

FINAL TERMS (in Slovak: *konečné podmienky*)

1 July 2024



Československá obchodná banka, a. s.

Title of the Notes: **Europsky kryty dlhopis (premiovy) CSOB SK 2029 I.**

issued under the **Debt Securities Issuance Programme**

**with the total principal amount of up to EUR 5,000,000,000 under the base prospectus**

Total principal amount of the issue: EUR 500,000,000

ISIN: SK4000025284

These Final Terms were prepared under Regulation (EU) 2017/1129 of the European Parliament and of the Council of 14 June 2017 on the prospectus to be published when securities are offered to the public or admitted to trading on a regulated market, and repealing Directive 2003/71/EC (the **Prospectus Regulation**), and to obtain complete information, they must be assessed and construed in conjunction with the base prospectus dated 20 November 2023 (the **Prospectus**) for the issuance programme of debt securities, which will be continuously or repeatedly issued by Československá obchodná banka, a. s. (the **Issuer**). The Prospectus and its supplements (if any) are available in Slovak language in the special section of the Issuer's website <https://www.csob.sk/o-nas/cenne-papiere/kryte-dlhopisy>. The information regarding the Issuer, the Notes and their offer is only complete in combination of these Final Terms and the Prospectus and its supplements (if any).

A Summary of the Issue (if applicable) is attached to these Final Terms.

The Prospectus was approved by the National Bank of Slovakia by its decision No.: 100-000-608-820 to file No.: NBS1-000-091-569 dated 27 November 2023 that become valid and binding on 28 November 2023. The Prospectus Supplement No.: 1 was approved by the National Bank of Slovakia by its decision No.: 100-000-647-841 to file No.: NBS1-000-094-047 dated 27 May 2024 that become valid and binding on 30 May 2024.

The risk factors related to the Issuer and the Notes are listed in clause 2 of the Prospectus "*Risk Factors*".

If the Final Terms are translated in another language and if there are any discrepancies between the Final Terms in Slovak and the Final Terms translated into any other language, the Slovak language version of the Final Terms shall prevail.

**MiFID II Product Governance / Eligible Counterparties and Professional Investors 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 Directive 2014/65/EU of the European Parliament and of the Council of 15 May 2014 on markets in financial instruments, as amended (**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 (as **Distributor**) should take into consideration the manufacturer's 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 each manufacturer's target market assessment) and determining appropriate distribution channels.

**UK MiFIR Product Governance / Eligible Counterparties and Professional Investors 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 only eligible counterparties as defined in the FCA Handbook Conduct of Business Sourcebook (**COBS**), and professional clients, as defined in the Regulation (EU) No 600/2014 of the European Parliament and of the Council of 15 May 2014 on markets in financial instruments as it forms part of UK domestic law by virtue of the European Union (Withdrawal) Act 2018 (**UK MiFIR**); 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 (as **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 (the **UK MiFIR Product Governance Rules**) is responsible for undertaking its own target market

assessment in respect of the Notes (by either adopting or refining each manufacturer's target market assessment) and determining appropriate distribution channels.

#### **Prohibition of Sales to Retail Investors in the European Economic Area**

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 client (investor) in any Member State of the European Economic Area (**EEA**). 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. 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 the Directive 2014/65/EU of the European Parliament and of the Council of 15 May 2014 on markets in financial instruments, as amended (**MiFID II**); (ii) a customer within the meaning of Directive (EU) 2016/97, as amended, 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 the Prospectus Regulation.

