FINAL TERMS

Dated

06/11/2026

FinecoBank S.p.A.

Issue of Turbo Certificates

Turbo Short linked to E-mini Nasdaq 100 Future EUR

Maturity Date 22/12/2026

Turbo Long Certificates and Turbo Short Certificates

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The Fineco Turbo Certificates are issued pursuant to the Base Prospectus consisting of the Securities Note relating to the Offering Programme of Leverage Certificates known as Turbo Long Certificates and Turbo Short Certificates, dated 30 June 2026 and the Issuer's Registration Document dated 30 June 2026, as may be supplemented from time to time.

The Securities Note is therefore valid until 30 June 2027 and the Issuer intends to update it by the same date. The updated securities note will be available on the Issuer's website https://finecobank.com/ in the relevant section: https://it.finecobank.com/servizi-di-investimento/documentazione-strumenti-fineco-certificati-fineco/

These Final Terms have been submitted to CONSOB and to Vorvel Sim S.p.A on 06/11/2026.

Full details regarding the Issuer and the Single Offer are available only by consulting both the Base Prospectus and the Final Terms. The Base Prospectus is available on the Issuer's website https://finecobank.com/ in the relevant section: https://it.finecobank.com/servizi-di-investimento/documentazione-strumenti-fineco-certificati-fineco/

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This document constitutes the Final Terms relating to the offer of the Certificates described below, and has been drawn up for the purposes of Article 8 of the Prospectus Regulation, in accordance with Delegated Regulation 980 (the "Final Terms").

This document must be read in conjunction with the Base Prospectus, consisting of the Securities Note dated 30 June 2026, relating to the offering programme of Leverage Certificates known as Turbo Long Certificates and Turbo Short Certificates of FinecoBank S.p.A., and the Issuer's Registration Document dated 30 June 2026, as may be supplemented from time to time.

Consequently, complete information on the issuer FinecoBank S.p.A. and on the Certificates is available only by consulting these Final Terms, the Base Prospectus and the documents incorporated by reference therein.

These Final Terms, together with the Base Prospectus and the documents incorporated by reference therein, are published in accordance with Article 21 of the Prospectus Regulation on the Issuer's website https://finecobank.com/ in the relevant section: https://it.finecobank.com/servizi-di-investimento/documentazione-strumenti-fineco-certificati-fineco/.

These Final Terms, together with the Terms and Conditions, also constitute the rules governing the Certificates.

Attached to these Final Terms is the Summary Note for the individual issue.

The publication of the Base Prospectus and the Final Terms does not imply any judgement by Consob as to the suitability of the proposed investment or the accuracy of the data and information relating thereto.

Key Information

1.	Interests of natural and legal persons involved in the issue/offer	FinecoBank S.p.A. is the Issuer and acts as Calculation Agent, authorised intermediary and liquidity provider (undertaking on an ongoing basis to ensure the liquidity of the Certificates) on the multilateral trading facility Vorvel, Vorvel Certificates Segment, managed by Vorvel S.p.A., a company in which FinecoBank S.p.A. holds an interest and which is also a related party. Such overlap of roles may

		give rise to potential conflicts of interest with respect to investors. In relation to its role as liquidity provider in the secondary market, the Issuer may act as the direct counterparty of investors in the purchase and sale of the Certificates on the relevant MTF; therefore, this circumstance implies that the Issuer's valuations may influence the price levels from time to time formed on the secondary market. It should also be noted that the Issuer acts as an intermediary and provides its clients with investment services relating to the Certificates. Except as described above, to the best of the Issuer's knowledge, no other party involved in the offering of the Certificates has a significant interest in the offer.
2.	**Issuer**	FinecoBank S.p.A.
	Website	https://finecobank.com/it/online/

Information regarding the financial instruments to be offered

3.	**Type of security**	TURBO CERTIFICATES SHORT LINKED TO INDEX FUTURES CONTRACTS
4.	**Certificate Details**	
	ISIN Code	IT0005739849
	Rating	*Not applicable*
5.	**(i) Series number**	1
	(ii) Tranche Number	1
6.	**Issue Currency**	Euro "EUR"
7.	**Issue Date**	06/11/2026

Termination provisions

8.	**Termination**	In the event that the Certificates have not been settled early upon the occurrence of a Knock-Out Event, the cash Differential Amount shall be determined on the basis of the following formula: Max[0; (Strike – Reference Price) / (Parity * Reference Exchange Rate)]
9.	**Underlying**	Index Futures Contracts
10.	**Minimum Lot**	1 Certificate
11.	**Maximum Lot**	*Not applicable*
12.	**Knock-Out Event**	The Reference Price of the Underlying is greater than or equal to the Knock-Out Level
13.	**Knock-Out Amount**	EUR 0
14.	**Knock-Out Level**	100% of the Strike
15.	**Knock-Out Termination Date(s)**	The third (3rd) Business Day following the date on which the Knock-Out Event has occurred
16.	**Strike**	28800
17.	**Parity**	100
18.	**Reference Exchange Rate**	EUR/USD exchange rate (which indicates the official exchange rate of the Reference Currency of the Underlying) as determined by the Calculation Agent at any time through the Reuters Data Source (www.reuters.com)
19.	**Determination Date(s)**	*Not applicable*

20.	**Observation Period**	The Observation Period is the period of time from 09/11/2026 to 17/12/2026. If a Market Disruption Event occurs on any day during the Observation Period, that day shall be excluded from the Observation Period
21.	**Maturity Date**	22/12/2026
22.	**Valuation Date(s)**	The Valuation Date, as determined by the Calculation Agent, is 17/12/2026.
23.	**Reference Price**	The Reference Price, as determined by the Calculation Agent, is the price of the Underlying published by the Reference Market, observed on the Valuation Date for the purposes of calculating the Cash Differential Amount, and the price of the Underlying published on a continuous basis by the Reference Market during the Observation Period for the purposes of determining the Knock-Out Event.
24.	**Additional Business Centers for Business Days**	*Not applicable*
25.	**Additional or different provisions regarding Market Disruption Events and Extraordinary Events**	*Not applicable*
26.	**Relevant Time Period**	5 Business Days
27.	**Exercise Date**	The second (2nd) Business Day preceding the Maturity Date
28.	**Payment Date**	22/12/2026
29.	**Calculation Agent**	FinecoBank S.p.A.
30.	**Provisions relating to the Underlying**	
	Name and description of the Underlying:	Mini Nasdaq Future Dec 26 NASDAQ Group Inc., the administrator of the NASDAQ-100 Index, is included in the register established pursuant to Article 36 of the Benchmark Regulation.
	Source of data:	Chicago Mercantile Exchange, Inc - CME
	Reference Currency of the Underlying:	USD
	Index *Sponsor* :	The Sponsor of NASDAQ100 Index is NASDAQ Group Inc (www.nasdaq.com)
	Reference Price for the purposes of determining the Differential Amount:	Official closing price of the Underlying published by the Reference Market
	Calculation Agent:	*Not applicable*
	ISIN (other security identification code):	Mini Nasdaq Future Dec 26 • ISIN: US12574K8339 • Reuters: NQZ26 • Alphabetical Code: NQZ6 NASDAQ100 Index • ISIN: US12574K2548 • Reuters: .NDX
	Reference Market:	Mini Nasdaq Future Dec 26 • Chicago Mercantile Exchange, Inc - CME (website: www.cmegroup.com/trading)

