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Notice to Hong Kong investors: *the Issuer confirms that the Notes (as defined below) are intended for purchase by Professional Investors (as defined in Chapter 37 of the Listing Rules) only and are listed on The Stock Exchange of Hong Kong Limited ("**SEHK**") 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.*

PUBLICATION OF THE FINAL TERMS

otpbank

OTP Bank Nyrt.

(incorporated with limited liability in Hungary)

(the "Issuer")

EUR1,000,000,000 Fixed Rate Reset Callable Tier 2 Capital Notes due 2036
(Stock code: 40506)
(the "Notes")

under the Issuer's €7,000,000,000 Euro Medium Term Note Programme
(the "Programme")

This announcement is issued pursuant to Rule 37.39A of the Listing Rules.

Reference is made to the announcement of the publication of the base prospectus dated 27 May 2026 in relation to the Programme (the "**Base Prospectus**") on the SEHK dated 28 May 2026 (available at https://www1.hkexnews.hk/listedco/listconews/sehk/2026/0528/2026052800378.htm), to which the Base Prospectus was appended and the announcement of the publication of the first supplement to the Base Prospectus dated 11 June 2026 in relation to the Programme (the "**Supplement**") on the SEHK dated 11 June 2026 (available at https://www1.hkexnews.hk/listedco/listconews/sehk/2026/0611/2026061100954.htm), to which the Supplement was appended.

The final terms dated 22 June 2026 in relation to the Notes is appended to this announcement.

Hong Kong, 25 June 2026

As at the date of this announcement, the Directors of the Issuer are Dr. Sándor Csányi, Péter Csányi, László Wolf, Tamás György Erdei, Gabriella Balogh, György Nagy, Dr. Márton Gellért Vági and Dr. József Zoltán Vörös.

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.

The Hong Kong Stock Exchange has not reviewed the contents of this document, other than to ensure that the prescribed form disclaimer and responsibility statements, and a statement limiting distribution of this document to Professional Investors only have been reproduced in this document. Listing of the Programme or the Notes on the Hong Kong Stock Exchange is not to be taken as an indication of the commercial merits or credit quality of the Programme, the Notes, the Issuer or the Issuer's subsidiaries and any entity that is part of the prudential consolidation group taken as a whole (collectively, the "OTP Group") or quality of disclosure in this document. Hong Kong Exchanges and Clearing Limited and the Hong Kong Stock Exchange take no responsibility for the contents of this document, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this document.

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 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 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 (the "**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 22 June 2026

OTP BANK NYRT.

Legal Entity Identifier (LEI): 529900W3MOO00A18X956

Issue of
EUR 1,000,000,000 Fixed Rate Reset Callable Tier 2 Capital Notes due 2036

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 supplement to the base prospectus dated 11 June 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:	17
	(ii)	Tranche Number:	1
	(iii)	Date on which the Notes become fungible:	Not Applicable
3.	Specified Currency or Currencies:		Euro ("**EUR**")
4.	Aggregate Principal Amount		EUR 1,000,000,000
5.	Issue Price:		99.779 per cent. of the Aggregate Principal Amount
6.	(i)	Specified Denominations:	EUR 100,000 and integral multiples of EUR 1,000 in excess thereof
	(ii)	Calculation Amount:	EUR 1,000
7.	(i)	Issue Date:	24 June 2026
	(ii)	Interest Commencement Date:	Issue Date
8.	Maturity Date:		24 December 2036
9.	Interest Basis:		Reset Notes (see paragraph 15 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:		Not Applicable
12.	(i)	Put/Call Options:	Issuer Call (see paragraph 18 below)
	(ii)	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 EUR 1,000 per Calculation Amount
13.	(i)	Status of the Notes:	Tier 2 Capital Notes
	(ii)	Date of the ALCO approval for issuance of Notes obtained:	11 May 2026

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

14.	**Fixed Rate Note Provisions**		Not Applicable
15.	**Reset Note Provisions**		Applicable
	(i)	Initial Rate of Interest:	4.625 per cent. per annum payable annually in arrear on each Interest Payment Date

(ii)	Reset Rate:	Mid-Swap Rate
(iii)	First Margin:	+1.87 per cent. per annum
(iv)	Subsequent Margin:	Not Applicable
(v)	Interest Payment Date(s):	24 December in each year up to (and including) the Maturity Date, commencing on 24 December 2026 (the "**First Interest Payment Date**"). There will be a short first interest period from (and including) the Interest Commencement Date, to (but excluding) the First Interest Payment Date.
(vi)	Fixed Coupon Amount in respect of the period from (and including) the First Interest Payment Date up to (but excluding) the First Reset Date:	EUR 46.25 per Calculation Amount
(vii)	Broken Amount(s):	EUR 23.19 per Calculation Amount payable on the First Interest Payment Date
(viii)	First Reset Date:	24 December 2031
(ix)	Subsequent Reset Date(s):	Not Applicable
(x)	Fixed Leg Swap Payment Frequency:	Annual
(xi)	CMT Designated Maturity:	Not Applicable
(xii)	Relevant Screen Page:	Bloomberg EUAMDB05 Index
(xiii)	CMT Rate Screen Page:	Not Applicable
(xiv)	Mid-Swap Rate:	Single Mid-Swap Rate
(xv)	Mid-Swap Maturity:	5-year
(xvi)	Initial Mid-Swap Rate Final Fallback:	Not Applicable
(xvii)	Reset Maturity Initial Mid Swap Rate Final Fallback:	Not Applicable
(xviii)	Last Observable Mid-Swap Rate Final Fallback:	Applicable
(xix)	Subsequent Reset Rate Mid-Swap Rate Final Fallback:	Not Applicable
(xx)	Subsequent Reset Rate Last Observable Mid-	Not Applicable

