

**Final Terms**

Dated 23 June 2026

**NIBC Bank N.V.**

*(incorporated under the laws of the Netherlands with limited liability and having its corporate seat in The Hague, the Netherlands)*

*Legal Entity Identifier (LEI): B64D6Y3LBJS4ANNPCU93*

**Issue of EUR 500,000,000 3.057 per cent. Covered Bonds due June 2031, with Extended Due for Payment Date June 2032**  
(the "**Covered Bonds**")

Guaranteed as to payment of principal and interest by

**NIBC SB Covered Bond Company B.V.**

*(incorporated under the laws of the Netherlands with limited liability and having its statutory seat in Amsterdam, the Netherlands)*

*The Legal Entity Identifier (LEI): 724500815MF8PQ975Z24*

under NIBC Bank N.V.'s EUR 10,000,000,000 Covered Bond Programme

This document constitutes the Final Terms of the issue of Covered Bonds under the EUR 10,000,000,000 Covered Bond Programme (the "**Programme**") of NIBC Bank N.V. (the "**Issuer**") guaranteed by NIBC SB Covered Bond Company B.V. (the "**CBC**"), described herein for the purposes of Article 8 of the Prospectus Regulation. This document must be read in conjunction with the base prospectus pertaining to the Programme, dated 4 September 2025 as supplemented on 14 January 2026 and on 28 May 2026 and any further amendments and supplements thereto (the "**Base Prospectus**"), which constitute a base prospectus for the purposes of the Prospectus Regulation. Full information on the Issuer and the offer of the Covered Bonds is only available on the basis of the combination of these Final Terms and the Base Prospectus and any amendments or supplements thereto and the terms and conditions set forth in the Base Prospectus.

The Base Prospectus (and any supplements thereto) and the Final Terms are available for viewing at <https://www.nibc.com> as well as at the office of the Issuer at Carnegieplein 4, 2517 KJ, The Hague, the Netherlands, where copies may also be obtained (free of charge). Any supplements to the Base Prospectus will in any case be available at this office and copies thereof may be obtained (free of charge) there. Any information contained in or accessible through any website, including <https://www.nibc.com>, does not form part of the Base Prospectus and/or these Final Terms and has not been scrutinised or approved by the AFM, unless specifically stated in the Base Prospectus.

**PROHIBITION OF SALES TO EEA RETAIL INVESTORS** – The Covered Bonds 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, "**EU MiFID II**"); (ii) a customer within the meaning of Directive (EU) 2016/97 (as amended, "**IDD**"), where that customer would not qualify as a professional client as defined in point (10) of Article 4(1) of EU MiFID II; or (iii) not a qualified investor as defined in Regulation (EU) 2017/1129, including any commission delegated regulation thereunder (the "**Prospectus Regulation**"). Consequently no key information document required by Regulation (EU) No 1286/2014 (as amended, the "**EU PRIIPs Regulation**") for offering or selling the Covered Bonds or otherwise making them available to retail investors in the EEA has been prepared and therefore offering or selling the Covered Bonds or otherwise making them available to any retail investor in the EEA may be unlawful under the EU PRIIPs Regulation.

**EU MiFID II product governance / Professional investors and eligible counterparties only target market** - Solely for the purposes of each manufacturer's product approval process, the target market assessment in respect of the Covered Bonds has led to the conclusion that: (i) the target market for the Covered Bonds is eligible counterparties and professional clients only, each as defined in EU MiFID II; and (ii) all channels for distribution of the Covered Bonds to eligible counterparties and professional clients are appropriate. Any person subsequently offering, selling or recommending the Covered Bonds (an "EU distributor") should take into consideration the manufacturers' target market assessment; however, an EU distributor subject to EU MiFID II is responsible for undertaking its own target market assessment in respect of the

Covered Bonds (by either adopting or refining the manufacturers' target market assessment) and determining appropriate distribution channels.

