Final Terms

This document is for distribution to professional investors (as defined in Chapter 37 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited) ("**Professional Investors**") only.

Notice to Hong Kong investors: the Issuer confirms that the Notes are intended for purchase by Professional Investors only and will be listed on The Stock Exchange of Hong Kong Limited (the "**Hong Kong Stock Exchange**") on that basis. Accordingly, the Issuer confirms that the Notes are not appropriate as an investment for retail investors in Hong Kong. Investors should carefully consider the risks involved.

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The Base Prospectus (as defined below) (read together with these Final Terms) includes particulars given in compliance with the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited for the purpose of giving information with regard to the Issuer and the OTP Group. The Issuer accepts full responsibility for the accuracy of the information contained in the Base Prospectus (read together with these Final Terms) and confirms, having made all reasonable enquiries, that to the best of its knowledge and belief there are no other facts the omission of which would make any statement herein misleading.

PROHIBITION OF SALES TO EEA RETAIL INVESTORS – The Notes are not intended to be offered, sold or otherwise made available to and should not be offered, sold or otherwise made available to any retail investor in the European Economic Area ("**EEA**"). For these purposes, a retail investor means a person who is one (or more) of: (i) a retail client as defined in point (11) of Article 4(1) of Directive 2014/65/EU (as amended, "**MiFID II**"); or (ii) a customer within the meaning of Directive (EU) 2016/97 (as amended or superseded), where that customer would not qualify as a professional client as defined in point (10) of Article 4(1) of MiFID II; or (iii) not a qualified investor as defined in Regulation (EU) 2017/1129 (the "**Prospectus Regulation**"). Consequently, no key information document required by Regulation (EU) No 1286/2014 (as amended, the "**PRIIPs Regulation**") for offering or selling the Notes or otherwise making them available to retail investors in the EEA has been prepared and therefore offering or selling the Notes or otherwise making them available to any retail investor in the EEA may be unlawful under the PRIIPs Regulation.

PROHIBITION OF SALES TO UK RETAIL INVESTORS – The Notes are not intended to be offered, sold, distributed or otherwise made available to and should not be offered, sold, distributed or otherwise made available to any retail investor in the United Kingdom ("**UK**"). For these purposes, a retail investor means a person who is either one (or both) of: (i) not a professional client, as defined in point (8) of Article 2(1) of Regulation (EU) No 600/2014 as it forms part of UK domestic law by virtue of the European Union (Withdrawal) Act 2018 ("**EUWA**"); or (ii) not a qualified investor as defined in paragraph 15 of Schedule 1 to the Public Offers and Admissions to Trading Regulations 2024. Consequently, no disclosure document required by the FCA Product Disclosure Sourcebook ("**DISC**") for offering, selling or distributing the Notes or otherwise making them available to retail investors in the UK has been prepared and therefore offering, selling or

distributing the Notes or otherwise making them available to any retail investor in the UK may be unlawful under the DISC and the Consumer Composite Investments (Designated Activities) Regulations 2024.

MiFID II PRODUCT GOVERNANCE/PROFESSIONAL INVESTORS AND ECPs ONLY TARGET MARKET – Solely for the purposes of each manufacturers' product approval process, the target market assessment in respect of the Notes has led to the conclusion that: (i) the target market for the Notes is eligible counterparties and professional clients only, each as defined in MiFID II; and (ii) all channels for distribution of the Notes to eligible counterparties and professional clients are appropriate. Any person subsequently offering, selling or recommending the Notes (a "**distributor**") should take into consideration the manufacturers' target market assessment; however, a distributor subject to MiFID II is responsible for undertaking its own target market assessment in respect of the Notes (by either adopting or refining the manufacturers' target market assessment) and determining appropriate distribution channels.

UK MiFIR PRODUCT GOVERNANCE/PROFESSIONAL INVESTORS AND ECPs ONLY TARGET MARKET – Solely for the purposes of the manufacturer's product approval process, the target market assessment in respect of the Notes has led to the conclusion that: (i) the target market for the Notes is only eligible counterparties, as defined in the FCA Handbook Conduct of Business Sourcebook, and professional clients, as defined in Regulation (EU) No 600/2014 as it forms part of UK domestic law by virtue of the EUWA ("**UK MiFIR**"); and (ii) all channels for distribution of the Notes to eligible counterparties and professional clients are appropriate. Any distributor should take into consideration the manufacturer's target market assessment; however, a distributor subject to the FCA Handbook Product Intervention and Product Governance Sourcebook is responsible for undertaking its own target market assessment in respect of the Notes (by either adopting or refining the manufacturer's target market assessment) and determining appropriate distribution channels.

Final Terms dated 28 September 2026

OTP BANK NYRT.