		NASDAQ100 Index • NASDAQ Group Inc (website: www.nasdaq.com)
	Derivatives Exchange:	Chicago Mercantile Exchange, Inc - CME (website: www.cmegroup.com/trading)
	Fixing Sponsor:	*Not applicable*
	Calculation Basis *(Day Count Fraction):*	*Not applicable*
	Business Day Convention:	*Not applicable*
	Reference price for the purposes of determining the Knock-Out Event:	Price of the Underlying published on a continuous basis by the Reference Market
	Other:	*Not applicable*

Further Information

31.	**Clearing System(s)**	
	Custodian(s)	Monte Titoli S.p.A.
32.	**Details of the resolution of the Issuer's competent body that approved the issue**	The Board of Directors of FinecoBank approved the issuance on 11/07/2023
33.	**Notification**	*Not applicable*

Terms of the offer

Terms and conditions, statistics relating to the offer, proposed timetable and subscription procedures

34.	**Non-exempt Offer Jurisdictions**	Republic of Italy
35.	**Total amount of the issue/offer**	Up to EUR 160,154,000 ("Maximum Offer Amount") equal to 10.000.000 Certificates with an Issue Price of EUR 16.0154
	Minimum Offer Amount	*Not applicable*
36.	**Conditions to which the Offer is subject**	The validity of the Offer is subject to the admission to trading by Vorvel Sim S.p.A. prior to the Issue Date. The Issuer has applied for the admission of the Certificates to trading on Vorvel, Vorvel Certificates Segment, the Multilateral Trading Facility (MTF) managed by Vorvel S.p.A., in good time for the admission to occur by that date.
37.	**Offer Period**	The offer period of the Certificates is the period commencing on 09/11/2026 (inclusive), being the first day on which the Certificates are traded on Vorvel, and ending – unless extended or terminated early in accordance with the provisions set out in these Final Terms and in the Information Note – on the date on which the marketing of the Certificates ceases, or on 17/12/2026 (the "Offer Period"). In addition to the above, investors should note that: a) the Issuer, upon the occurrence of reasonable grounds (including, by way of example and without limitation, the occurrence of a Knock Out Event), has the right to close the Offer Period early, even if the Maximum Offer Amount has not been fully subscribed by investors; and b) the Issuer has the right to extend the Offer Period, provided that such right is exercised on or before the last day of the Offer Period. In each of the above cases, the Issuer will inform the public by publishing a notice on its website https://finecobank.com/it/online/
38.	**Right of revocation prior to the commencement or during the Single Offer**	Where, between the date of publication of these Final Terms and the day preceding the start of the Offer Period, extraordinary circumstances should occur, as provided

	in the event of extraordinary circumstances	for under international market practice, including, inter alia, serious adverse changes in the political, financial, economic, regulatory, currency or market conditions at a national or international level, or adverse events affecting the financial position, assets, or results of operations of the Issuer and/or the Group, or any other significant events relating to the Issuer and/or the Group which, in the opinion of the Issuer, may prejudice the successful outcome of the Offer or render it inadvisable, the Issuer may decide to withdraw and not proceed with the Individual Offer and the same shall be deemed cancelled. Such decision shall be promptly communicated to the public and to CONSOB by means of a specific notice to be published at least on the Issuer's website and, at the same time, notified to CONSOB by the start date of the Individual Offer.
39.	Right to withdraw the Offer	*Not applicable*
40.	Offer Price	The market price of the Certificates, as determined from time to time on Vorvel, Vorvel Certificates Segment, plus any costs and commissions payable to the Authorised Intermediary
41.	Settlement Date	Two Business Days, unless otherwise agreed between the relevant intermediaries and the holders
42.	Description of the subscription/purchase procedure	Offer in the context of a Direct Listing Investors are informed that, in the case of a public offer, participation therein must be carried out in compliance with the provisions set out in Article 34-quinquies of the Issuers' Regulation. Investors may purchase the Certificates from the Issuer by means of a specific subscription form (the "Subscription Form"). In any case, investors may purchase the Certificates against payment of the Offer Price, in addition to any costs and commissions payable to the Authorised Intermediary, and the purchase and settlement of the Certificates shall be carried out in accordance with the rules of the relevant MTF.
43.	Methods of subscription in the case of a public offering for sale as part of distribution on MTF	*Not applicable*
44.	Minimum and/or maximum subscription/purchase amount	Certificates may be subscribed to in a Minimum Lot of 1 Certificates and multiples thereof There is no maximum subscription amount, provided that the maximum amount that may be subscribed to at the time of subscription does not exceed the Maximum Amount Offered.
45.	Description of possibility to reduce subscriptions and manner for refunding amounts paid in excess by applicants	*Not applicable*
46.	Details of the method and time limits for paying up and delivering the Certificates	Investors may purchase the Certificates on Vorvel, Vorvel Certificates Segment from the Issuer or from an Authorised Intermediary against payment of the Offer Price. Purchase and sale contracts concluded on Vorvel, Vorvel Certificates Segment shall be settled on the second Business Day following their conclusion, in accordance with the rules of Vorvel, Vorvel Certificates Segment
47.	Date and procedures for publication of the results of the offer	*Not applicable*
48.	Further information in the case of a public offer for sale in the context of a distribution on MTF	*Not applicable*
49.	Consent to use of the Base Prospectus	The Issuer consents to the use of the Base Prospectus in the Republic of Italy.

