

This term sheet (the “term sheet”) and the master information statement for Bank of Montreal principal protected deposit notes dated November 10, 2025 (the “master information statement”) have been prepared solely for assisting prospective purchasers in making an investment decision with respect to the deposit notes. This term sheet and the master information statement (together, the “information statement”) constitutes an offering of the deposit notes only in those jurisdictions where they may be lawfully offered for sale and therein only by persons permitted to sell the deposit notes. No securities regulatory authority has expressed an opinion about the deposit notes offered hereunder and it is an offence to claim otherwise.

The deposit notes to be offered hereunder have not been, and will not be, registered under the United States Securities Act of 1933, as amended (the “U.S. Securities Act”) or any state securities laws and may not be offered, sold or delivered, directly or indirectly, in the United States of America, its territories, its possessions and other areas subject to its jurisdiction or to, or for the account or benefit of, a U.S. person (as defined in Regulation S under the U.S. Securities Act) except in certain transactions exempt from the requirements of the U.S. Securities Act.

Term sheet dated December 5, 2025



**BMO Growth Principal Protected Deposit Notes, Series 865 (CAD) Due December 31, 2030,
Linked to Solactive Equal Weight Canada Banks 5% AR Index**
(Unsecured – Principal Protected Deposit Notes)
Maximum CAD \$10,000,000

The deposit notes offered by this term sheet and the accompanying master information statement are deposit liabilities of Bank of Montreal. The objective of the deposit notes is to offer investors the opportunity for an enhanced return based on the performance of the reference asset in addition to the stated deposit amount of CAD \$100.00 per deposit note. Upside participation, if any, will be determined based on the performance of Solactive Equal Weight Canada Banks 5% AR Index over the term of the deposit notes, as described below under “Payment at maturity” and “Variable return”. See “Information about the Reference Asset”.

This term sheet describes the specific terms of the deposit notes being offered, but does not describe all of the terms of the deposit notes or contain all of the other disclosures that you should consider before making an investment decision, which are included in the master information statement. Accordingly, it is important that you read this term sheet together with the master information statement before making an investment decision.

All payments on the deposit notes are subject to the credit risk of Bank of Montreal. References in this term sheet and the master information statement to “we”, “our” or “us” are to Bank of Montreal, and not any of its subsidiaries, unless the context indicates otherwise. Other terms that are used but not defined in this term sheet have the respective meanings given to them in the master information statement.

KEY TERMS	
Issuer	Bank of Montreal
Issuer rating	Moody’s: Aa2; S&P: A+; DBRS: AA (long-term deposits > 1 year).
Reference asset	Solactive Equal Weight Canada Banks 5% AR Index (ticker: SOLCBEW5).
Currency of deposit notes	Canadian dollar (CAD).
Stated deposit amount	CAD \$100.00 per deposit note.
Minimum investment	CAD \$2,000.00 (20 deposit notes).
Maximum issue size	CAD \$10,000,000.00.
Issue date	On or around December 31, 2025.

Final valuation date	December 20, 2030, subject to postponement if such date is not an exchange day or a market disruption event occurs.
Maturity date	December 31, 2030
Term	Approximately five (5) years.
Upside participation	150.00% participation (or 1.50 times the final reference asset return) where the final level is greater than or equal to the initial level.
Initial level	The closing level on the issue date.
Final level	The closing level on the final valuation date.
Reference asset return	In respect of any given date, the reference asset return shall be determined in accordance with the following formula: $= \frac{\text{closing level} - \text{initial level}}{\text{initial level}}$
Final reference asset return	The reference asset return on the final valuation date.
Payment at maturity	You will receive at maturity for each deposit note you then hold: (i) the stated deposit amount, and (ii) the variable return, if any.
Variable return	<p>The variable return, if any, payable at maturity will be determined as follows:</p> <ul style="list-style-type: none"> If the final level is at or above the initial level, the variable return will be equal to the following formula: $= \text{CAD } \\$100.00 \times \text{upside participation} \times \text{final reference asset return}$ $= \text{CAD } \\$100.00 \times 150.00\% \times \text{final reference asset return}$ If the final level is below the initial level, no variable return will be payable on the deposit note. <p>If the final level is below the initial level, the payment you receive at maturity will be limited to the CAD \$100.00 stated deposit amount for each deposit note.</p>
Maximum payment	There is no cap or maximum payment amount on the deposit notes.
Minimum payment	CAD \$100.00 per deposit note.
Additional tax information	<p>For information about the Canadian federal income tax considerations associated with an investment in the deposit notes, see “Tax Considerations” in the master information statement.</p> <p>For information about the eligibility of the deposit notes for investment for certain registered plans, see “Eligibility for Investment” in the master information statement.</p>
Investor’s right to cancel	You may cancel an order to purchase a deposit note (or cancel its purchase if the deposit note has been issued) by providing instructions to us through your financial advisor any time up to 48 hours after the later of (i) the day on which the agreement to purchase the deposit note is entered into, and (ii) deemed receipt of this term sheet and the master information statement. See “Description of the Deposit Notes — Investor’s Right to Cancel the Agreement to Purchase a Deposit Note” in the master information statement.
Date of agreement	If you place an order to purchase a deposit note in person or electronically, the agreement to purchase the deposit note will be deemed to have been entered into on the third day after the later of (i) the day such purchase order is received, and (ii) five business days after the postmark date, if this term sheet and the master information statement are provided to you by mail, or the