Legal Entity Identifier (LEI): 529900W3MOO00A18X956

Issue of €750,000,000 4.500 per cent. Senior Preferred Fixed-to-Floating Callable Notes due 2031

under the €7,000,000,000 Euro Medium Term Note Programme

PART A – CONTRACTUAL TERMS

Terms used herein shall be deemed to be defined as such for the purposes of the Terms and Conditions of the Notes (the "**Conditions**") set forth in the base prospectus dated 27 May 2026 and the supplements to the base prospectus dated 11 June 2026 and 10 August 2026 which together constitute a base prospectus (the "**Base Prospectus**") for the purposes of Regulation (EU) 2017/1129 (the "**Prospectus Regulation**"). This document constitutes the Final Terms of the Notes described herein for the purposes of the Prospectus Regulation and must be read in conjunction with the Base Prospectus as so supplemented.

Full information on the Issuer and the offer of the Notes described herein is only available on the basis of the combination of these Final Terms and the Base Prospectus. The Base Prospectus and these Final Terms have been published on the website of the Luxembourg Stock Exchange (www.luxse.com). The Base Prospectus has been and the Final Terms will be published on the website of the Hong Kong Stock Exchange (www.hkexnews.hk).

1.	Issuer:		OTP Bank Nyrt.
DESCRIPTION OF THE NOTES			
2.	(i)	Series Number:	20
	(ii)	Tranche Number:	1
	(iii)	Date on which the Notes become fungible:	Not Applicable
3.	Specified Currency or Currencies:		Euro ("**€**")
4.	Aggregate Principal Amount:		€750,000,000
5.	Issue Price:		99.964 per cent. of the Aggregate Principal Amount
6.	(i)	Specified Denominations:	€100,000 and integral multiples of €1,000 in excess thereof
	(ii)	Calculation Amount:	€1,000
7.	(i)	Issue Date:	30 September 2026
	(ii)	Interest Commencement Date:	Issue Date
8.	Maturity Date:		30 September 2031
9.	Interest Basis:		4.500 per cent. Fixed Rate in respect of the period beginning on (and including) the Interest Commencement Date and ending on (but excluding) 30 September 2030 (the "**Optional Redemption Date**"); and Floating Rate 3-Month EURIBOR + Margin thereafter in respect of the period beginning

		on (and including) the Optional Redemption Date and ending on (but excluding) the Maturity Date. (see paragraphs 11, 15 and 17 below)
10.	Redemption/Payment Basis:	Subject to any purchase and cancellation or early redemption, the Notes will be redeemed on the Maturity Date at 100 per cent. of their principal amount.
11.	Change of Interest or Redemption/Payment Basis:	Fixed Rate Note Provisions in respect of the period beginning on (and including) the Interest Commencement Date and ending on (but excluding) the Optional Redemption Date and Floating Rate Note Provisions thereafter in respect of the period beginning on (and including) the Optional Redemption Date and ending on (but excluding) the Maturity Date.
12.	Put/Call Options:	Issuer Call (see paragraph 18 below)
13.	Clean-Up Call Option:	Applicable – Condition 10(p) (*Clean Up Call Option*) will apply. The Clean-Up Call Minimum Percentage will be 75 per cent. of the principal amount outstanding of the Notes originally issued. The Clean-Up Call Option Amount will be in the amount of €1,000 per Calculation Amount.
14.	(i) Status of the Notes:	Senior Preferred Notes
	(ii) Senior Preferred Notes Restricted Default:	Condition 14(b) *(Tier 2 Capital Notes, Senior Preferred Notes and Senior Non-Preferred Notes (Restricted Default))*: Applicable
	(iii) Senior Preferred Notes: Gross-up of principal:	Not Applicable
	(iv) Date ALCO approval for issuance of Notes obtained:	31 August 2026

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

15.	**Fixed Rate Note Provisions**		Applicable in respect of the period beginning on (and including) the Interest Commencement Date and ending on (but excluding) the Optional Redemption Date
	(i)	Rate of Interest:	4.500 per cent. per annum payable annually in arrear on each Interest Payment Date
	(ii)	Interest Payment Dates:	30 September in each year, up to and including the Optional Redemption Date, commencing on 30 September 2027.
	(iii)	Fixed Coupon Amount in respect of the period from	€45.00 per Calculation Amount