Plan of distribution and allocation

50.	Reserved offers or tranches	No reserved tranches are provided for.
51.	Notification of the amount allotted	*Not applicable*

Pricing

52.	Issue Price	EUR 16.0154
53.	Costs included in the Issue/Offer Price	*Not applicable*
54.	Expenses and taxes in addition to the Issue/Offer Price	*Not applicable*

Placement and subscription

55.	Lead manager(s) and distributor(s)	*Not applicable*
56.	Other relevant entities involved in the Offer/Distribution on MTF/Direct Listing	*Not applicable*
57.	Name and address of any Paying Agents and depository agents in each country	At the Issue Date, the Certificates will be centralised with Monte Titoli S.p.A. and will be subject to the dematerialisation regime pursuant to Articles 83-bis et seq. of the Italian Consolidated Financial Act (TUF) and to the measure issued by the Commissione Nazionale per le Società e la Borsa (CONSOB) and the Bank of Italy on 13 August 2018 entitled "Regulation of central counterparties, central securities depositories and centralised management activity ('Single Post-Trading Regulation')", as subsequently amended and supplemented.
58.	Entities agreeing to underwrite the issue on a firm commitment basis, and entities agreeing to place the issue without a firm commitment or under "best efforts" arrangements	*Not applicable*
59.	Placement/Underwriting Agreements	*Not applicable*
60.	Placement/distribution methods	Offer in the context of a Direct Listing

Admission to trading and trading arrangements

61.	Application for admission to trading	The Certificates will be traded on Vorvel, Vorvel Certificates Segment. The start date of trading will be the Business Day following the Issue Date. The Issuer has applied for the admission of the Certificates to trading on Vorvel, Vorvel Certificates Segment, the Multilateral Trading Facility (MTF) managed by Vorvel S.p.A., in due time for the admission decision to be issued by the Issue Date. Should such authorisation for admission to trading not be granted prior to the Issue Date, the Issuer reserves the right not to issue the Certificates. The Issuer will provide information on the non-fulfilment of such condition by publishing a notice on its website https://finecobank.com/it/online/
62.	Trading conditions	FinecoBank will act as liquidity provider on the Vorvel market, Vorvel Certificates Segment, with a maximum bid/ask spread in line with the provisions of the rules of the Vorvel market, Vorvel Certificates Segment
63.	Expected date of admission to trading	The Business Day following the Issue Date
64.	Trading Fees	*Not applicable* (depends on the agreements between the relevant intermediary and the holder)
65.	Trading markets	Vorvel, Vorvel Certificates Segment

66.	**Regulated markets or third-country markets, or the SME growth market or MTFs where financial instruments of the same class are admitted to trading**	Vorvel, Vorvel Certificates Segment
67.	**Intermediaries in secondary trading**	FinecoBank S.p.A. will act as specialist, market maker and liquidity provider on Vorvel, Vorvel Certificates Segment

Additional Information

68.	**Advisers**	The Issuer has not appointed any advisor in connection with this issuance
69.	**Website(s) on which any notices to the public are published**	https://finecobank.com/it/online/

SUMMARY NOTE OF THE ISSUANCE

Section 1 – Introduction and Warnings

Warnings

This summary should be read as an introduction to the Base Prospectus and the Final Terms to which it is attached. Any decision to invest in the Certificates should be based on a consideration of the Base Prospectus as a whole by the investor. The investor could lose all or part of the invested capital. Where a claim relating to the information contained in the Base Prospectus is brought before a court, the plaintiff investor might, under national law, have to bear the costs of translating the Base Prospectus before the legal proceedings are initiated. Civil liability attaches only to those persons who have tabled the summary, but only where the summary is misleading, inaccurate or inconsistent when read together with the other parts of the Base Prospectus or it does not provide, when read together with the other parts of the Base Prospectus, key information in order to aid investors when considering whether to invest in the Certificates. **You are about to purchase a product that is not simple and may be difficult to understand.**

Designation and International Securities Identification Number (ISIN) of the securities

The Certificates described in this Summary are Turbo Short Certificates linked to Future contracts on index NASDAQ100 Index [Mini Nasdaq Future Dec 26] expiring on 22/12/2026 (the "**Certificates**"). The International Securities Identification Number (ISIN) of the Certificates is: IT0005739849.

Identity and contact details of the Issuer

The Issuer is FinecoBank S.p.A. (the "**Issuer**" or the "**Company**" or "**Fineco**" or "**FinecoBank**" and FinecoBank jointly with its consolidated subsidiaries the "**Group**"), with registered office in Milan (MI), Piazza Durante no. 11. Telephone Number: +39 800 52 52 52 – Website: www.finecobank.com. The LEI (Legal Entity Identifier) code of the Issuer is: 549300L7YCATGO57ZE10.

Identity and contact details of the competent authority approving the prospectus

Commissione Nazionale per le Società e la Borsa (**CONSOB**), with main office in Via Giovanni Battista Martini, 3 - 00198 Rome (Telephone Number: +39 06 84771) and secondary operational office in Via Broletto, 7 - 20121 Milan (Telephone Number: +39 02 724201).

Prospectus approval data

The registration document relating to the Issuer was filed with CONSOB on 30 June 2026, following approval communicated by notice no. 0068143/26 of 30 June 2026, as supplemented from time to time (the "**Registration Document**"). The Securities Note relating to the Offer Programme of Leverage Certificates named: Turbo Long Certificates and Turbo Short Certificates of FinecoBank S.p.A. was filed with Consob on **30 June 2026**, following approval communicated by notice no. 0068145/26 of 30 June 2026 (the "**Securities Note**").

Section 2 – Key Information on the Issuer

Who is the Issuer of the securities?

Domicile / legal form / LEI / law under which the Issuer operates / country of incorporation

The Issuer is named "FinecoBank S.p.A." and is incorporated under Italian law as a joint-stock company (società per azioni). The Issuer has its registered office in Milan (MI), Piazza Durante no. 11, while its Head Office is located in Reggio Emilia (RE), Via Rivoluzione d'Ottobre no. 16/A. The Issuer's telephone number is +39 800 52 52 52 and its website is www.finecobank.com. The Issuer is registered with the Companies Register of Milan-Monza-Brianza-Lodi, ordinary section, with Tax Code and Companies Register registration number 01392970404, VAT number 12962340159 and with the Economic and Administrative Index (R.E.A.) at the Chamber of Commerce of Milan under no. 1598155. The Issuer is registered with the Register of Banks and is the Parent Company of the FinecoBank Banking Group, registered with the Register of Banking Groups under code 3015. The Articles of Association currently in force were registered with the Companies Register of Milan - Monza Brianza - Lodi on 11 June 2026. The Legal Entity Identifier (LEI) code is: 549300L7YCATGO57ZE10.