The Covered Bonds and the Guarantee have not been and will not be registered under the U.S. Securities Act of 1933, as amended (the "**Securities Act**"), or the securities laws of any state of the U.S. or other jurisdiction of the U.S. The Covered Bonds may not be offered, delivered, or sold within the U.S. or to, or for the account or benefit of, U.S. persons (as defined in Regulation S under the Securities Act ("**Regulation S**")), except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act and applicable state or local securities laws. Accordingly, the Covered Bonds are being offered, sold or delivered only to non-U.S. persons (as defined in Regulation S) outside the U.S. in reliance on Regulation S.

**PART A – CONTRACTUAL TERMS**

These Final Terms are to be read in conjunction with the terms and conditions (as amended and/or restated from time to time, the "**Terms and Conditions**") set forth in section 6 (*Covered Bonds*) of the Base Prospectus. The Terms and Conditions as supplemented, amended and/or disappplied by these Final Terms constitute the conditions (the "**Conditions**") of the Covered Bonds. Capitalised terms not defined herein have the same meaning as in the Terms and Conditions. Certain capitalised terms in the Conditions which are not defined therein have the meaning set forth in a master definitions agreement (the "**Master Definitions Agreement**") dated 4 September 2025, as the same may be further amended, supplemented, restated or otherwise modified from time to time and signed by the Issuer, the CBC, the Security Trustee, the Transferors and certain other parties. All references to numbered Conditions and sections are to Conditions and sections of the Terms and Conditions set forth in section 6 (*Covered Bonds*) of the Base Prospectus.

1. (i) Issuer: NIBC Bank N.V.
- (ii) CBC: NIBC SB Covered Bond Company B.V.
  
2. (i) Series Number: 1808
- (ii) Tranche Number: 1
  
3. Currency: Euro ("**EUR**")
  
4. Aggregate Nominal Amount: EUR 500,000,000
  
5. Issue Price: 100 per cent. of the Aggregate Nominal Amount
  
6. (i) Specified Denomination(s): EUR 100,000
- (ii) Calculation Amount: EUR 100,000
  
7. (i) Issue Date: 25 June 2026
- (ii) Interest Commencement Date: For the period where a Fixed Rate applies (the period from (and including) the Issue Date until (but excluding) the Maturity Date: the Issue Date.  
  
For the period where a Floating Rate applies (the period from (and including) the Maturity Date until (but excluding) the Extended Due for Payment Date): the Maturity Date.
  
8. Maturity Date: 25 June 2031
- Extended Due for Payment Date: Specified Interest Payment Date falling in 25 June 2032
  
- If the Final Redemption Amount is not paid in full on the Maturity Date, payment of the unpaid amount will be automatically deferred until the Extended Due for Payment Date, provided that any amount representing the Final Redemption Amount due and remaining unpaid on the Maturity Date may be paid by the CBC on any Specified Interest Payment Date occurring thereafter up to (and including) the Extended Due for Payment Date.

9. Interest Basis: In respect of the period from (and including the Issue Date to (but excluding) the Maturity Date (payable annually in arrear): 3.057 per cent. Fixed Rate per annum
- If payment of the Guaranteed Final Redemption Amount is deferred in whole or in part, for the period from (and including) the Maturity Date to (but excluding) the Extended Due for Payment Date (payable monthly in arrear): 1 month EURIBOR + 0.23 per cent. Floating Rate per annum
10. Redemption/Payment Basis: Redemption at par
11. Change of Interest Basis or Redemption/Payment Basis: The Interest Basis will change from 3.057 per cent. Fixed Rate to 1 month EURIBOR + 0.23 per cent. Floating Rate on the Maturity Date
12. Put/Call Options: Not Applicable
13. Status of the Covered Bonds: Unsubordinated, unsecured, guaranteed
14. Status of the Guarantee: Unsubordinated, secured (indirectly, through a parallel debt), unguaranteed

**PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE**

15. Fixed Rate Covered Bond Provisions: Applicable from (and including) the Issue Date to (but excluding) the Maturity Date
- (i) Rate(s) of Interest: 3.057 per cent. per annum payable annually in arrear
- (ii) Interest Payment Date(s): 25 June in each year, commencing on 25 June 2027 up to and including the Maturity Date, if applicable subject to the Business Day Convention
- (iii) Fixed Coupon Amount(s): EUR 3,057 per Calculation Amount
- (iv) Broken Amount(s): Not Applicable
- (v) Business Day Convention:
- Business Day Convention Following Business Day Convention
  - Adjustment or Unadjustment for Interest Period Unadjusted
- (vi) Fixed Day Count Fraction: Actual/Actual (ICMA)
16. **Floating Rate Covered Bond Provisions** Applicable from (and including) the Maturity Date to (but excluding) the Extended Due for Payment Date
- (i) Specified Interest Payment Dates: the 25<sup>th</sup> day of each month, starting in July 2031 up to and including the Extended Due for Payment Date, if applicable subject to the Business Day Convention
- (ii) Business Day Convention:
- Business Day Convention Modified Following Business Day Convention

(iii)	- Adjustment or Unadjustment for Interest Period:	Adjusted
(iv)	Additional Business Centre(s):	Not Applicable
(v)	Manner in which the Rate of Interest and Interest Amount is to be determined:	Screen Rate Determination
(vi)	Party responsible for calculating the Rate of Interest and interest Amount (if not the Principal Paying Agent):	Principal Paying Agent
(vii)	Screen Rate Determination:	Applicable
	• Reference Rate:	1 month EURIBOR
	• Interest Determination Date(s):	Second day on which the T2 is open prior to the start of each Interest Period
	• Observation Method	Not Applicable
	• Observation Look-back Period:	Not Applicable
	• Relevant Screen Page:	Refinitiv EURIBOR 01
	• Relevant Time:	11.00 a.m. Brussels time
	• Relevant Financial Centre:	T2
(viii)	ISDA Determination:	Not Applicable
(ix)	Margin(s):	+ 0.23 per cent. per annum
(x)	Minimum Rate of Interest:	Not Applicable
(xi)	Maximum Rate of Interest:	Not Applicable
(xii)	Floating Day Count Fraction:	Actual/360
(xiii)	Compounding:	Not Applicable
17.	<b>Zero Coupon Covered Bonds</b>	Not Applicable

**PROVISIONS RELATING TO REDEMPTION**

18.	Issuer Call:	Not Applicable
19.	Investor Put:	Not Applicable
20.	Final Redemption Amount:	EUR 100,000 per Calculation Amount

21. Early Redemption Amount(s) per Calculation Amount of each Covered Bond payable on redemption for taxation reasons, or on acceleration following an Issuer Event of Default as against the Issuer or a CBC Event of Default or other early redemption: as specified in Condition 7(e) (*Early Redemption Amounts*)

**GENERAL PROVISIONS APPLICABLE TO THE COVERED BONDS**

22. Form of Covered Bonds: Bearer form  
Temporary Global Covered Bond exchangeable for a Permanent Global Covered Bond which is exchangeable for Definitive Covered Bonds only upon the occurrence of an Exchange Event
23. New Global Note form: Applicable (see also Part B - item 7(vii))
24. a) Exclusion of set-off: Not Applicable  
b) German Insurers: Not Applicable
25. Additional Financial Centre(s) or other special provisions relating to payment Note that this item relates to the date and place of payment and not Interest Period end dates to which item 17 (iii) relates: Not Applicable
26. Talons for future Coupons to be attached to Definitive Covered Bonds (and dates on which such Talons mature): No
27. Consolidation Provisions: The provisions of Condition 18 (*Further Issues*) apply

**DISTRIBUTION**

28. Method of distribution: Non-Syndicated
29. If non-syndicated, name and address of relevant Dealer: ABN AMRO Bank N.V.

**OTHER PROVISIONS**

30. (i) U.S. Selling Restrictions: Reg S Compliance, Category 2, TEFRA D  
(ii) Prohibition of Sales to Belgian Consumers: Applicable

**Responsibility**

The Issuer and the CBC declare that the information contained herein is, to the best of its knowledge, in accordance with the facts and makes no omission likely to affect its import. The Issuer and the CBC (only as far as it concerns the CBC) accept responsibility for the information contained in these Final Terms.