#### **Prohibition of Sales to Retail Investors in the United Kingdom**

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 client (investor) in the United Kingdom. For these purposes, a retail investor means a person who is one (or more) of: (i) a retail client, as defined in point (8) of Article 2 of the Commission Delegated Regulation (EU) No 2017/565 as it forms part of domestic law by virtue of the European Union (Withdrawal) Act 2018 (**EUWA**); (ii) a customer within the meaning of the provisions of the Financial Services and Markets Act 2000 (**FSMA**) and any rules or regulations made under the FSMA to implement Directive (EU) 2016/97, where that customer would not qualify as a professional client, as defined in point (8) of Article 2(1) of Regulation (EU) No 600/2014 as it forms part of domestic law by virtue of the EUWA; or (iii) not a qualified investor as defined in Article 2 of the UK Prospectus Regulation. Consequently no key information document required by Regulation (EU) No 1286/2014 as it forms part of UK domestic law by virtue of the EUWA (**the UK PRIIPs Regulation**) for offering or selling the Notes or otherwise making them available to retail investors in the United Kingdom has been prepared and therefore offering or selling the Notes or otherwise making them available to any retail investor in the United Kingdom may be unlawful under the UK PRIIPs Regulation.

## PART A: PROVISIONS SUPPLEMENTING TERMS AND CONDITIONS OF THE NOTES

### Clause 1: Basic information, form and manner of issue of the Notes

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| Type of Notes (1.1):                           | Covered Notes  |
| ISIN (1.1):                                    | SK4000025284   |
| FISN (1.1):                                    | Cesobcban/3.375 BD 20290703  |
| CFI (1.1):                                     | DBFSFB   |
| Common Code (1.1):                             | Not applicable.  |
| Principal Amount (1.3):                        | EUR 100,000  |
| Number of Securities (1.3):                    | 5,000  |
| Currency (1.4):                                | EUR  |
| Name (1.5):                                    | Europsky kryty dlhopis (premiovy) CSOB SK 2029 I.                                    |
| Aggregate Amount (1.6):                        | EUR 500,000,000  |
| Issuing in tranches or continuously (1.7):     | Not applicable, the Notes will be issued once, without being dividing into tranches. |
| Issue Date (Issuance Commencement Date) (1.9): | 3 July 2024  |

### Clause 4: Status of obligations

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| Status of obligations (4): | Obligations from the Covered Notes constitute direct, general, secured (covered), unconditional and unsubordinated liabilities of the Issuer which rank <i>pari passu</i> among themselves and always rank at least <i>pari passu</i> with any other direct, general, similarly secured (covered), unconditional and unsubordinated liabilities of the Issuer, present and future, save for those obligations of the Issuer which may be stipulated by mandatory provisions of law. |
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### Clause 6: Interest of Notes

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| Determination of interest (6.1):   | The Notes bear a fixed interest rate throughout their life, in the amount of 3.375% p.a. (the <b>Interest Rate</b> ). |
| Interest Payment Frequency (6.2):  | annually in arrears   |
| Interest Payment Date(s) (6.2):    | 3 July every year from the First Interest Payment Date until the Maturity Date  |
| First Interest Payment Date (6.2): | 3 July 2025   |
| Convention (6.2):                  | Actual/Actual (ISDA)  |
| Screen page (6.4):                 | Not applicable.   |
| Relevant value (6.4):              | Not applicable.   |

### Clause 7: Maturity of the Notes

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| Method of Redemption (7.1):                                | in a single instalment on 3 July 2029   |
| Repurchase (7.2):  | The Notes acquired by the Issuer will not cease to exist and the Issuer may keep and resell them. |
| Early redemption of the Notes decided by the Issuer (7.3): | The Issuer may not, based on its decision, redeem the Notes early.                                |

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| Early redemption of the Notes with target redemption upon reaching the Target Interest Amount (7.4): | The Notes do not have a target redemption upon reaching a certain amount of interest. |
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#### Clause 8: Payment Terms and Conditions

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| Financial Centre (8.8): | Bratislava, T2 |
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### PART B:

#### PROVISIONS SUPPLEMENTING TRADING, CONDITIONS OF THE OFFER AND OTHER INFORMATION

#### Clause 16: Admission to trading

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| Admission to trading:                        | The Issuer will submit an application to Burza cenných papierov v Bratislave, a.s., with its registered seat at Vysoká 17, 811 06 Bratislava, Slovak Republic, Identification No.: 00 604 054, for the admission of the Notes to trading on its regulated market: <i>Regulated Free Market</i> . |
| Estimated costs of the admission to trading: | The Issuer estimates the costs associated with the request and admission of the Notes to trading at EUR 4,400.   |
| Estimated net proceeds:                      | EUR 498,365,000  |