	date this term sheet and the master information statement are actually received by you, if it is provided other than by mail. If an order to purchase a deposit note is received by telephone, the agreement to purchase the deposit note will be deemed to have been entered into at the time such purchase order is received.																
Fundserv code	JHN3852																
Calculation agent	BMO Capital Markets, or any successor appointed by us.																
Selling agent	BMO Nesbitt Burns Inc., an affiliate of ours.																
Fees and expenses	A fee of \$3.00 (3.00% of the subscription price) per deposit note will be paid out of the proceeds of this offering to BMO Nesbitt Burns Inc. for its services as selling agent. The selling agent will pay all or a portion of this fee to sub-agency groups including other qualified selling members for selling deposit notes. See “Supplemental Plan of Distribution” below.																
Secondary market/early trading charge	<p>The deposit notes will not be listed on any securities exchange. BMO Capital Markets will use reasonable efforts under normal market conditions to provide for a daily secondary market for the sale of the deposit notes through the order entry system operated by Fundserv Inc. but reserves the right to elect not to do so in the future, in its sole and absolute discretion, without prior notice to you. Sale requests need to be initiated by 1:00 p.m. (Toronto time, or such other time as may hereafter be established by us or Fundserv) on a business day. Any request received after such time will be deemed to be a request sent and received in respect of the next following business day. Such a sale of a deposit note will be effected at a price equal to the bid price for the deposit note, determined by us in our sole and absolute discretion.</p> <p>A sale of a deposit note to BMO Capital Markets prior to maturity may be subject to an early trading charge. If you sell a deposit note within the first 360 days after the issue date, the posted bid price will be reduced by an early trading charge equal to a percentage of the subscription price determined as set out below.</p> <table> <tr> <td>If deposit notes sold within:</td><td>Early trading charge:</td></tr> <tr> <td>0 - 60 Days</td><td>4.00%</td></tr> <tr> <td>61 - 120 Days</td><td>3.33%</td></tr> <tr> <td>121 - 180 Days</td><td>2.67%</td></tr> <tr> <td>181 - 240 Days</td><td>2.00%</td></tr> <tr> <td>241 - 300 Days</td><td>1.33%</td></tr> <tr> <td>301 - 360 Days</td><td>0.67%</td></tr> <tr> <td>Thereafter</td><td>Nil</td></tr> </table> <p>See “Supplemental Plan of Distribution” below.</p>	If deposit notes sold within:	Early trading charge:	0 - 60 Days	4.00%	61 - 120 Days	3.33%	121 - 180 Days	2.67%	181 - 240 Days	2.00%	241 - 300 Days	1.33%	301 - 360 Days	0.67%	Thereafter	Nil
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241 - 300 Days	1.33%																
301 - 360 Days	0.67%																
Thereafter	Nil																
No deposit insurance	The deposit notes will rank equally with all other deposit liabilities of Bank of Montreal. However, the deposit notes will not be deposits that are insured under the <i>Canada Deposit Insurance Corporation Act</i> or any other deposit insurance regime designed to ensure the payment of all or a portion of a deposit upon the insolvency of the deposit taking financial institution. There is no assurance that an investment in deposit notes will be eligible for protection under the Canadian Investor Protection Fund.																
Suitability and appropriateness for investment	The deposit notes may not be a suitable investment for you. You should only make a decision to invest in deposit notes after carefully considering, with your advisor, the suitability of this investment in light of your investment objectives and the information contained in this term sheet and the master information statement. See “Suitability and Appropriateness for Investment” in the master information statement. You do not have the right to require us to redeem (that is buy from you or repay to you) the deposit note prior to maturity.																