Signed on behalf of the Issuer:


DocuSigned by:  
  
By: DF6C0F9847A7439 Toine Teulings  
Duly authorised Director Funding & Debt IR

DocuSigned by:  
  
By: 2B2F6668F209408 Seva Nefedov  
Duly authorised Director

Signed on behalf of the CBC:

CSC Management (Netherlands) B.V. - Managing Director

By:   
Duly authorised Peter van der Linden  
Managing Director

By:   
Duly authorised Denesh Singaray  
Proxyholder

**PART B – OTHER INFORMATION**

**1. LISTING AND ADMISSION TO TRADING**

- (i) Listing: Euronext Amsterdam
- (ii) Admission to trading: Application has been made for the Covered Bonds to be admitted to trading on the regulated market on the official list of Euronext Amsterdam with effect from 25 June 2026
- (iii) Estimate of total expenses related to admission to trading: EUR 5,680

**2. RATINGS**

Ratings: The Covered Bonds to be issued are expected to be rated AAA by S&P Global Ratings Europe Limited. See for an explanation of such rating section 6 (*Covered Bonds*) subsection '*Credit Ratings*' of the Base Prospectus

Registration of Rating Agency: S&P Global Ratings Europe Limited is established in the EU and registered under Regulation (EU) No 1060/2009, as amended (the "**CRA Regulation**")

3. Notification: Not Applicable

**4. INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE**

Save as discussed in "Subscription and Sale", so far as the Issuer is aware, no person involved in the issue of the Covered Bonds has an interest material to the offer.

**5. REASONS FOR THE OFFER USE AND ESTIMATED NET PROCEEDS**

(i) Reasons for the Offer: The net proceeds of the Covered Bonds will be used by the Issuer for its general corporate purposes, also see section 6 (*Covered Bonds*) subsection '*Use of Proceeds*' of the Base Prospectus.

(ii) Estimated net proceeds EUR 499,900,000

**6. YIELD (Fixed Rate Covered Bonds only)**

Indication of yield: 3.057 per cent. per annum

The yield is calculated at the Issue Date on the basis of the Issue Price. It is not an indication of future yield.

**7. OPERATIONAL INFORMATION**

- (i) ISIN Code: XS3422200025
- (ii) Common Code: 342220002
- (iii) WKN Code: Not Applicable
- (iv) FISN: NIBC BANK NV/3.06EMTN 20310625
- (v) CFI: DAFNFB

- |        |   |  |
|--------|---|--|
| (vi)   | Other relevant code:  | Not Applicable   |
| (vii)  | New Global Note intended to be held in a manner which would allow Eurosystem eligibility: | Yes. Note that the designation "yes" simply means that the Covered Bonds are intended upon issue to be deposited with one of the ICSDs as common safekeeper in a manner which would allow Eurosystem eligibility, which may be by means of deposit upon issue and does not necessarily mean that the Covered Bonds 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 |
| (viii) | Offer Period:   | Not Applicable   |
| (ix)   | Delivery:   | Delivery against payment   |
| (x)    | Payment:  | As agreed between the Issuer and the Managers  |
| (xi)   | Settlement Procedure:   | Not Applicable   |
| (xii)  | Clearing System:  | Euroclear/Clearstream Luxembourg   |
| 8.     | Additional paying agent (if any):   | Not Applicable   |
| 9.     | Listing Application   | These Final Terms comprise the final terms required to list and have admitted to trading on Euronext Amsterdam the issue of Covered Bonds described herein pursuant to the Programme for the issuance of Covered Bonds of NIBC Bank N.V.   |
| 10.    | Statement on Benchmarks:  | Amounts payable under the Covered Bonds may be calculated by reference to EURIBOR, which is provided by European Money Markets Institute (" <b>EMMI</b> "). As at the date hereof, EMMI appears in the register of administrators and benchmarks established and maintained by ESMA pursuant to Article 36 ( <i>Register of administrators and benchmarks</i> ) of the Benchmarks Regulation (Regulation (EU) 2016/1011).  |