

## TV NOVA 5.40/29

ISIN	CZ0003577041
Issuer	TV Nova s.r.o. (the “ <b>Issuer</b> ”)
Issuer rating	Unrated
Status	Senior, unsecured
Name	TV Nova 5.40/29
Issue date	31 October 2025
Maturity date	31 October 2029
Issue size	CZK 1 billion, with the option of an increase up to CZK 4 billion
Denomination	CZK 10,000
Minimum investment	CZK 10,000
Reference currency	CZK
Issue price	100%
Coupon	5.40% p.a., payable annually in arrears
Day count convention	30E/360
Offer period	29 September 2025 – 17 October 2025, 10:00 a.m. May be closed early.
Offer	Public offer in the Czech Republic
Use of proceeds	Repayment of other forms of financing and general corporate purposes
Early redemption at the option of Bondholders	Only in an Event of Breach (as defined in the Prospectus) the Bondholders are entitled to request early redemption at 100% of nominal value plus accrued interest.
Early redemption at the option of the Issuer	Not permitted
Joint lead managers	PPF banka a.s. (the “ <b>Bank</b> ”) and Air Bank a.s.
Arranger / Calculation agent / Security agent / Administrator	PPF banka a.s.
Costs	No subscription or settlement fees are charged for the primary issue or for administering the Bonds.
Incentives	The Bank will receive, in connection with the Bonds, an inducement (a placement fee) equal to 1.20% of the value of Bonds placed.
Positive target market	Eligible counterparties (without conditions); professional and retail clients who: <ul style="list-style-type: none"> <li>▪ have knowledge and experience of bonds;</li> <li>▪ are able and willing to bear partial or total loss of investment;</li> <li>▪ seek a higher yield with the potential for higher volatility in the value of the investment;</li> <li>▪ intend to hold the investment to maturity, with a minimum investment horizon of four years.</li> </ul>
Negative target market	Professional and retail clients who meet at least one of the following: <ul style="list-style-type: none"> <li>▪ lack knowledge of investment instruments, in particular bonds;</li> </ul>

	<ul style="list-style-type: none"> <li>▪ are unable or unwilling to bear partial or total loss of investment;</li> <li>▪ are unwilling to accept fluctuations in the value of the investment;</li> <li>▪ require full guarantee of principal;</li> <li>▪ accept only highly liquid instruments;</li> <li>▪ are at higher risk of failing to maintain the intended investment horizon.</li> </ul>
Distribution strategy	The instrument will be distributed through all distribution channels of PPF banka a.s.

## 1. Bond specifications

The TV Nova 5.40/29 Bonds (the “**Bonds**” and each individually a “**Bond**”) will be issued in accordance with the common issue terms and conditions set out in the base prospectus of the bond programme and the final terms of the Bonds (the base prospectus and the final terms together as the “**Prospectus**”), as dematerialised securities denominated in CZK, maturing as at the Maturity Date. The Bonds are issued under Czech law.

The Issuer does not intend to apply for the Bonds to be admitted to trading on the Regulated Market of the Prague Stock Exchange (Burza cenných papírů Praha, a.s.). The Issuer is offering the Bonds in the Czech Republic by way of a public offering pursuant to the Prospectus, which has been approved by the Czech National Bank.

**CNB approval of the Prospectus does not constitute an endorsement of the securities offered or admitted to trading on a regulated market. All potential investors are advised to read the Prospectus before making any investment decision, so that they fully understand the potential risks and returns associated with investing in the Bonds.**

The Issuer undertakes to pay interest (or the relevant accrued interest, as applicable) and the nominal value of the Bonds in accordance with the terms and conditions set out in the Prospectus.

Further information on the Bonds is contained in the base prospectus of the bond programme, as approved by the CNB under Decision 2025/108565/CNB/650, Ref. No S-Sp-2025/00683/CNB/653, of 4 September 2025, which took effect on 23 September 2025, and in the final terms of the Bonds dated 24 September 2025. The Prospectus and any supplements, together with other published documents, are available electronically on the Administrator’s website at [www.ppfbanka.cz/cs/dulezite-dokumenty](http://www.ppfbanka.cz/cs/dulezite-dokumenty), specifically under the sections Important documents – Securities – TV Nova s.r.o.

**The Bonds are subject to various risks, as described on pages 3 and 4.**

The value of the Bonds is subject to market influences, the most significant being changes in the credit quality of the Issuer and the balance of supply and demand. Generally, a deterioration in the Issuer’s credit quality (or the market’s perception thereof) reduces the value of the Bonds. An imbalance of supply and demand may also affect their value.

## 2. Issuer's profile

### General information:

Company name:	TV Nova s.r.o.
Legal form:	společnost s ručením omezeným (private limited company)
Registered office:	Kříženeckého nám. 1078/5, 15200, Praha 5
Company ID number:	458 00 456
Incorporation:	incorporated by entry in the Companies Register maintained by the Municipal Court in Prague, register entry C 10581

### Objects of business:

The Issuer is a Czech media company that has broadcast nationwide television since 1994. Its television channels have long been among the most watched in the Czech Republic. From the outset, it positioned itself as an innovative and dynamic broadcaster, bringing a new approach to news, entertainment, and drama to the Czech media landscape. Since launching in 1994, the Issuer has undergone major changes, from expanding its thematic channels and moving online to the current era of digital platforms and locally produced content.

