FINEXITY GROUP

MARKETING COMMUNICATION

– TERM SHEET · FINEXITY AG BOND 2026/2030

Bond 2026/2030
6M Euribor + 600 bp · min. 7.00% p.a.

FINEXITY AG · HAMBURG · HRB 153232

ISIN A DE000A5GS8A5 · ISIN B DE000A5GS8B3

VOLUME	COUPON	TERM	INTEREST DATES
up to €4.5m	**6M Euribor + 6.00%**	**27.11.2026 – 27.11.2030**	**27.05. · 27.11.**
Series A and B together	at least 7.00% p.a., no cap	4 years · redemption at 100%	first on 27.05.2027

KEY TERMS

ISSUER	Finexity AG, Holzdamm 28–32, 20099 Hamburg (HRB 153232) · shares listed on XETRA (ISIN DE000A40ET88)
INSTRUMENT	Bearer bonds · senior, unsecured, ranking pari passu among themselves · German law
SERIES	Series A (ISIN DE000A5GS8A5 / WKN A5GS8A): global note, denomination €1,000 · Series B (ISIN DE000A5GS8B3 / WKN A5GS8B): crypto security under the eWpG, denomination €1 · minimum subscription €1,000 per series, issue price 100% · economically identical, each with its own terms, own KID, own body of holders
VOLUME	Up to €4.5m aggregate principal amount for Series A and Series B together · no further subscriptions once the amount is reached
COUPON	6M Euribor + 6.00% p.a. · reference rate floor 1.00%, hence at least 7.00% p.a. · no cap · fixing on the second TARGET business day before each interest period (Reuters EURIBOR01), first on 25.11.2026 · calculation agent: the issuer
INTEREST · REDEMPTION	Semi-annually in arrear on 27.05. and 27.11., first on 27.05.2027 · interest accrues from 27.11.2026 for all investors · Act/Act (ICMA) · redemption on 27.11.2030 at 100%
PAYING AGENT · REGISTER	Series A: paying agent mwb fairtrade Wertpapierhandelsbank AG, Gräfelfing; custody Clearstream Banking AG · Series B: paying agent the issuer; crypto securities register Cashlink Technologies GmbH; qualified crypto custodian Tangany GmbH
OFFER	Public offer in Germany only, 06.11.2026 to 05.11.2027 · no securities prospectus · key information document per series · may be shortened, suspended or terminated at any time, no entitlement to an allocation
COSTS PER KID	Entry costs up to 5.00% of the investment amount (distribution fee, maximum) · ongoing costs 1.25% p.a. (trail commission for the distributor) · no issuer fees in the issue price; third-party custody and bank charges possible
USE OF PROCEEDS	Growth and consolidation of the group, liquidity reserve – non-binding

COUPON BY 6M EURIBOR

6M EURIBOR	COUPON P.A.
≤ 1.00% (floor)	7.00%
2.00%	8.00%
2.994% (02.11.2026)[1]	8.994%
4.00%	10.00%

CALL[2] AND PUT

EVENT	PRICE
Issuer call from 27.11.2027 / 28 / 29	103 / 101.5 / 100%
Clean-up (< 20% outstanding)	100.0%
Tax reasons, any time	100.0%
Put on change of control (30 days)	101.0%

Risk warning: the purchase of the bond may lead to the total loss of the capital invested. [1] 6M Euribor of 02.11.2026 (source: EMMI) for orientation; only the value on the respective fixing date is decisive – not a forecast. [2] In each case plus accrued interest · ordinary call with 30 to 60 days' notice, in whole or in part (partial at least €100,000, pro rata) · clean-up per series, based on the aggregate principal amount originally issued · no ordinary termination right for investors. This overview summarises the terms and conditions; only the terms and conditions, the key information document and the subscription form of the respective series are authoritative (finexity-group.com, Investor Relations, section “Anleihe 2026/2030”). Important notice on page 2.