		(and including) the Interest Commencement Date up to (but excluding) the Optional Redemption Date:	
	(iv)	Broken Amount(s):	Not Applicable
	(v)	Day Count Fraction:	Actual/Actual (ICMA)
	(vi)	Business Day Convention:	Not Applicable
16.	**Reset Note Provisions**		Not Applicable
17.	**Floating Rate Note Provisions**		Applicable in respect of the period beginning on (and including) the Optional Redemption Date and ending on (but excluding) the Maturity Date.
	(i)	Specified Period(s):	Not Applicable
	(ii)	Interest Payment Dates:	30 December 2030, 30 March 2031, 30 June 2031 and 30 September 2031, subject to adjustment in accordance with the Business Day Convention set out in (v) below
	(iii)	First Interest Payment Date:	30 December 2030
	(iv)	Effective Interest Payment Date:	Not Applicable
	(v)	Business Day Convention:	Modified Following Business Day Convention
	(vi)	Additional Business Centre(s):	Not Applicable
	(vii)	Manner in which the Rate(s) of Interest is/are to be determined:	Screen Rate Determination
	(viii)	Party responsible for calculating the Rate(s) of Interest and/or Interest Amount(s) (if not the Fiscal Agent):	Fiscal Agent
	(ix)	Screen Rate Determination:	Applicable
		• Index Determination:	Not Applicable
		• Reference Rate:	3-month EURIBOR
		• Reference Bank(s):	As per Conditions
		• Interest Determination Date(s):	The second TARGET Settlement Day prior to each Interest Payment Date
		• Relevant Screen Page:	Bloomberg Page EUR003M Index
		• Relevant Time:	11:00 a.m. in the Relevant Financial Centre
		• Relevant Financial Centre:	Brussels
		• Calculation Method:	Not Applicable
		• Observation Method:	Not Applicable
		• Observation Look-back Period:	Not Applicable
		• D:	Not Applicable

		• Rate Cut-off Date:	Not Applicable
		• Reference Currency:	Euro
		• Designated Maturity:	Not Applicable
		• Determination Time:	Not Applicable
		• CMS Rate Fixing Centre(s):	Not Applicable
	(x)	• ISDA Determination:	Not Applicable
		• Floating Rate Option:	Not Applicable
		• Reset Date:	Not Applicable
		• ISDA Definitions:	Not Applicable
	(xi)	• Linear Interpolation:	Not Applicable
	(xii)	• Margin:	+1.050 per cent. per annum
	(xiii)	• Minimum Rate of Interest:	Not Applicable
	(xiv)	• Maximum Rate of Interest:	Not Applicable
	(xv)	• Day Count Fraction:	Actual/360
18.	**Zero Coupon Note Provisions**		Not Applicable

PROVISIONS RELATING TO REDEMPTION, SUBSTITUTION AND VARIATION

19.	**Call Option**		Applicable
	(i)	Optional Redemption Date (Call):	30 September 2030
	(ii)	Optional Redemption Amount (Call):	€1,000 per Calculation Amount
	(iii)	Series redeemable in part:	No
	(iv)	If redeemable in part:	Not Applicable
	(v)	Notice period:	Minimum period: 10 days Maximum period: 30 days
20.	**Senior Non-Preferred Notes and Senior Preferred Notes**		
	(i)	Senior Notes: Loss Absorption Disqualification Event Redemption:	Applicable
	(ii)	Optional Redemption Amount (Loss Absorption Disqualification Event):	€1,000 per Calculation Amount
	(iii)	Senior Notes: Substitution and Variation:	Applicable
	(iv)	Senior Notes: Tax Event (Deductibility):	Applicable
21.	**Tier 2 Capital Notes**		
	(i)	Optional Redemption Amount (Capital Disqualification Event):	Not Applicable

	(ii)	Tier 2 Capital Notes: Substitution and Variation:	Not Applicable
	(iii)	Tier 2 Capital Notes: Tax Event (Deductibility):	Not Applicable
22.	**Put Option**		Not Applicable
23.	Early Redemption Amount (Tax):		€1,000 per Calculation Amount
24.	Final Redemption Amount:		Subject to any purchase and cancellation or early redemption, the Notes will be redeemed on the Maturity Date at €1,000 per Calculation Amount
25.	Redemption Amount for Zero Coupon Notes:		Not Applicable

GENERAL PROVISIONS APPLICABLE TO THE NOTES

26.	Form of Notes:	**Registered Notes:** Global Certificate registered in the name of a nominee for a common safekeeper for Euroclear and Clearstream, Luxembourg (that is, held under the New Safekeeping Structure (NSS))
27.	New Global Note:	Not Applicable
28.	New Safekeeping Structure:	Yes
29.	Additional Financial Centre(s) or other special provisions relating to payment dates:	Not Applicable
30.	Talons for future Coupons to be attached to Definitive Notes:	No
31.	Renminbi Currency Fallback:	Not Applicable

THIRD PARTY INFORMATION

The information contained in paragraph 2 (*Ratings*) in Part B of these Final Terms has been extracted from the public websites of the respective rating agencies. The Issuer confirms that such information has been accurately reproduced and that, so far as it is aware and is able to ascertain from information published by the respective rating agencies, no facts have been omitted which would render the reproduced information inaccurate or misleading.

SIGNED on behalf of
OTP BANK NYRT.:

By: .....

Duly authorised SANDOR PATAKI

By: .....