Risk factors

In deciding whether to invest in deposit notes, you should take into account various risks associated with such an investment. See the information under “Risk Factors” below and in the master information statement.

Bank of Montreal does not guarantee that you will receive a variable return in addition to the stated deposit amount at maturity. You must be willing to accept the risk that your actual yield on the deposit notes may be lower than the yield on our conventional deposits. This risk will depend on the performance of the reference asset specified herein. Although you will have exposure to the performance of the reference asset, you will not receive dividends or distributions with respect to the reference asset.

“BMO (M-bar roundel symbol)”, “BMO” and “BMO Capital Markets” are our registered trademarks used under license.

Additional Information

You should read this term sheet in conjunction with the master information statement (together, the “information statement”). You may request information about the deposit notes or a copy of the information statement by calling BMO Capital Markets at 1-866-864-7760 to speak to someone in English and 1-866-529-0017 to speak to someone in French. A copy of this term sheet and the master information statement is also posted at www.bmonotes.com.

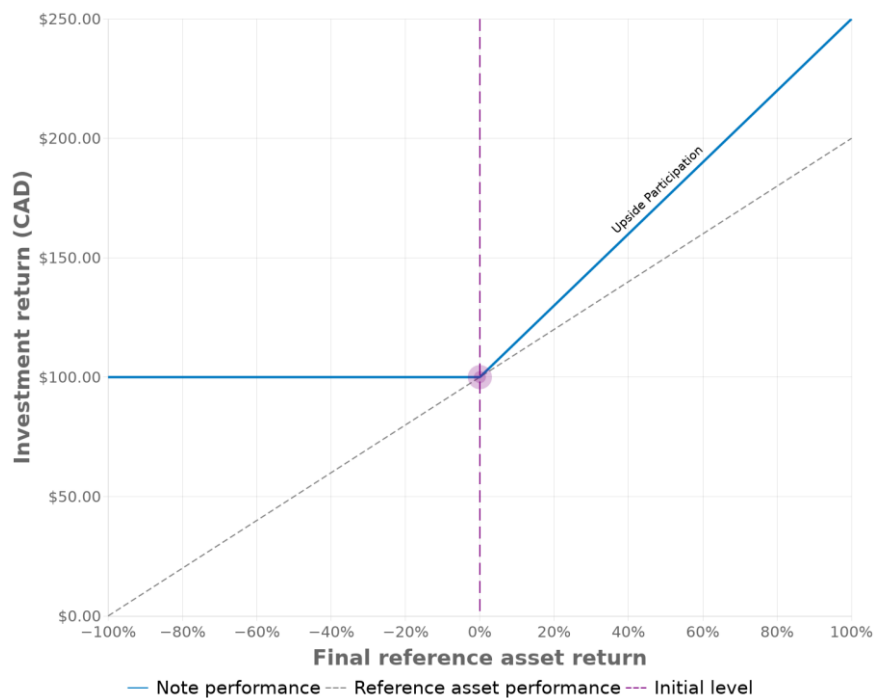
During the term of the deposit notes, you may inquire as to the bid price of the deposit notes and the formula for determining the amount payable under the deposit notes by contacting BMO Capital Markets at the above telephone numbers.

Ongoing information about the performance of the deposit notes will be available to you on our structured products website (www.bmonotes.com), including the daily bid price of the deposit notes (and any applicable early trading charge) and the closing level used by the calculation agent in its calculations and determinations on the final valuation date. Information relating to the reference asset can be obtained from www.solactive.com, or other publicly available sources. The content of any website referred to in this term sheet is not incorporated by reference in, and does not form part of, this term sheet. Neither we nor the selling agent nor any of our or their respective affiliates or associates has any obligation or responsibility for the accuracy or completeness of that information nor for the provision of future information in respect of the reference asset, its sponsor or the direct or indirect underlying interests of the reference asset.