Creditor rights, settlement and issuer

CREDITOR RIGHTS AND COVENANTS · ISSUER LEVEL

CREDITOR RIGHTS	No ordinary termination right · termination for cause · put right on change of control at 101% plus interest, to be exercised within 30 days of the notice
EVENTS OF DEFAULT	Non-payment after 30 days · other breach not remedied within 60 days · cross default · insolvency, cessation of payments, liquidation
CHANGE OF CONTROL	Acquisition of more than 50% of the voting rights or sale of all or substantially all assets · exception: holding without a majority shareholder
NEGATIVE PLEDGE	No security for capital market indebtedness without equal and rateable security for the bond · exceptions: existing and statutory security, asset and acquisition financing
CROSS DEFAULT	Financial indebtedness of more than €3m in aggregate not paid when due or accelerated
DISTRIBUTIONS	Dividends, other distributions and payments on subordinated shareholder liabilities together capped at 50% of the prior year's net income per financial year · subordinated shareholder liabilities: subordinated liabilities to shareholders or related parties (Sec. 39 (1) no. 5 InsO)
FURTHER UNDERTAKINGS	Transactions with related parties only at arm's length · no maintenance financial covenants
RESOLUTIONS	SchVG · vote without meeting · qualified majority (75%) for material amendments · separate body of holders per series
LAW	German law · place of jurisdiction Hamburg · substitution of the issuer by a controlled company only with a guarantee from Finexity AG

SUBSCRIPTION AND SETTLEMENT

	SERIES A · ACCOUNT	SERIES B · WALLET
Subscription	Online at bond.finexity-group.com or with the subscription form – directly or via tied agents	As Series A · the subscription automatically applies for the wallet user agreement with the crypto custodian
Subscription account	Finexity AG · Commerzbank · IBAN DE83 2004 0000 0541 6490 00 · BIC COBADEFFXXX · reference: surname, first name, place of residence, "Anleihe 2026/2030 Serie A"	Same account · reference: surname, first name, place of residence, "Anleihe 2026/2030 Serie B"
Value dates	27.11.2026 (receipt by 25.11.2026, 12 noon) · 11.12. and 23.12.2026 · monthly on the 27th from 01/2027 · receipt two bank business days before the value date, otherwise the next date	as Series A
Accrued interest	None for value dates up to 31.12.2026 · from 2027: nominal × rate ÷ 2 × days since interest start or last interest date ÷ days in period · example 27.01.2027 at 7.0%: €11.80 per €1,000	as Series A
Delivery	After receipt of payment on the value date, free of charge, to the stated custodian bank	After receipt of payment and wallet opening, free of charge, into the wallet with the crypto custodian
Payments	Via the paying agent and Clearstream to the custodian banks	By the issuer to the bank account named by the holder · record date: fifth bank business day before the payment date
Trading	Inclusion in the open market possible – no commitment	Transferable under the eWpG · currently no liquid secondary market

KEY FIGURES PRO FORMA[3]

	9M 2026	2025
Revenue	€7.31m	€8.19m
vs. budget / prior year	+18.8%	+15.5%
EBITDA	−€2.46m	−€3.2m
Infrastructure share	75%	73%

PROFILE

FINEXITY Group is building the infrastructure of the digital capital market – for Europe and the UAE. Four brands cover the chain: nolivius (structuring), Nundara (register and DLT OTC), Effecta[4] (liability umbrella, 45+ tied agents), VolksInvest (investor app); 300+ tokenised bonds since 2020. Next step: own trading – DLT TSS licence for the EEA (application H2 2026), MTF and settlement licence in the UAE (target 2028)[5] – white label from 2030. Guidance 2026: revenue €9.6m, EBITDA −€3.5m (pro forma). The group is in its growth phase, currently not profitable; the sole debtor of the bond is Finexity AG.

Subscription: bond.finexity-group.com · documents per series (terms and conditions, key information document, risk factors, subscription form): finexity-group.com, Investor Relations, section "Anleihe 2026/2030" · contact: support@finexity.com · +49 40 8221 7720

Prospectus notice: The information in this document is addressed exclusively to persons resident or habitually resident in the Federal Republic of Germany. It constitutes neither an offer to purchase or subscribe for the bonds nor an invitation to make an offer, is of a purely promotional nature and is not financial or other investment advice. For the assessment of the bonds only the information in the key information document and in the terms and conditions of the respective series is authoritative; these are published on the issuer's website (finexity-group.com, Investor Relations, section "Anleihe 2026/2030"), where they can be downloaded free of charge. Statutory risk warning: The acquisition of these securities (Series A bonds, tokenised Series B bonds) involves considerable risks. The maximum risk is a total loss. Subject to printing errors, mistakes and changes. · [3] Preliminary, unaudited, pro forma incl. Effecta GmbH (corporate news of 29.10.2026); 2025 pro forma, reviewed · [4] Acquisition of 90.1% of Effecta GmbH subject to the BaFin ownership control procedure · [5] Subject to licensing; non-binding planning, not a forecast.