#### Clause 17: Conditions of the Offer

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| Type of Offer (17(a)):   | in an offer which is not subject to the obligation to publish a prospectus within and outside the Slovak Republic   |
| Form of Offer (17(a)):   | as a syndicated issue through (i) Commerzbank Aktiengesellschaft, Kaiserstraße 16 (Kaiserplatz), 60311 Frankfurt am Main, Germany; (ii) Erste Group Bank AG, Am Belvedere 1, 1100 Vienna, Austria; (iii) KBC Bank NV, Havenlaan 2, B-1080 Brussels, Belgium and (iv) NATIXIS, 7, promenade Germaine Sablon, 75013 Paris, France, acting as joint lead managers with respect to the Notes (together the <b>Joint Lead Managers</b> ) |
| Offer is addressed to (17(a)):   | eligible counterparties and qualified investors   |
| Distribution method (17(b)):   | The Joint Lead Managers will distribute the Notes in the Slovak Republic and also outside the Slovak Republic in one or several manners to which the obligation to publish a prospectus does not apply. The Issuer and the Joint Lead Managers have entered into the Subscription Agreement on 1 July 2024 for subscription of the Notes.   |
| Issue Price in % on issuance (17(c)):  | 99.873%   |
| Issue Price for continuing offers (17(c)):   | Not applicable.   |
| Specification of the term of the offer, issue and settlement of continuously issued Notes or subsequent tranches of the Notes within the offer for which a prospectus is not required (17(d)): | Not applicable.   |
| Information about the accrued interest (17(e)):  | Not applicable.   |
| Yield to Maturity (17(f)):   | 3.375% p.a.   |
| Prohibition of Sales to Retail Investors in the European Economic Area (17(g)):  | Applicable.   |

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| Prohibition of Sales to Retail Investors in the United Kingdom (17(h)): | Applicable. |
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**Clause 18: Additional Information**

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| Stabilisation Manager (18(a)):   | <p>A Joint Lead Manager may, but, for the avoidance of doubt, is not obliged to, over-allot the Notes or effect transactions with a view to supporting the market price of the Notes and/or any associated securities at a level higher than that which might otherwise prevail, but in doing so the Joint Lead Manager shall act as a principal and not as agent of the Issuer. Any stabilisation action or over-allotment will be conducted by the relevant stabilising manager in accordance with all applicable laws and rules. Any loss resulting from over-allotment and stabilisation shall be borne, and any net profit arising therefrom shall be retained, by any stabilising manager for its own account. The Issuer has not authorised the issue of the Notes in a principal amount exceeding EUR 500,000,000.</p> <p>NATIXIS is appointed as the central point responsible for public disclosure of stabilisation and handling any competent authority requests, in each case, in accordance with Article 6(5) of the Commission Delegated Regulation (EU) 2016/1052 of 8 March 2016 supplementing Regulation (EU) No 596/2014 of the European Parliament and of the Council with regard to regulatory technical standards for the conditions applicable to buy-back programmes and stabilisation measures.</p> |
| Description of other interests (18(a)):  | Not applicable.  |
| Specific information relating to the Green Notes including the intended use of the proceeds (18(b)): | Not applicable.  |
| Third party information and expert reports (18(c)):  | Not applicable.  |
| Credit rating assigned to the Notes (18(d)):   | It is expected that the Covered Notes will be rated Aaa by Moody's.  |
| Information on other advisors (18(e)):   | Not applicable.  |

In Bratislava, on 1 July 2024.



Name: Erika Chorvátová

Title: based on authorisation

Československá obchodná banka, a. s.



Name: Jaroslav Sobolič

Title: based on authorisation

Československá obchodná banka, a. s.