The information statement has been prepared for the sole purpose of assisting prospective investors in making an investment decision with respect to the deposit notes. The information statement relates only to the deposit notes offered hereby and does not relate to the reference asset, its sponsor or any direct or indirect underlying interests of the reference asset. We make no recommendation concerning the reference asset, its sponsor, any direct or indirect underlying interests of the reference asset, or the suitability of investing in securities generally or the deposit notes in particular. In connection with our offer and sale of the deposit notes, no person is authorized to give any information or to make any representation not contained in the information statement and we do not accept any responsibility for any information not contained in the information statement. You will have no recourse against us, the selling agent, or any of our respective affiliates or associates in connection with any information about and/or relating to the reference asset, its sponsor, or the direct or indirect underlying interests of the reference asset.

Maturity Payment Profile

The return profile below is provided for illustration purposes only. This graph demonstrates the maturity payment on the deposit notes based on varying values of the final reference asset return. There can be no assurance that any specific return will be achieved on the deposit notes (subject to the CAD \$100.00 stated deposit amount per deposit note). All examples assume that you have purchased deposit notes with a stated deposit amount of CAD \$100.00, that you hold the deposit notes until maturity and that no extraordinary event has occurred during the term of the deposit notes.



The diagonal grey dashed line represents a range of possible returns that could be generated by a direct investment in the reference asset over the term of the deposit notes. If the final level is at or above the initial level, you will benefit from 150.00% upside participation in any positive performance of the reference asset. There is no cap or other limiting feature on the positive return of the deposit notes. If the final level is below the initial level, your investment will be protected and you will receive a maturity payment equal to the stated deposit amount.

The table below shows the maturity payment and corresponding return that you would receive per deposit note based on various values for the final reference asset return.

Final reference asset return	Variable return	Maturity payment	Compounded annual return paid at maturity
100.00%	CAD \$150.00	CAD \$250.00	20.10%
90.00%	CAD \$135.00	CAD \$235.00	18.62%
80.00%	CAD \$120.00	CAD \$220.00	17.07%
70.00%	CAD \$105.00	CAD \$205.00	15.43%
60.00%	CAD \$90.00	CAD \$190.00	13.69%
50.00%	CAD \$75.00	CAD \$175.00	11.84%
40.00%	CAD \$60.00	CAD \$160.00	9.85%
30.00%	CAD \$45.00	CAD \$145.00	7.71%
20.00%	CAD \$30.00	CAD \$130.00	5.38%
10.00%	CAD \$15.00	CAD \$115.00	2.83%
1.00%	CAD \$1.50	CAD \$101.50	0.30%
0.00%	CAD \$0.00	CAD \$100.00	0.00%

-10.00%	CAD \$0.00	CAD \$100.00	0.00%
-20.00%	CAD \$0.00	CAD \$100.00	0.00%
-30.00%	CAD \$0.00	CAD \$100.00	0.00%
-40.00%	CAD \$0.00	CAD \$100.00	0.00%
-50.00%	CAD \$0.00	CAD \$100.00	0.00%
-60.00%	CAD \$0.00	CAD \$100.00	0.00%
-70.00%	CAD \$0.00	CAD \$100.00	0.00%
-80.00%	CAD \$0.00	CAD \$100.00	0.00%
-90.00%	CAD \$0.00	CAD \$100.00	0.00%
-100.00%	CAD \$0.00	CAD \$100.00	0.00%

