

**SECOND SUPPLEMENT DATED 3 MARCH 2026
TO THE PROSPECTUS DATED 10 SEPTEMBER 2025**



BANK OF MONTREAL

(a Canadian chartered Bank)

U.S.\$50,000,000,000

Global Registered Covered Bond Program

unconditionally and irrevocably guaranteed as to payments of interest and principal by

BMO COVERED BOND GUARANTOR LIMITED PARTNERSHIP

(a limited partnership established under the laws of the Province of Ontario)

The Bank of Montreal (the **Bank**) issued a prospectus dated 10 September 2025, as supplemented by the first supplement dated 15 December 2025 (the **First Supplement**) (as so supplemented, the **Prospectus**), which is a base prospectus for the purposes of Article 8 of Regulation (EU) 2017/1129 (as amended, the **EU Prospectus Regulation**), which now forms part of domestic law by virtue of the European Union (Withdrawal) Act 2018, as amended, the **(EUWA)** (the **UK Prospectus Regulation**). The Prospectus also constitutes admission particulars for the purposes of the ISM Rulebook (as amended from time to time) (the **Admission Particulars**). References to Prospectus herein include the Admission Particulars unless the context otherwise requires.

This second supplement (the **Second Supplement**) constitutes a supplement in respect of (i) the Prospectus for the purposes of Article 23 of the UK Prospectus Regulation and (ii) the Admission Particulars, and is prepared in connection with the U.S.\$50,000,000,000 Global Registered Covered Bond Program established by the Bank (the **Program**), unconditionally and irrevocably guaranteed as to payments of interest and principal by BMO Covered Bond Guarantor Limited Partnership (the **Guarantor**).

This Second Supplement has been approved as a supplement to a base prospectus by the Financial Conduct Authority as competent authority under the UK Prospectus Regulation. The Financial Conduct Authority has only approved this Second Supplement as meeting the standards of completeness, comprehensibility and consistency imposed by the UK Prospectus Regulation and such an approval should not be considered as an endorsement of the Bank nor as an endorsement of the quality of any Covered Bonds that are the subject of this Second Supplement. Investors should make their own assessment as to the suitability of investing in such Covered Bonds.

Terms defined in the Prospectus have the same meaning when used in this Second Supplement. This Second Supplement is supplemental to, and shall be read in conjunction with, the Prospectus and any other supplements to the Prospectus issued by the Bank from time to time.

Each of the Bank and the Guarantor accepts responsibility for the information contained in this Second Supplement. To the best of the knowledge of each of the Bank and the Guarantor, the information contained in this Second Supplement is in accordance with the facts and this Second Supplement contains no omission likely to affect its import.

THE COVERED BONDS HAVE NOT BEEN APPROVED OR DISAPPROVED BY CANADA MORTGAGE AND HOUSING CORPORATION (CMHC) NOR HAS CMHC PASSED UPON THE ACCURACY OR ADEQUACY OF THE PROSPECTUS OR THIS SECOND SUPPLEMENT. THE COVERED BONDS ARE NEITHER INSURED NOR GUARANTEED BY CMHC OR THE GOVERNMENT OF CANADA OR ANY OTHER AGENCY THEREOF.

1. Purpose of the Second Supplement

The purpose of this Second Supplement is to (i) incorporate by reference in the Prospectus the Bank's comparative unaudited interim consolidated financial statements for the three-month period ended 31 January 2026, with comparative unaudited interim consolidated financial statements for the three-month period ended 31 January 2025 (the **First Quarter 2026 Interim Financial Statements**) and management's discussion and analysis for the three-month period ended 31 January 2026 (the **First Quarter 2026 MD&A**); (ii) update certain sections in the Prospectus following the release by the Department of Finance (Canada) for consultation on 29 January 2026 of proposed amendments to the *Income Tax Act* (Canada) that would amend certain hybrid mismatch provisions of the *Income Tax Act* (Canada) and introduce other consequential amendments; and (iii) include an updated statement in respect of no material adverse change and no significant change in the Prospectus.

2. Comparative Unaudited Interim Consolidated Financial Statements and Management's Discussion and Analysis as at and for the Three Month Period ended 31 January 2026

By virtue of this Second Supplement, the First Quarter 2026 Interim Financial Statements and the First Quarter 2026 MD&A, contained in the Bank's First Quarter 2026 Report to Shareholders, excluding page 62 of the same, are incorporated in and form part of the Prospectus. The remainder of the Bank's First Quarter 2026 Report to Shareholders is not incorporated and is either covered elsewhere in the Prospectus or deemed not relevant to investors.

3. Documents Incorporated by Reference

Copies of the First Quarter 2026 Interim Financial Statements and the First Quarter 2026 MD&A have been filed with the National Storage Mechanism and are available for viewing at <https://data.fca.org.uk/#/nsm/nationalstoragemechanism> and, by virtue of this Second Supplement, these documents are incorporated in, and form part of, the Prospectus.

To the extent that any document or information incorporated by reference or attached to this Second Supplement itself incorporates any other documents or information by reference therein, either expressly or implicitly, such other documents or information will not form part of this Second Supplement for the purposes of the UK Prospectus Regulation or the ISM Rulebook, except where such other documents or information are specifically incorporated by reference or attached to this Second Supplement.