Principal activities

The Issuer is a multi-channel direct bank operating in Italy and providing integrated services (the so-called "one-stop solution") to retail clients, offering a full range of banking and investment products and services through a multichannel architecture. This includes its own network of financial advisors, as well as online and mobile channels, operating in a coordinated and integrated manner.

Major shareholders

No entity controls FinecoBank pursuant to Article 93 of the Italian Consolidated Law on Finance (TUF).

The main shareholders of FinecoBank are collective investment undertakings. According to the entries in the shareholders' register and other information available as of the date of this Registration Document, the following entities directly or indirectly hold financial instruments representing voting share capital in excess of 3% of the share capital (i.e. the relevant threshold pursuant to Article 120 of the TUF): *Capital Research and Management Company* (5.019%), *Blackrock Inc.* (9.201%).

Identity of the Issuer's key directors

As of the date of the Registration Document, the Board of Directors is composed as follows: Francesco Saita (Chairman), Maria Alessandra Zunino De Pignier (Vice Chairman), Alessandro Foti (Chief Executive Officer and General Manager), Giancarla Branda (Director), Maria Lucia Candida (Director), Fabio De Ferrari (Director), Silvia Merlo (Director), Alessandra Antonelli (Director), Mauro Baragiola (Director), Matteo Bruno Renzulli (Director), Marin Gueorguiev (Director), Roberto Ruggero Capone (Director), Francesca Dominici (Director).

Identity of the Issuer's statutory auditors

The Shareholders' General Meeting of 28 April 2021 approved the appointment of KPMG S.p.A. as statutory auditors for the legal audit of the accounts of FinecoBank S.p.A. for the financial years 2022 – 2030. KPMG S.p.A., with registered office in Milan, Via Vittor Pisani no. 25, registered with the Register of Statutory Auditors (*Registro dei Revisori Legali*) at the Ministry of Economy and Finance under progressive number 70623, has

audited the consolidated financial statements of the FinecoBank Group and the separate financial statements of the Issuer for the financial year ended 31 December 2025.

What is the key financial information regarding the Issuer?

Key financial information

Data from the reclassified consolidated income statement for the financial years ended 31 December 2024 and 31 December 2025 extracted from the Consolidated Financial Report of the FinecoBank Group for the financial year ended 31 December 2025.

(in thousands of Euros)	For the year ended December 31, 2024	For the year ended December 31, 2025
Net Financial Income	711,162	633,092
Net Non Financial Income	606,086	684,702
of which Dividends and other income from equity investments	17	70
of which Net commissions	527,026	581,865
of which Net trading, hedging and fair value income	79,043	102,767
Revenues	1,316,475	1,316,500
Profit (loss) before taxes from continuing operations	939,284	935,500
Net profit (loss) after taxes from continuing operations	652,285	647,041

Data from the reclassified consolidated income statement for the quarters ended March 31, 2026, and March 31, 2025, extracted from the consolidated interim management report as of March 31, 2026 – Press Release, unless otherwise indicated.

(Amounts in € thousand)	For the quarter ended March 31, 2025	For the quarter ended March 31, 2026
Net Financial Income	161,321	162,984
Net Non Financial Income	167,724	180,633
of which Dividends and other income from equity investments	-24	40
of which Net commissions	140,420	152,650
of which Net trading, hedging and fair value income	27,328	27,943
Revenues	329,276	342,884
Profit (loss) before taxes from continuing operations	236,385	241,091
Net profit (loss) after taxes from continuing operations	164,191	162,190

Data from the reclassified consolidated balance sheet for the financial years ended December 31, 2024, and December 31, 2025, extracted from the FinecoBank Group's consolidated financial statements for the financial year ended December 31, 2025.

(in thousands of Euros)	For the year ended December 31, 2024	For the year ended December 31, 2025
Loans to ordinary customers	5,242,769	5,368,824
Total assets	34,688,817	37,295,901
Direct deposits	29,668,225	31,681,819
Indirect TFA	111,097,547	128,869,907
Total Financial Assets (direct and indirect)	140,765,772	160,551,726
Shareholders' equity	2,389,312	2,553,324
Total liabilities and Shareholders' equity	34,688,817	37,295,901
(in thousands of Euros)	**December 31, 2024**	**December 31, 2025**
Total impaired assets	27,719	28,162
Ratio - Common Equity Tier 1 Capital	25.91%	23.30%
Ratio - Tier 1 Capital	35.78%	31.37%
Ratio - Total Own Funds	35.78%	31.37%

(in thousands of Euros)	For the year ended December 31, 2024	For the year ended December 31, 2025
Leverage ratio	5.22%	5.07%

Data from the reclassified consolidated balance sheet for the quarters ended March 31, 2026, and March 31, 2025, extracted from the consolidated interim management report as of March 31, 2026 – Press Release, unless otherwise indicated

(in thousands of Euros)	For the quarter ended March 31, 2025	For the quarter ended March 31, 2026
Loans to ordinary customers	5,122,111	5,308,839
Total assets	34,420,660	37,446,368
Direct deposits	29,118,773	31,508,145
Indirect TFA	113,135,752	130,593,314
Total Financial Assets (direct and indirect)	142,254,525	162,101,460
Shareholders' equity	2,542,777	2,702,031
Total liabilities and Shareholders' equity	34,420,660	37,446,368
(in thousands of Euros)	**March 31, 2025**	**March 31, 2026**
Total impaired assets	25,442	28,372
Ratio - Common Equity Tier 1 Capital	24.10%	23.34%
Ratio - Tier 1 Capital	33.08%	31.28%
Ratio - Total Own Funds	33.08%	31.28%
Leverage ratio	5.34%	5.14%

Findings in the audit report

The Issuer's financial information and the Group's consolidated financial information for the financial years ended December 31, 2025, and 2024, were audited by KPMG S.p.A., which issued an unqualified opinion.

What are the main risks specific to the Issuer?