Hypothetical Examples

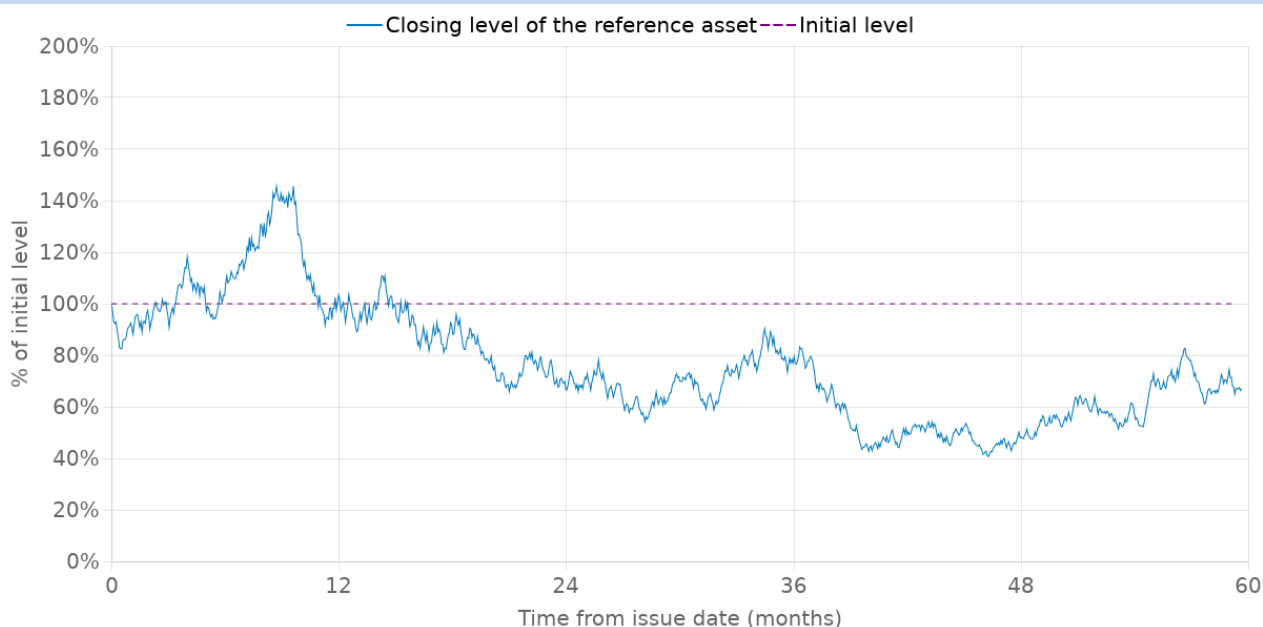
The following hypothetical examples demonstrate how the payment you may receive will be calculated and determined under two different scenarios.

The hypothetical closing levels used in these examples are for illustrative purposes only and should not be construed in any way as estimates or forecasts of the future performance of the reference asset or the return that you might realize on the deposit notes. All hypothetical examples assume that no events described under “Description of the Deposit Notes — Certain Additional Terms for Deposit Notes Linked to a Reference Index” in the master information statement have occurred during the term. For ease of analysis, figures below have been rounded.

Upside participation

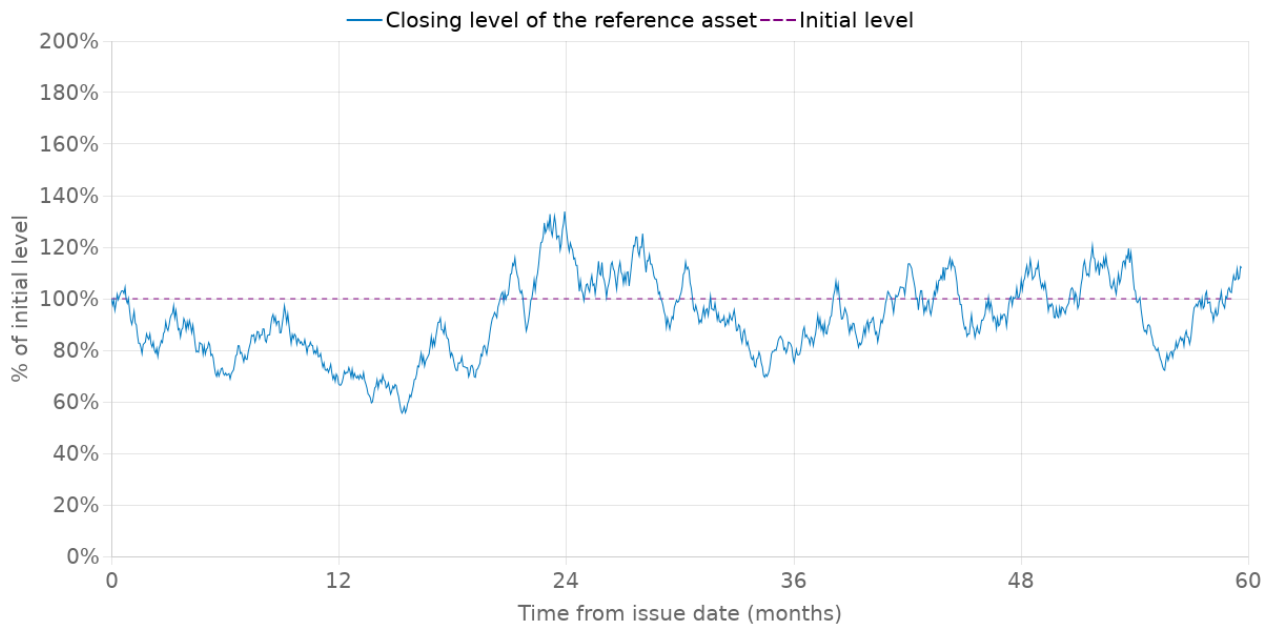
150.00%, where the final level is greater than or equal to the initial level

Example 1 – Payment at Maturity (Negative Scenario)



In this hypothetical example, the final level is at 67.00% of the initial level, which is below the initial level, so the final reference asset return is –33.00%. Accordingly, you would receive a maturity payment of CAD \$100.00 per deposit note (which is equivalent to a compounded annual return of 0.00% on the deposit notes).