4. Amendments to the Prospectus following proposals to amend the “hybrid mismatch rules” contained in the *Income Tax Act* (Canada)

In light of the proposals to amend the “hybrid mismatch rules” contained in the *Income Tax Act* (Canada) which were announced by the Department of Finance (Canada) on 29 January 2026, the following disclosure is amended in the Prospectus:

- i. Under the section “**H. LEGAL AND REGULATORY RISKS**” commencing on page 56 of the Prospectus, the following shall be added to the end of the risk factor entitled “Changes of law, including applicable banking, bankruptcy and income tax laws and NHA regulations and policies may affect the Covered Bonds, the Covered Bond Guarantee, the Bank and/or the Guarantor” on page 59 of the Prospectus:

“Furthermore, on 29 January 2026, the Department of Finance (Canada) released for consultation proposed amendments to the *Income Tax Act* (Canada) (the **January 29 Tax Proposals**) that would amend certain “hybrid mismatch” provisions of the *Income Tax Act* (Canada) and introduce other consequential amendments. The January 29 Tax Proposals are highly complex, and there remains significant uncertainty as to their interpretation and application, including whether they will be implemented in their proposed form, or at all. Investors should consult their own tax advisors with respect to the possible application of the January 29 Tax Proposals to them in their particular circumstances.

In addition, if the January 29 Tax Proposals become effective and, as a consequence, additional amounts become payable by the Issuer pursuant to Condition 7 (Taxation):

- (a) a holder that is not resident in Canada for the purposes of the *Income Tax Act* (Canada) and that is a “reverse hybrid entity” (as defined in the January 29 Tax Proposals) may not be able to rely on the Issuer’s gross up obligations as described in Condition 7 (Taxation) and receive such additional amounts in respect of its Covered Bonds; and
- (b) the Issuer may seek to redeem the applicable Covered Bonds early for taxation reasons as described in Condition 6.2 (Redemption for taxation reasons).

There can be no assurance that a holder whose Covered Bonds are redeemed early in accordance with Condition 6.2 (Redemption for taxation reasons) will be able to reinvest redemption proceeds at an effective rate of interest comparable to the effective yield on the Covered Bonds so redeemed.”

- ii. Under the section “**TERMS AND CONDITIONS OF THE COVERED BONDS**” commencing on page 136, the following shall be added at the end of sub-section (h) under Condition 7 entitled “Taxation” on page 179 of the Prospectus:

“, or being an entity that is a “reverse hybrid entity” as defined in proposed amendments to the ITA released by the Department of Finance (Canada) on 29 January 2026 (or successor provisions thereto); or”.

- iii. Under the section “**CERTAIN TAX LEGISLATION AFFECTING THE COVERED BONDS**” commencing on page 309 of the Prospectus, the third paragraph under the section entitled “Canadian Taxation” on page 309 of the Prospectus shall be deleted and replaced by the following:

“This summary is based upon the provisions of the ITA and the regulations thereunder (the “**Regulations**”) in force on the date hereof and counsel’s understanding of the current administrative policies and assessing practices of the Canada Revenue Agency published in writing by it prior to 3 March 2026. On 29 January 2026, the Department of Finance (Canada) released for consultation proposed amendments to the ITA (the **January 29 Tax Proposals**) that would amend certain “hybrid mismatch” provisions of the ITA and introduce other consequential amendments. This summary does not take into account the January 29 Tax Proposals, but otherwise takes into account all specific proposals to amend the ITA and Regulations publicly announced by or on behalf of the Minister of Finance (Canada) prior to 3 March 2026 (the **Proposed Amendments**) and assumes that all such Proposed Amendments will be enacted in the form proposed. However, no assurances can be given that the Proposed Amendments will be enacted as proposed, or at all. This summary does not otherwise take into account or anticipate any changes in law or administrative policy or assessing practice, whether by legislative, regulatory, administrative or judicial action nor does it take into account provincial, territorial or foreign income tax legislation, which may differ from those discussed herein. Subsequent developments could have a material effect on the following summary.”

5. No Material or Significant Change

Paragraph 4 under the heading “**GENERAL INFORMATION**” on page 344 of the Prospectus is deleted and replaced with the following:

“There has been no significant change in the financial performance or financial position of the Bank and its Subsidiaries, including the Guarantor, taken as a whole since 31 January 2026, being the date of the latest published interim results, and no material adverse change in the prospects of the Bank and its Subsidiaries, including the Guarantor, taken as a whole since 31 October 2025, being the date of the latest published audited consolidated financial statements of the Bank.”

6. General Information

To the extent that there is any inconsistency between (a) any statement in this Second Supplement or any statement incorporated by reference into the Prospectus by way of this Second Supplement and (b) any other statement in, or incorporated by reference in, the Prospectus, the statements in (a) above will prevail.

Save as disclosed in this Second Supplement and any supplement to the Prospectus previously issued, no significant new factor, material mistake or inaccuracy relating to the information included in the Prospectus which is capable of affecting the assessment of Covered Bonds issued under the Program has arisen or been noted, as the case may be, since the publication of the Prospectus.

Copies of this Second Supplement, the Prospectus and the documents incorporated by reference in either this Second Supplement or the Prospectus can be obtained on written request and without charge from (i) the website of the Regulatory News Service operated by the London

Stock Exchange at <http://www.londonstockexchange.com/exchange/news/market-news/market-news-home.html> under “Bank of Montreal” and the headline “Publication of Prospectus”, (ii) the specified office in London, England of The Bank of New York Mellon, London Branch, the Issuing and Paying Agent, (iii) the Corporate Secretary’s Office of the Bank, 100 King Street West, 1 First Canadian Place, 21st Floor, Toronto, Ontario, Canada, M5X 1A1 and (iv) the Bank’s website at <https://www.bmo.com/home/about/banking/investor-relations/fixed-income-investors/coveredbonds/registered-covered-bond#>.