An investment in the Certificates involves certain risks relating to the Issuer's activities, including:

- Risks associated with the impact of current macroeconomic uncertainties, the effects of the ongoing Russian-Ukrainian conflict and the Middle East conflicts, including the hostilities between United States, Israel and Iran, the United States tariff policies, and the 2026–2029 multi-year plan

FinecoBank's performance is closely linked to financial market conditions and the broader macroeconomic and political environment, particularly in Italy, its primary market. The Group currently operates in a context of significant uncertainty driven by geopolitical tensions, evolving trade policies, inflationary pressures, central bank monetary policies, sovereign debt concerns and environmental challenges.

Particular attention is given to the ongoing Russia-Ukraine conflict, the escalation of conflicts in the Middle East, including recent hostilities involving the United States, Israel and Iran, and disruptions to maritime traffic through the Strait of Hormuz. These developments have contributed to volatility in energy prices, inflation, supply chains and financial markets, with potential adverse effects on economic growth, investor confidence and the Group's business and profitability. The Group is also exposed to risks stemming from the United States' protectionist trade policies, including increased tariffs and related retaliatory measures by major economies. These developments may negatively affect global trade, economic growth and financial market stability, thereby impacting the Group's revenues, particularly those generated from investment, brokerage and advisory services, which are closely linked to market performance and client activity.

Although FinecoBank has no material direct exposure to sanctioned Russian entities or Russian assets affected by the conflict, it remains vulnerable to the indirect consequences of geopolitical instability and macroeconomic deterioration.

In March 2026, the Group approved a new 2026–2029 Multi-Year Plan. However, there can be no assurance that the initiatives envisaged by the plan will be fully implemented or that the expected benefits will be achieved.

Given its strong focus on the Italian market, FinecoBank is particularly sensitive to developments in the Italian economy. Slower economic growth, higher inflation, sovereign debt concerns, a potential downgrade of Italy's credit rating, rising funding costs or a deterioration in market sentiment towards Italian financial institutions could adversely affect the Group's financial condition, results of operations, liquidity, asset values and profitability.

Overall, prolonged macroeconomic uncertainty, geopolitical tensions, market volatility and adverse economic developments could have a material negative impact on FinecoBank's business, financial position, operating results and creditworthiness.

- Risks associated with the Group's exposure to securities issued by Sovereign States

The FinecoBank Group's results are and will be exposed to sovereign debtors, in particular the Republic of Italy and certain major European countries. Sovereign exposures are bonds issued by, and loans granted to, central and local governments and governmental bodies. A worsening of the sovereign debt situation may have adverse effects on the Issuer's business, operating results, economic prospects and financial position. This risk is particularly significant due to the tariff policies initiated by the United States and the effects of the Russia-Ukraine conflict and the conflicts in the Middle East, which have caused and may further cause significant widening of the yield spread between Italian government bonds and other benchmark government bonds (the so-called spread).

As at 31 December 2025, the Group's exposure to securities issued by Sovereign States classified in the "Financial assets at fair value through other

comprehensive income" and "Financial assets at amortised cost" amounted to €17,000,722 thousand (€15,855,169 thousand as at 31 December 2024), equal to 45.6% of the Group's total assets (45.7% as at 31 December 2024). The Group's exposure to securities issued by Sovereign States (amounting to €17,000,722 thousand) is concentrated for approximately 62.3% in two countries, Italy and Spain.

- Credit, Counterparty and Concentration Risk

The FinecoBank Group is exposed to credit risk, namely the risk that borrowers may fail to repay their obligations due to a deterioration in their financial condition, potentially resulting in losses for the Group. Credit risk is an inherent component of the Group's lending activities and may be influenced by adverse macroeconomic, financial or political developments affecting borrowers' repayment capacity.

The Group is also exposed to counterparty risk arising from financial transactions, including derivative contracts, securities and foreign exchange trading, and the holding of third-party securities. A default by a counterparty or issuer could adversely affect the Group's financial condition and results of operations. In addition, FinecoBank is exposed to concentration risk, particularly with respect to sovereign exposures, where significant exposures are concentrated in a specific category of counterparties.

To manage these risks, FinecoBank applies prudent lending standards and primarily grants loans secured by financial or real estate collateral. Counterparty risk on derivative transactions is further mitigated through the extensive use of Central Counterparties (CCPs). The Group is also exposed to non-traditional credit risk arising from leveraged and short-selling transactions carried out through securities lending, particularly in stressed market conditions or periods of reduced liquidity.

As at 31 December 2025, loans to ordinary customers amounted to approximately €5.4 billion. Asset quality remained very strong, with net impaired loans of €4.2 million, representing only 0.08% of total customer loans, and a coverage ratio of 84.9%. As at 31 March 2026, net impaired loans stood at €5.1 million, with an impaired loan ratio of 0.10% and a coverage ratio of 82.1%. These indicators reflect the Group's conservative risk profile and the high quality of its loan portfolio.

Section 3 – Key Information on Securities

What are the main characteristics of securities?

Type, class and ISIN

The Securities are Turbo Short Certificates linked to the Mini Nasdaq Future Dec 26 (the **Underlying**) with an expiry date of 22/12/2026. They are leverage certificates and, as a consequence of the Leverage Effect, allow for an amplified – i.e., more than proportional – reflection of the upward or downward movements of the Underlying. The Leverage is variable. This variability is due to the financial structure of the Turbo Short Certificates, whose price always reflects the difference between the Strike and the Reference Price, taking into account the Parity (Multiplier) and the Reference Exchange Rate, where applicable. The International Securities Identification Number (ISIN) of the Certificates is IT0005739849.

Currency, nominal value of the issued securities and duration of the securities

The Certificates were issued on 06/11/2026 in Euro "**EUR**" (the **Issue Currency**), with an Issue Price equal to EUR 16.0154.

The Expiry Date of the Certificates is 22/12/2026. If a Knock-Out Event occurs, the Turbo Certificate terminates early.