Example 2 – Payment at Maturity (Positive Scenario)



In this hypothetical example, the final level is at 112.00% of the initial level, which is above the initial level, so the final reference asset return is 12.00% and the maturity payment will include upside participation in the reference asset to the extent its performance exceeds the initial level. Accordingly, you would receive a maturity payment of CAD \$118.00 per deposit note (which is equivalent to a compounded annual return of 3.36% on the deposit notes).

In this example, the maturity payment is calculated as follows:

$$\begin{aligned} \text{Maturity payment} &= \text{deposit amount} + [\text{CAD } \$100.00 \times \text{upside participation} \times \text{final reference asset return}] \\ &= \text{CAD } \$100.00 + [\text{CAD } \$100.00 \times 150.00\% \times 12.00\%] \\ &= \text{CAD } \$118.00 \end{aligned}$$

Information about the Reference Asset

All information in this term sheet relating to Solactive Equal Weight Canada Banks 5% AR Index (the “reference asset”) and the index sponsor, including, without limitation, its composition, method of calculation and changes in its direct or indirect underlying interests, is derived from and based solely upon publicly available sources dated as of the date indicated and is presented in this term sheet in summary form only. Such information may not be current and is subject to change by Solactive AG (“Solactive”), or a person appointed by Solactive, assuming the role as administrator (the “index sponsor”). The index sponsor has no obligation to continue to publish, and may discontinue publication of, the reference asset at any time. Neither Bank of Montreal nor the selling agent makes any representation or warranty as to the accuracy, reliability or completeness of such information or accepts responsibility for the calculation or other maintenance of or any adjustments to the reference asset. Investors in the deposit notes should make their own investigation into the reference asset, the index sponsor and the direct or indirect underlying interests. In addition, neither Bank of Montreal nor the selling agent has independently verified this information.

Solactive Equal Weight Canada Banks 5% AR Index (ticker: SOLCBEW5)

General Description

The Solactive Equal Weight Canada Banks 5% AR Index is an adjusted return index. It aims to track the gross total return performance of the Solactive Equal Weight Canada Banks Index (the “underlying index”), calculated in Canadian dollars, less an adjusted return factor of 5.00% per annum that will be calculated daily in arrears (the “adjusted return factor”). The underlying index is an equally-weighted free-float market capitalization index of common stock of Canadian issuers primarily. The methodology of the underlying index provides that the constituent securities fulfill the following criteria: must be primarily listed on the Toronto Stock Exchange; must be classified by the index sponsor as “Major Banks” or “Regional Banks”; must have a minimum free-float market capitalization of CAD \$10 billion for new index members and CAD \$5 billion for current index members and must have a minimum average daily trading value of CAD \$10 million, as calculated by the index sponsor.

The underlying index is a gross total return index that reflects the price changes of its constituent securities and the reinvestment in the underlying index of any dividends and distributions paid in respect of such securities. For the calculation of the level of the underlying index, any dividends or other distributions paid on the constituent securities of the underlying index are assumed to be reinvested across all the constituent securities of the underlying index. The composition of the underlying index is adjusted semi-annually, ordinarily in March and September, and is also subject to extraordinary adjustments in compliance with the rules of the index sponsor.

The performance of the reference asset will underperform the underlying index (total return) over the term of the deposit notes and will vary higher or lower from the performance of a price return version of the underlying index depending on whether the impact of the dividends and other distributions reinvested in the underlying index is greater or less than the impact the adjusted return factor has on the closing level over the term of the deposit notes.

The dividend yield of the underlying index on November 28, 2025 was 3.33%, representing an aggregate dividend yield of approximately 16.66% over the term of the deposit notes (assuming the dividend yield remains constant and the dividends are not reinvested). An investment in the deposit notes does not represent a direct or indirect investment in the reference asset. You have no right or entitlement to the dividends or distributions paid on the reference asset.

