%).....	10.4%
Own coverage of consolidated Stage 1 + Stage 2 loans under IFRS 9 (%) .....	2.0%
Own coverage of consolidated Stage 1 + Stage 2 loans without OBRu and OBU under IFRS 9 (%).....	1.6%
Consolidated Stage 3 loans under IFRS 9/gross customer loans (%).....	4.7%
Consolidated Stage 3 loans under IFRS 9/gross customer loans without OBRu and OBU under IFRS 9 (%).....	3.9%
Own coverage of consolidated Stage 3 loans under IFRS 9 (%).....	61.8%
Own coverage of consolidated Stage 3 loans without OBRu and OBU under IFRS 9 (%) .....	55.1%

- ”,
- (dd) the table headed “*The following table sets out the key liquidity risk indicators and their limits as of the end of 2017, 2018, 2019, 2020, 2021 and 2022*” in the sub-section entitled “*Liquidity position*” on page 194 of the Base Prospectus shall be deleted and replaced with the following:

**“The following table sets out the key liquidity risk indicators and their limits as of the end of 2017, 2018, 2019, 2020, 2021, 2022 and 1Q 2023:**

	<b>Requirement</b>	<b>2017</b>	<b>2018</b>	<b>2019</b>	<b>2020</b>	<b>2021</b>	<b>2022</b>	<b>1Q 2023</b>
Net stable funding ratio .....	at least 100%	145%	144%	125%	139%	139%	137%	139%
Liquidity coverage ratio.....	at least 100%	208%	207%	169%	214%	180%	172%	196%
Net loan to deposit ratio.....	—	68%	72%	79%	76%	75%	74%	72%

and

- (ee) the first paragraph starting with “*The Issuer’s management believe that by the end of 4Q 2022.....*” in the sub-section entitled “*Competitive environment in Hungary*” on pages 214 of the Base Prospectus shall be deleted and replaced with the following:

“The Issuer’s management believes that by the end of 1Q 2023, the OTP Group in Hungary had a 28 per cent. market share of total assets, 34 per cent. of retail loans, 39 per cent. of retail deposits, 20 per cent. of corporate loans and 23 per cent. of corporate deposits, respectively, and in the asset management segment, OTP Fund Management had a 28 per cent. market share.”

### **General Information**

The paragraph under the heading “*Significant/Material Change*” on page 245 of the Base Prospectus shall be deleted and replaced with the following:

““There has been no significant change in the financial performance or position of the Issuer or the OTP Group since 31 March 2023 (the date to which the Issuer’s last published consolidated financial information was prepared) nor any material adverse change in the prospects of the Issuer or the OTP Group since 31 December 2022 (the date to which the Issuer’s last published audited financial information was prepared).”

To the extent that there is any inconsistency between (a) any statement in this First Supplement or any statement incorporated by reference into the Base Prospectus by this First Supplement and (b) any other statement in or incorporated by reference into the Base Prospectus, the statement in (a) above will prevail.

Save as disclosed in this First Supplement, there is no other significant new factor, material mistake or material inaccuracy relating to the information included in the Base Prospectus since the publication of the Base Prospectus.