Rights attached to the securities

The Certificates incorporate the rights and benefits provided for by the Italian legislation applicable to financial instruments of the same category, as well as those deriving from the Terms and Conditions of the Certificates, without prejudice to what is indicated below regarding the use of "bail-in" and other resolution tools provided for by the BRRD Directive, as transposed into Italian law by the BRRD Decrees, as amended and supplemented from time to time. Ownership of the Certificates implies full knowledge and acceptance of the Terms and Conditions, as supplemented and completed from time to time by the Final Terms, and grants the rights and benefits incorporated in the Certificates themselves. The Certificates do not fall within the forms of funding covered by the guarantee of the Interbank Deposit Protection Fund (Fondo Interbancario di Tutela dei Depositi). The investor may not demand early repayment except in the event of liquidation or insolvency proceedings of the Issuer. For the entire duration of the Certificates and in the event of liquidation or insolvency proceedings of the Issuer, no netting or set-off shall be permitted between the Issuer's debt arising from the Certificates and any claims held by the Issuer against the Holders. There are no conditions or encumbrances – of any nature – that may affect the rights of the Holders. Furthermore, there are no conversion clauses into other securities. However, this is without prejudice to the provisions of the BRRD Directive, as transposed into Italian law by the BRRD Decrees, as illustrated below.

Provisions relating to redemption

In the event that the Certificates have not been liquidated early due to the occurrence of a Knock-Out Event, the Differential Amount will be determined on the basis of the following formula:

Max [0; (Strike – Reference Price) / (Parity * Reference Exchange Rate)]

Where:

"**Reference Price**" means the value [the official closing price] of the Underlying published by the [Reference Market], recorded on the Valuation Date as determined by the Calculation Agent;

"**Strike**" is equal to 28800;

"**Parity**" is equal to 100;

"**Reference Exchange Rate**": 1. For the avoidance of doubt, the Reference Exchange Rate is not applicable;

"**Valuation Date**" is 17/12/2026;

Upon the occurrence of a Knock-Out Event during the Observation Period, as specified in the Final Terms, the Turbo Certificates will terminate early and the investor will receive the Knock-Out Amount.

Where:

"Knock-Out Event" means the occurrence of the following event: the Reference Price of the Underlying is greater than or equal to the Knock-Out Level;

"Knock-Out Level" is equal to 100% of the Strike;

"Reference Price" means the price of the Underlying published on a continuous basis by the Reference Market during the Observation Period, as determined by the Calculation Agent;
"Knock-Out Amount" is equal to EUR 0 (zero);
"Observation Period" means the period of time from 09/11/2026 to 17/12/2026. If a Market Disruption Event occurs on any day during the Observation Period, such day will be excluded from the Observation Period;
"Underlying" means the Mini Nasdaq Future Dec 26 with Chicago Mercantile Exchange, Inc - CME as the Reference Market.

Ranking of the securities

The rights attached to the Certificates constitute a direct, unsecured, and unsubordinated contractual obligation of the Issuer. However, in the event that the "bail-in" tool is applied, the Holders' claim against the Issuer will not be satisfied *pari passu* with all other unsecured claims of the Issuer (i.e., unsecured and non-preferred), but will be subject to reduction and/or conversion in accordance with the order provided for by the bail-in legislation.

Restrictions on the free transferability of the securities

There are no restrictions on the free transferability of the Certificates, except for applicable legal provisions in force. However, the Certificates have not been and will not be registered under the U.S. Securities Act of 1933, as amended (the "Securities Act"), or under the corresponding regulations in force in Canada, Japan, Australia, or any other country in which the offer of the Certificates is not permitted without authorization from the competent authorities (the "Other Countries") and, consequently, may not be offered, sold, or otherwise delivered, directly or indirectly, in the United States of America, Canada, Japan, Australia, or the Other Countries.

Where will the securities be traded?

Admission to trading

The Certificates will be traded on Vorvel, Vorvel Certificates Segment. The trading start date will be the Business Day following the Issue Date.
FinecoBank S.p.A. will act as specialist, market maker, and liquidity provider on Vorvel, Vorvel Certificates Segment.

What are the key risks specific to the securities?

There are risk factors that are relevant for the purpose of assessing the risks associated with the Certificates, including the following:

- Risk associated with the complexity of the Certificates

As derivative financial instruments, the Certificates are characterised by a very high level of risk, which investors may find difficult to assess due to their complexity. In particular, the Certificates are leverage certificates and, as a result of the Leverage Effect, reflect in an amplified manner, i.e. to a more than proportional extent, the increase or decrease in the value of the Underlying. It should also be noted that the complexity of Turbo Certificates is also linked to the fact that direct investment in the relevant Underlying is generally precluded for retail clients (for example, due to the size of the initial investment, or because they are traded in market segments not open to retail clients). It should also be noted that the complexity of Turbo Certificates is also linked to the fact that certain Underlyings, due to their specific characteristics, may be opaque or little known to the general retail investor.

- Risk of total or partial loss of the amount invested

Investment in the Certificates is subject to the risk of total or partial loss of the amount invested, depending on (i) the level at which the Knock-Out Level is set and the value of the Knock-Out Amount, (ii) the performance of the Underlying, and (iii) fluctuations in the Reference Exchange Rate, where applicable.

- Risk associated with the occurrence of a Knock-Out Event

In the event of a Knock-Out Event, the Certificate will be terminated early and the investor will be subject to the risk of total loss, where the value of the Knock-Out Amount specified in the Final Terms is zero (0), or partial loss of their investment, where the value of the Knock-Out Amount specified in the Final Terms is greater than zero (0). Furthermore, the occurrence of the Knock-Out Event will depend, among other things, on the level at which the Issuer sets the Knock-Out Level relative to the initial value of the Underlying: this determines the probability of a Knock-Out Event occurring and, consequently, of the instrument expiring prematurely. In addition, the higher the volatility, the greater the probability that the value of the Underlying will reach the Knock-Out Level, thus triggering a Knock-Out Event. It should also be noted that under particularly unstable market conditions, volatility will generally be higher. Finally, for the purpose of assessing whether or not the Knock-Out Event occurs, the Reference Price is monitored on a continuous basis during the Observation Period, i.e., throughout an entire period specified in the Final Terms; therefore, the possibility of a Knock-Out Event occurring is greater and, consequently, the risk of total or partial loss of the invested capital will be higher, particularly in the presence of high market volatility.

- Risk relating to the presence of leverage

- In case of Turbo Long Certificates

In the case of Turbo Long Certificates, due to the Leverage Effect, if the Underlying records a negative performance, the investor is exposed to a risk of total or partial loss of the initially invested capital that is greater than that of an investment in a financial instrument without such Leverage Effect. The Leverage is variable; therefore, as the value of the Underlying changes, the amplification due to the Leverage is not fixed for the entire duration of the Certificates but varies according to the distance (in absolute terms) between the Strike and the value of the Underlying. When the Leverage reaches high values, the investor is exposed to a greater risk of partial or total loss of the investment because the price risk of an investment in the Certificates is higher than that of a direct investment in the relevant Underlying. Therefore, high Leverage levels expose the investor to the risk of partial or total loss to a greater extent than the prospect of benefiting from upward movements in the value of the Underlying.