License Arrangements

The deposit notes are not sponsored, promoted, sold or supported in any other manner by Solactive nor does Solactive offer any express or implicit guarantee or assurance either with regard to the results of using the reference asset and/or reference asset trademark or the closing level at any time or in any other respect. The reference asset is calculated and published by Solactive. Solactive uses its best efforts to ensure that the reference asset is calculated correctly. Irrespective of its obligations towards Bank of Montreal, Solactive has no obligation to point out errors in the reference asset to third parties including but not limited to investors and/or financial intermediaries of the deposit notes. Neither publication of the reference asset by Solactive nor the licensing of the reference asset or reference asset trademark for the purpose of use in connection with the

deposit notes constitutes a recommendation by Solactive to invest capital in the deposit notes nor does it in any way represent an assurance or opinion of Solactive with regard to any investment in the deposit notes.

Risk Factors

An investment in the deposit notes is significantly riskier than an investment in conventional deposit liabilities of Canadian chartered banks. The deposit notes are subject to all of the risks associated with an investment in our conventional deposits and our other debt securities, including the risk that we may default on our obligations under the deposit notes, and are also subject to risks associated with the reference asset. Accordingly, the deposit notes are suitable only for investors who are capable of understanding the complexities and risks of the deposit notes. You should consult your own financial, tax and legal advisors as to the risks of an investment in the deposit notes and the suitability of the deposit notes in light of your particular circumstances.

The following is a summary of certain key risk factors. You should read this summary together with the more detailed description of risks relating to an investment in deposit notes, including risks specific to a particular type of reference asset, that is set out in the “Risk Factors” section of the master information statement. The risk factors relating to the deposit notes include but are not limited to the following:

- **The deposit notes may not be suitable for you.** You should decide to invest in the deposit notes only after carefully considering with an advisor whether the deposit notes are a suitable investment in light of the information set out in this term sheet and the master information statement. Neither we nor BMO Capital Markets make any recommendation as to whether the deposit notes are a suitable investment for you. Investments in the deposit notes are uncertain in nature in that they could produce no return. An investment in the deposit notes is only suitable for investors with a medium-term investment horizon and who are prepared to assume risk with an investment whose return is dependent upon the final level. The deposit notes are not a suitable investment for you if you require a guaranteed return. The deposit notes are not conventional deposits or indebtedness in that they do not provide you with a guaranteed return or income stream prior to maturity and the return at maturity is not calculated by reference to a fixed or floating rate of interest that is determinable prior to maturity. The return you may receive on your principal investment could be less than the return that could be earned on other investments. An investment in the deposit notes may not reflect the full opportunity cost to you when the factors that affect the time value of money are considered. The deposit notes are not a suitable investment for you if you do not understand their terms or the risks involved in holding the deposit notes.
- **The variable return may not be payable or may be limited.** The variable return payable on the deposit notes, if any, is uncertain and is based on the performance of the reference asset. An investment in the deposit notes will not track a direct investment in the reference asset and therefore the variable return that may be payable at maturity may be less than the return that would have been realized from such a direct investment. If the final level is below the initial level, no variable return will be payable, although in all cases you will be entitled to receive the deposit amount at maturity. You will not have any ownership interests or related rights (including, without limitation, any voting rights or rights to receive dividends or distributions) with respect to the reference asset.
- **The return on the deposit notes, if any, is uncertain until maturity.** The amount of any return you receive on the deposit notes will depend on the performance of the reference asset. The historical performance of the reference asset should not be considered as an indication of the future performance. You should understand that the risk involved in investing in the deposit notes is greater than that associated with other types of deposits or fixed income investments.
- **The deposit notes will not be listed on any securities exchange and you may not be able to sell them prior to maturity.** The deposit notes are designed for investors who are prepared to hold the deposit notes to maturity. The deposit notes will not be listed on any securities exchange. While BMO Capital Markets will use reasonable efforts under normal market conditions to provide a daily secondary market for the sale of the deposit notes through Fundserv, it reserves the right to elect not to do so in the future, in its sole and absolute discretion, without prior notice to you and may earn a profit in connection with the acquisition or subsequent disposition of the deposit notes acting as principal. The calculation agent may suspend the determination of bid prices during the existence of any state of affairs that makes those determinations impossible, impractical or prejudicial to you. If the calculation agent suspends these calculations, BMO Capital Markets will not be able to fairly and accurately determine the price for the deposit notes in order to facilitate a secondary market and, consequently, may suspend the secondary market for the deposit notes. If BMO Capital Markets suspends or terminates making a market, there may be no secondary market at

