

## FINAL TERMS

12. December 2023



Československá obchodná banka, a. s.

Title of the Notes: **Europsky kryty dlhopis (premiovy) CSOB SK 2026 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: 600 000 000 EUR

ISIN: SK4000024378

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 on 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. z: 100-000-608-820 k č. sp.: NBS1-000-091-569 dated 27 November 2023 that become valid and binding on 28 November 2023.

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 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 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**

Type of Notes (1.1):	Covered Notes
ISIN (1.1):	SK4000024378
FISN (1.1):	Cesobcban/ZERO CPN BD 20261214
CFI (1.1):	DBZSFB
Common Code (1.1):	Not applicable.
Principal Amount (1.3):	100 000 EUR
Number of Securities (1.3)	6 000
Currency (1.4):	EUR
Name (1.5):	Europsky kryty dlhopis (premiovy) CSOB SK 2026 I.
Aggregate Amount (1.6):	600 000 000 EUR
Issuing in tranches or continuously (1.7):	Not applicable, the Bonds will be issued in a single issue without being divided into tranches.
Issue Date (Issuance Commencement Date) (1.9):	14. December 2023

**Clause 4: Status of obligations**

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.
----------------------------	---

**Clause 6: Interest of Notes**

Determination of interest (6.1):	The Notes have no interest rate and their interest is determined as the difference between the Principal Amount and their Issue Price. The provisions of clause 6.2 to 6.5 nor any references to the interest or its payment shall not in this case apply to the Notes.
Interest Payment Frequency (6.2):	Not applicable.
Interest Payment Date(s) (6.2):	Not applicable.
First Interest Payment Date (6.2):	Not applicable.
Convention (6.2):	Not applicable.
Screen page (6.4):	Not applicable.
Relevant value (6.4):	Not applicable.

**Clause 7: Maturity of the Notes**

Method of Redemption (7.1):	In a single instalment on 14. December 2026.
Repurchase (7.2):	The Notes acquired by the Issuer will not cease to exist and the Issuer may keep and resell them.

**Internal**

Early redemption of the Notes decided by the Issuer (7.3):	The Issuer may not, based on its decision, redeem the Notes early.
Early redemption of the Notes with target redemption upon reaching the Target Interest Amount (7.4):	Not applicable. The Notes do not have a target redemption upon reaching a certain amount of interest.

**Clause 8: Payment Terms and Conditions**

Financial Centre (8.8):	Bratislava, TARGET 2
-------------------------	----------------------

**PART B:**

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

**Clause 16: Admission to trading**

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.
Estimated costs of the admission to trading:	The Issuer estimates the costs associated with the request and admission of the Notes to trading at 4 400 EUR.
Estimated net proceeds:	542 288 000 EUR

**Clause 17: Conditions of the Offer**

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 non-syndicated issue
Offer is addressed to (17(a)):	eligible counterparties and qualified investors
Distribution method (17(b)):	No arrangements have been agreed on as regards the subscription of the issue of the Notes with any entities on the basis of a firm commitment, placement without firm commitment or “best efforts” arrangement and the distribution of the Notes is arranged by the Issuer. No underwriting agreement will be entered into due to the fact that the Issuer will underwrite the entire issue of the Note.
Issue Price in % on issuance (17(c)):	90,418%
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)):	Not applicable.
Prohibition of Sales to Retail Investors in the European Economic Area (17(g)):	Applicable.

Prohibition of Sales to Retail Investors in the United Kingdom (17(h)):	Applicable.
---	-------------

**Clause 18: Additional Information**

Stabilisation Manager (18(a)):	Not applicable. No Stabilisation Manager has been appointed in connection with the issue of the Note.
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 12. December 2023.



Name: Daniel Kollár

Title: Chairman of the Board of Directors  
Československá obchodná banka, a. s.



Name: Marek Loula

Title: Member of the Board of Directors  
Československá obchodná banka, a. s.