- In case of Turbo Short Certificates

In the case of Turbo Short Certificates, due to the Leverage Effect, if the Underlying records a positive performance, the investor is exposed to a risk of total or partial loss of the initially invested capital that is greater than that of an investment in a financial instrument without such Leverage

Effect. The Leverage is variable; therefore, as the value of the Underlying changes, the amplification due to the Leverage is not fixed for the entire duration of the Certificates but varies according to the distance (in absolute terms) between the Strike and the value of the Underlying. When the Leverage reaches high values, the investor is exposed to a greater risk of partial or total loss of the investment because the price risk of an investment in the Certificates is higher than that of a direct investment in the relevant Underlying. Therefore, high Leverage levels expose the investor to the risk of partial or total loss to a greater extent than the prospect of benefiting from downward movements in the value of the Underlying.

- Price risk and other factors determining the value of the Certificates

Investors should note that even if the Underlying is constant or even performs favourably for the investor, the value of the Certificates may decrease due to other factors affecting the value of the options comprising them.

- Risk relating to the Strike

The positioning of the Strike, at the time of issue, relative to the value of the Underlying influences the potential yield of the Certificates. In particular, the Leverage Effect (which determines by how many times the price of the Certificates is amplified relative to the changes recorded by the Underlying) varies as the difference between the Strike and the value of the Underlying changes. The Leverage Effect will therefore be greater the smaller the difference between the Underlying and the Strike. Conversely, the Leverage Effect will be smaller the greater the difference between the Underlying and the Strike.

- Risk relating to dependence on the value of the Underlying

- in case of Turbo Long Certificates

An increase in the value of the Underlying should result in an increase in the price of the Turbo Long Certificates (and vice versa in the case of a decrease). Due to the Leverage Effect typical of Turbo Certificates, such movements in the Underlying have a more than proportional impact on the price of the Certificates and the related payments. During the life of the Certificate, the Leverage changes continuously based on the distance of the Underlying from the Strike, with a consequent impact on the price of the Certificates. Furthermore, the value of the Underlying may vary over time and may increase or decrease depending on a variety of factors, including, but not limited to, corporate actions, dividend distributions, microeconomic factors, and speculative trading.

- in case of Turbo Short Certificates

A decrease in the value of the Underlying should result in an increase in the price of the Turbo Short Certificates (and vice versa in the case of an increase). Due to the Leverage Effect typical of Turbo Certificates, such movements in the Underlying have a more than proportional impact on the price of the Certificates and the related payments. During the life of the Certificate, the Leverage changes continuously based on the distance of the Underlying from the Strike, with a consequent impact on the price of the Certificates. Furthermore, the value of the Underlying may vary over time and may increase or decrease depending on a variety of factors, including, but not limited to, corporate actions, dividend distributions, microeconomic factors, and speculative trading.

- Risk associated with Certificates linked to an Exchange Rate as the Underlying

Where the Final Terms specify an Exchange Rate as the Underlying, the Certificates are exposed to fluctuations in the relevant exchange rate, which may be affected by economic, political, regulatory and market factors, as well as government or central bank interventions. Adverse exchange rate movements may significantly impact the value of the Certificates and the amounts payable, potentially resulting in a partial or total loss of the investment. Additional risks may arise from discrepancies between exchange rate sources and from exchange rate movements occurring outside the Certificates' trading hours, limiting investors' ability to react promptly. Risks may be heightened where the relevant currency is associated with an emerging or developing market.

- Risk relating to Certificates linked to Index Futures Contracts or Commodities as the Underlying

Where the Certificate is linked to Index Futures Contracts or Commodities, the value of the Certificate will be exposed to fluctuations in those contracts on the relevant trading markets. In particular, the investor is exposed to the market, disruption and adjustment risks typical of a direct investment in the commodity or index underlying the derivative contract. This circumstance could have a negative impact on the value and liquidity of the Certificates and, in the event of delays in determining the final level of the index, result in a delay in payments relating to the Certificates. In the case of Index Futures Contracts, the value of the Certificates will depend on the performance of the underlying derivative contract. If such underlying derivative contract is subject to unexpected changes, the investor in the Certificate is exposed to the risk of total or partial loss of the capital invested or, in any event, of receiving a lower yield than expected. In the case of Certificates linked to a Commodity as the Underlying, it should be noted that an investment in Commodities as the Underlying is riskier than other investments. The reason for this is: the prices for Commodities can be subject to greater fluctuations, and markets for Commodities can have lower liquidity than e.g. stock markets.

- Risk relating to the volatility of the Underlying

The value/price of the Certificates is influenced by the volatility of the Underlying (i.e. by the frequency and intensity of fluctuations in the value of the Underlying during the life of the Certificates). It should also be noted that the occurrence of a Knock-Out Event is influenced by the volatility of the Underlying: in particular, the higher the volatility of the Underlying, the greater the probability that the Reference Price will reach the Knock-Out Level and a Knock-Out Event will therefore occur.

- Risks associated with emerging markets

Where the Underlying is linked to emerging markets, the Holder must bear in mind that such an investment entails certain risks typically associated with the high volatility of such markets, uncertainty linked to potential conflicts, possible economic and/or political instability, the risk of market disruption or government restrictions on foreign investment, and more generally the operating and supervisory conditions of the markets themselves.

- Risk associated with the Issuer acting as distributor on the relevant MTF, offering intermediary, lead manager, market maker, specialist or similar, and risk associated with potential conflicts of interest on the part of the distributor(s) of the Certificates

The Issuer may act as distributor on the relevant MTF, offering intermediary, lead manager, market maker, liquidity provider, specialist or in similar roles in relation to the Certificates: such overlap between the Issuer, distributor on the relevant MTF, offering intermediary, lead manager, market maker, liquidity provider, specialist or similar roles could give rise to a potential conflict of interest vis-à-vis investors.

Section 4 - Key Information on the Offer of the Securities

Under what conditions can I invest in this security and what is the expected timetable?