Duly authorised IMRE BABARCZI

PART B – OTHER INFORMATION

1. **Listing**

(i)	Listing and admission to trading:	Application has been made by the Issuer (or on its behalf) for the Notes to be admitted to trading on the regulated market of the Luxembourg Stock Exchange with effect from the Issue Date. Application will be made to the Hong Kong Stock Exchange for the listing of, and permission to deal in, the Notes by way of debt issues to Professional Investors only. Expected effective listing date of the Notes on the Hong Kong Stock Exchange is 2 October 2026.
(ii)	Estimate of total expenses related to admission to trading:	€4,425 in respect of listing on the Luxembourg Stock Exchange. HK$28,000 in respect of listing on the Hong Kong Stock Exchange.

2. **Ratings**

Ratings:	The Notes to be issued are expected to be rated: S&P Global Ratings Europe Limited ("**S&P**"): BBB Scope Ratings GmbH ("**Scope**"): BBB+ In accordance with S&P ratings definitions available as at the date of these Final Terms on https://www.spglobal.com/ratings/en/regulatory/article/190705-s-p-global-ratings-definitions-s504352, obligations rated "BBB" exhibits adequate protection parameters. In accordance with Scope's rating definition available as at the date of these Final Terms on https://scoperatings.com/dam/jcr:489a367c-01ba-4b3e-b203-1de2dca46da2/Scope%20Ratings%20Rating%20Definition%202023.pdf;jsessionid=CF3B94527C759A7D566DA4C7A4F90CD2, obligations rated "BBB+" reflect an opinion of good credit quality. Ratings issued by Scope are expressed with '+' and '-' as additional subcategories. S&P and Scope are established in the European Economic Area (the "**EEA**") and are registered under Regulation (EC) No. 1060/2009 (as amended) (the "**CRA Regulation**"). As such, S&P and Scope are included in the list of credit rating agencies published by the European Securities and Markets Authority on its website in accordance with the CRA Regulation.

3. **INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE/OFFER**

Save for any fees payable to the Managers, so far as the Issuer is aware, no person involved in the offer of the Notes has an interest material to the offer. The Managers and their affiliates have engaged, and may in the future engage, in investment banking and/or commercial banking transactions with, and may perform other services for, the Issuer and its affiliates in the ordinary course of business.

4. **REASONS FOR THE OFFER AND ESTIMATED NET PROCEEDS**

(i) Reasons for the offer: see "*Use of Proceeds*" in the Base Prospectus.

(ii) Estimated net proceeds: €748,230,000

5. **YIELD**

Indication of yield:	For the period from (and including) the Issue Date to (but excluding) the Optional Redemption Date, 4.510 per cent. per annum. The indicative yield is calculated at the Issue Date on the basis of the Issue Price. It is not an indication of future yield.

6. **OPERATIONAL INFORMATION**

(i)	ISIN:	XS3503273719
(ii)	Common Code:	350327371
(iii)	Any clearing system(s) other than Euroclear or Clearstream, Luxembourg and the relevant identification number(s):	Not Applicable
(iv)	Delivery:	Delivery against payment
(v)	Names and addresses of additional Agent(s) (if any):	Not Applicable
(vi)	Intended to be held in a manner which would allow Eurosystem eligibility:	Yes. While the designation "yes" simply means that the Notes are intended upon issue to be deposited with one of the ICSDs as common safekeeper, and registered in the name of a nominee of one of the ICSDs acting as common safekeeper, and does not necessarily mean that the Notes will be recognised as eligible collateral for Eurosystem monetary policy and intra-day credit operations by the Eurosystem either upon issue or at any or all times during their life. Such recognition will depend upon the ECB being satisfied that Eurosystem eligibility criteria have been met.

7. **DISTRIBUTION**

(i)	U.S. Selling Restrictions:	Reg. S Compliance Category 2; TEFRA not applicable
(ii)	Prohibition of Sales to EEA Retail Investors:	Applicable
(iii)	Prohibition of Sales to UK Retail Investors:	Applicable
(iv)	Prohibition of Sales to Belgian Consumers:	Applicable
(v)	Singapore Sales to Institutional Investors and Accredited Investors Only:	Applicable

(vi)	Method of distribution:	Syndicated
(vii)	If syndicated:	
	• Names of Managers:	BNP PARIBAS Erste Group Bank AG Goldman Sachs Bank Europe SE OTP Bank Nyrt. UniCredit Bank GmbH
	• Stabilisation Manager(s) (if any):	BNP PARIBAS
(viii)	If non-syndicated, name and address of Dealer:	Not Applicable

8. **BENCHMARK REGULATION** EURIBOR is provided by European Money Markets Institute. As at the date hereof, European Money Markets Institute appears in the register of administrators and benchmarks established and maintained by the European Securities and Markets Authority pursuant to Article 36 of Regulation (EU) 2016/1011, as amended.