		Swap Rate Final Fallback:	
	(xxi)	Reference Rate:	EURIBOR
	(xxii)	Reference Banks:	The provisions of the Conditions apply
	(xxiii)	Day Count Fraction:	Actual/Actual (ICMA)
	(xxiv)	Reset Determination Date(s):	The provisions of the Conditions apply
	(xxv)	Party responsible for calculating the Rate(s) of Interest and/or Interest Amount(s) (if not the Fiscal Agent):	Fiscal Agent
16.	**Floating Rate Note Provisions**		Not Applicable
17.	**Zero Coupon Note Provisions**		Not Applicable

PROVISIONS RELATING TO REDEMPTION, SUBSTITUTION AND VARIATION

18.	**Call Option**		Applicable
	(i)	Optional Redemption Date(s) (Call):	Any date from (and including) 24 June 2031 to (and including) the First Reset Date
	(ii)	Optional Redemption Amount (Call):	EUR 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
19.	**Senior Non-Preferred Notes and Senior Preferred Notes**		
	(i)	Senior Notes: Loss Absorption Disqualification Event Redemption:	Not Applicable
	(ii)	Optional Redemption Amount (Loss Absorption Disqualification Event):	Not Applicable
	(iii)	Senior Notes: Substitution and Variation:	Not Applicable
	(iv)	Senior Notes: Tax Event (Deductibility):	Not Applicable

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

GENERAL PROVISIONS APPLICABLE TO THE NOTES

25.	Form of Notes:	**Registered Notes:** Global Certificate registered in the name of a nominee for a common depositary for Euroclear and Clearstream, Luxembourg
26.	New Global Note:	Not Applicable

27.	New Safekeeping Structure:	No
28.	Additional Financial Centre(s) or other special provisions relating to payment dates:	Not Applicable
29.	Talons for future Coupons to be attached to Definitive Notes:	No
30.	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

By:..
Duly authorised

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. Effective listing date of the Notes on the Hong Kong Stock Exchange is expected to be on or about 25 June 2026.
(ii) Estimate of total expenses related to admission to trading:	EUR 7,550 in respect of listing on the Luxembourg Stock Exchange. HKD 42,000 in respect of listing on the Hong Kong Stock Exchange.

2. **Ratings**

Ratings:	The Notes to be issued have been rated: Moody's Investors Service Cyprus Ltd ("**Moody's**"): Ba1 Scope Ratings GmbH ("**Scope**"): BB+ In accordance with Moody's ratings definitions available as at the date of these Final Terms on https://ratings.moodys.com/rmc-documents/53954, obligations rated "Ba1" are judged to be speculative and are subject to substantial credit risk. In accordance with Scope's rating definitions available as at the date of these Final Terms on https://www.scoperatings.com/dam/jcr:489a367c-01ba-4b3e-b203-1de2dca46da2/Scope_Ratings_Rating_Definitions_2021.pdf, obligations rated "BB+" reflect an opinion of moderate credit quality. Ratings issued by Scope are expressed with '+' and '-' as additional subcategories. Moody's and Scope are in each case established in the European Economic Area (the "**EEA**") and registered under Regulation (EC) No. 1060/2009 (as amended) (the "**CRA Regulation**"). As such, Moody's 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 and as disclosed in "Description of the OTP Group's Business – Framework Agreements with Development Banks" in the Base Prospectus, 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: EUR 993,790,000

5. **YIELD**

Indication of yield:	For the period from (and including) the Issue Date to (but excluding) the First Reset Date, 4.677 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:	XS3406852536
(ii)	Common Code:	340685253
(iii)	CMU Instrument Number:	Not Applicable
(iv)	Any clearing system(s) other than Euroclear, Clearstream, Luxembourg and the CMU Service and the relevant identification number(s):	Not Applicable
(v)	Delivery:	Delivery against payment
(vi)	Names and addresses of additional Agent(s) (if any):	Not Applicable
(vii)	Intended to be held in a manner which would allow Eurosystem eligibility:	No. While the designation is specified as "no" at the date of these Final Terms, should the Eurosystem eligibility criteria be amended in the future such that the Notes are capable of meeting them, the Notes may then 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. Note that this does not necessarily mean that the Notes will then be recognised as eligible collateral for Eurosystem monetary policy and intra-day credit operations by the Eurosystem at any time 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:	
(a)	Names of Managers:	Citigroup Global Markets Europe AG Erste Group Bank AG J.P. Morgan SE Morgan Stanley Europe SE OTP Bank Nyrt. Société Générale
(b)	Stabilisation Manager(s) (if any):	Morgan Stanley Europe SE
(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.

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