## 3. Risk factors

Potential investors are advised to familiarise themselves with the risks associated with the Bonds, as outlined below. The risks set out here are not (and are not intended to be) an exhaustive list of all risks and considerations relevant to the Bonds or to an investor's decision to purchase them. A detailed description of risk factors is provided in the Prospectus.

### 3.1 Risk of non-payment

Like any other debt, the Bonds are subject to the risk of non-payment. In certain circumstances, the Issuer may be unable to pay interest on the Bonds or to repay their nominal value in full, with the result that the amount received on redemption or sale may be less than the Bondholder's original investment, and in some circumstances may even be zero.

### 3.2 Taxation risk

Potential investors should be aware that they may be required to pay taxes or other charges in accordance with the laws and practices of the jurisdiction in which the Bonds are transferred, or any other relevant jurisdiction. Potential investors should seek advice from their tax advisers regarding their individual tax position. Changes in tax legislation may result in the yield from the Bonds being lower than initially expected by the Bondholder, or in the amount payable on sale or redemption being less than expected by the Bondholder. The Issuer has no obligation to gross up payments to Bondholders to cover any tax withholdings.

### 3.3 Risk of conflicts of interest between the entities controlling the Issuer and Bondholders

The Issuer's beneficial owners may be able to influence the outcome of important matters concerning the Issuer. Their business and financial interests may, in certain circumstances, diverge from those of the Issuer and may not always be aligned with its best interests. In addition, the interests of the beneficial owners and of the Issuer's management may, in certain circumstances, conflict with or prejudice the interests of Bondholders.

### 3.4 Risk of allocation reduction

The Bank will process orders for Bonds received from its clients by subscribing for and purchasing Bonds in the primary issue on their behalf. In the event of oversubscription (i.e. investor demand exceeding supply), client orders may be reduced (partially unsatisfied). The Bank will carry out such reductions in accordance with the Allocation and Pricing Policy.<sup>1</sup>

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<sup>1</sup> Published at <https://www.ppfbanka.cz/en/document/download/7899>

#### **4. Inducements and conflicts of interest**

The ultimate beneficial owner of both the Issuer and the Arranger is the Kellner family. Neither of these companies, nor any of their parent companies, stand in a controlling or controlled relationship to one another. No members of the Issuer's board of directors or supervisory board are employees of the Bank, or members of its governing, supervisory, or other bodies. Potential conflicts of interest between PPF Group's shareholders and the Arranger or the Issuer, on the one hand, and Bondholders, on the other, have been mitigated primarily through the following measures.

The Bank has implemented procedures to identify and manage conflicts of interest and has adopted measures to ensure their application and control. For example, it has an organisational structure that respects the rules on the separation of incompatible functions, in particular the segregation of personnel and the systemic prevention of the inappropriate flow of information between organisational units, so as to avoid its misuse and potential conflicts of interest. Specific measures for managing conflicts of interest are described in the Business Conditions of PPF banka a.s. for Investment Services,<sup>2</sup> and in its Catalogue of Conflicts of Interest.<sup>3</sup>

In connection with the Bonds, the Bank will receive from the Issuer a placement fee for securing subscriptions or purchases of Bonds by third parties, equal to 1.20% of the aggregate nominal value of Bonds subscribed for or placed by the Bank.

The Bank also publishes on its website a document entitled Information on Inducements,<sup>3</sup> which contains general information on inducements received by the Bank.

#### **5. Disclaimer**

This communication is intended for further discussion, is strictly confidential, may not be copied or distributed, and is intended solely for potential investors. The information above is indicative only and has been prepared on the basis of the Prospectus. The detailed characteristics of the Bonds are set out in the Prospectus. Each potential investor should carefully review all conditions and information contained in the Prospectus.

Investment in the Bonds involves risk, and any investor in the Bonds risks losing part or all of their investment. The Bonds are intended only for experienced investors, for whom the potential loss of part or all of their investment would not result in a material deterioration of their financial situation. Less experienced or inexperienced investors may not be able to identify all of the risks associated with the Bonds and investment in them. Past or expected returns are not a guarantee of future performance and are not a reliable indicator of future results. Any investment decision is solely at the discretion of the investor, who must assess the risks and benefits of such a decision for themselves. All potential investors are recommended to consult their financial, tax, and/or other advisers before making any investment.

PPF banka a.s. does not provide investment advisory services to its clients, and this communication may not be regarded as investment advice or an investment recommendation. It provides only general information on the characteristics, risks, and returns of the Bonds, without regard to the investor's individual knowledge and professional experience, financial background, or investment objectives.

This communication does not constitute an offer, recommendation, or any assessment of the suitability of the Bonds, any transaction involving them, or any investment strategy for a particular investor. This communication does not constitute a prospectus within the meaning of the applicable legislation.

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<sup>2</sup> Published at <https://www.ppfbanka.cz/en/document/download/8169>

<sup>3</sup> Published at <https://www.ppfbanka.cz/en/document/download/7431>