The maximum aggregate amount of Certificates subject to the offer is up to **EUR 160,154,000** (the "**Maximum Offered Amount**"), equal to **10,000,000 Certificates** with an **Issue Price** of **EUR 16.0154**.

The effectiveness of the Offer is subject to admission to trading by Vorvel S.p.A. prior to the Issue Date. The Issuer has applied for admission of the Certificates to trading on Vorvel, Vorvel Certificates Segment, the Multilateral Trading Facility (MTF) managed by Vorvel S.p.A., in due time for the issuance of the admission provision by such date

The offer period of the Certificates starts on 09/11/2026 (inclusive), the first day on which the Certificates are traded on Vorvel, and ending – unless extended or closed early in accordance with the procedures indicated in these Final Terms and in the Base Prospectus – on the day on which the marketing activity of the Certificates ceases, i.e. 17/12/2026 (the "**Offer Period**").

In addition to the above, the investor must be aware that:

a) the Issuer has the right, upon the occurrence of a reasonable motive (including, but not limited to, the occurrence of a Knock-Out Event), to close the Offer Period early, even if the Maximum Offered Amount has not been fully purchased by investors; and

b) the Issuer has the right to extend the Offer Period, provided that such right is exercised by the last day of the Offer Period.

In each of the indicated cases, the Issuer will inform the public by publishing a notice on its website: https://finecobank.com/it/online/.

Should extraordinary circumstances occur between the publication date of these Final Terms and the day preceding the start of the Offer Period, as provided for in international practice, such as, among other things, serious adverse changes in the political, financial, economic, regulatory, currency, or market situation at a national or international level, or adverse events regarding the financial, asset, or earnings situation of the Issuer and/or the Group, or in any case material events relating to the Issuer and/or the Group which are such, in the opinion of the Issuer, as to prejudice the successful outcome of the Offer or make it inadvisable to carry it out, the Issuer may decide to revoke and not commence the Single Offer, and the same shall be deemed canceled. Such decision will be promptly communicated to the public and to Consob by means of a specific notice to be published at least on the Issuer's website https://finecobank.com/it/online/ and, simultaneously, transmitted to Consob by the start date of the Single Offer.

The Offer Price is equal to the market price of the Certificates formed from time to time on the Vorvel Market, Vorvel Certificates Segment, plus any costs and commissions payable to the Authorised Intermediary.

Offer within the framework of Direct Listing

Investors are informed that in the case of a public offer, subscription to the same must be carried out in compliance with the provisions of Article 34-quinquies of the Issuers' Regulation (*Regolamento Emittenti*). Investors may purchase the Certificates from the Issuer through a specific application form (the "**Subscription Form**"). In any case, investors may purchase the Certificates against payment of the Offer Price, plus any costs and commissions to be paid to the Authorized Intermediary, and the purchase and settlement of the Certificates will be carried out in accordance with the rules of the relevant MTF. The Certificates may be subscribed in a Minimum Lot of 1 Certificate and multiples thereof. There is no maximum subscribable amount, provided that the maximum amount subscribable upon application cannot be higher than the Maximum Offered Amount. Investors may purchase the Certificates on Vorvel, Vorvel Certificates Segment, from the Issuer or from an Authorized Intermediary against payment of the Offer Price. Purchase and sale contracts concluded on Vorvel, Vorvel Certificates Segment, will be settled on the second day following their conclusion, in accordance with the rules of Vorvel, Vorvel Certificates Segment. There are no reserved tranches. The Certificates will be offered exclusively to the public at large.

Estimate of total expenses, including estimated costs charged to the investor by the Issuer or the offeror

Not applicable - the issue price does not include commissions/costs.

Why is this prospectus being produced?

Use of net proceeds

The net proceeds from the offer of the Certificates described in this Base Prospectus will be used by the Issuer for the purposes set out in its corporate object, as well as for hedging the obligations arising from the Certificates, and therefore not for specific and predetermined purposes at the time of issuance (such as financing specific projects or fulfilling specific contractual relationships).

Underwriting agreements on a firm commitment basis

Not applicable – the offer is not governed by an underwriting agreement on a firm commitment basis.

Material conflicts of interest relating to the offer or admission to trading

FinecoBank S.p.A. is the Issuer and acts as Calculation Agent, authorized intermediary, and liquidity provider (committing on a continuous basis to guarantee the liquidity of the Certificates) on the Vorvel multilateral trading facility, Vorvel Certificates Segment, managed by Vorvel S.p.A., a company in which FinecoBank S.p.A. holds a stake and which is also a related party: such coincidence of roles could lead to situations of potential conflict of interest towards investors. In relation to the role of liquidity provider on the secondary market, the Issuer may act as a direct counterparty to the investor in the purchase and sale of the Certificates on the relevant MTF and, therefore, this circumstance implies that the Issuer's valuations may have an impact on the price levels formed from time to time on the secondary market. Furthermore, it should be noted that the Issuer holds the role of intermediary and provides investment services to its clients relating to the Certificates. Save as described above, to the best of the Issuer's knowledge, no other person involved in the offer of the Certificates has a material interest in the offer.

TABLE APPLICABLE IN THE EVENT OF TRADING

ISIN	IT0005739849
Series Number	1
Number of Tranches	1
Number of Certificates issued per Series	40000
Number of Certificates issued per Tranche	40000
Issue Price	16.0154
Long/Short	Short
Strike/other	28800
Knock-Out Level	100% of the Strike
Maturity Date	22/12/2026
Exercise Date	22/12/2026
Payment Date	22/12/2026
Parity	100
Reference Exchange Rate	1
Minimum Lot	1 Certificate
Maximum Lot	10,000,000
Issue Date	06/11/2026
Determination Date	Not applicable
Knock-Out Amount	EUR 0
Underlying	Mini Nasdaq Future Dec 26
Underlying Sponsor	Not applicable
Underlying Issuer	Chicago Mercantile Exchange, Inc - CME
Reference Currency of the Underlying	USD
ISIN of the Underlying	US12574K8339
Reuters Code/Other relevant sources of information	NQZ26
Source of data	Chicago Mercantile Exchange, Inc - CME
Source Website	www.cmegroup.com/trading
Underlying Sponsor's Website	Not applicable
Underlying Issuer's Website	www.cmegroup.com/trading
Exchange	Chicago Mercantile Exchange, Inc - CME
Exchange Website	www.cmegroup.com/trading
Other (please specify)	Not applicable