all for the deposit notes because it is likely that BMO Capital Markets will be the only broker-dealer that is willing to buy your deposit notes prior to maturity. Moreover, any secondary market that may develop may be illiquid or offer prices that may not reflect the performance of the reference asset. The value of the deposit notes in the secondary market will be affected by a number of complex and inter-related factors, as described below in “Supplemental Plan of Distribution” and in “Plan of Distribution—Secondary Market” in the master information statement. You should consult your investment advisor on whether it would be more favourable in the circumstances at any time to sell or to hold the deposit notes until maturity. If you sell the deposit notes in the secondary market prior to maturity, you may receive a price substantially less than the deposit amount.

- **Special circumstances may impact the timing or calculation of amounts payable on the deposit notes.** In the event of the occurrence of certain special circumstances as described in the master information statement under “Description of the Deposit Notes — Special Circumstances”, BMO Capital Markets may, as it determines appropriate, (i) adjust the components or variables in calculating the variable return, (ii) replace a reference asset with a comparable reference asset, (iii) defer the timing of the determination of the closing level or the calculation of the variable return, if any, or (iv) on the occurrence of an Extraordinary Event, instead of paying the variable return, if any, at maturity, determine the Early Payment Amount to be paid in extinguishment of the obligation to pay the variable return. The Early Payment Amount is an accelerated payment determined by the calculation agent that is paid to you in place of the variable return, if any, that would have been payable at maturity if the Extraordinary Event had not occurred. If the calculation agent makes such an election, the Early Payment Amount, if any, will be paid on the tenth (10th) business day after the Extraordinary Event Notification Date and no other variable return will be payable to you. However, in no event will the deposit amount be paid prior to the maturity date, subject to the deposit notes being automatically called. See “Description of the Deposit Notes — Special Circumstances” in the master information statement for more information.
- **Market disruption event.** If a Market Disruption Event in respect of the reference asset occurs on a day on which the closing level is to be determined for calculating the variable return, the determination of the closing level for such observation date may be delayed. Fluctuations in the closing level may occur in the interim. Where there has been a market disruption event, payment of the variable return, if any, will be made on the fifth (5th) business day after the closing level on the applicable observation date has been determined. See “Description of the Deposit Notes—Special Circumstances” in the master information statement.
- **Independent investigation required.** Bank of Montreal and the selling agent have not performed any due diligence investigation or review of the reference asset, the index sponsor or any direct or indirect underlying interests of the reference asset. Any information relating thereto was derived from and is based solely upon publicly available sources and its accuracy cannot be guaranteed. None of Bank of Montreal, the selling agent, or any of their respective affiliates or associates has any obligation or responsibility for the provision of future information in respect of the reference asset, the index sponsor or any direct or indirect underlying interests of the reference asset. Investors shall have no recourse against Bank of Montreal, the selling agent or any of their respective affiliates or associates in connection with any information relating to the reference asset, the index sponsor or any direct or indirect underlying interests of the reference asset that is not contained in this term sheet. The deposit notes are not sponsored, endorsed, sold or promoted by the index sponsor or its affiliates and none of them make any representation or warranty, express or implied, to you or any member of the public regarding the advisability of investing in securities generally or in the deposit notes particularly. You should undertake an independent investigation to determine if an investment in the deposit notes is suitable for you.
- **Conflicts of interest.** We and BMO Capital Markets, whether in its capacity as selling agent or calculation agent, and any of our respective affiliates, may from time to time, in the course of our normal business operations, hold interests directly or indirectly linked to the reference asset, or hold securities of, extend credit to or enter into other business dealings with the issuers of any securities underlying the reference asset, including under hedging arrangements relating to the deposit notes. In addition, BMO Capital Markets, which has undertaken to use reasonable efforts to provide a secondary market, is our affiliate. We and BMO Capital Markets have agreed that all such actions taken by it shall be taken based on normal commercial criteria in the particular circumstances. Conflicts may also arise because we and/or our affiliates may engage in trading activities related to the reference asset or any underlying securities that are not for your account or on your behalf. These trading activities may present a conflict between your interest in the deposit notes and the interests that we and/or our affiliates will have in their proprietary accounts in facilitating

transactions, including block trades and options and other derivatives transactions, for our respective customers and in accounts under management. These trading activities, if they influence the reference asset, could be adverse to your interests. Moreover, our subsidiaries (including BMO Capital Markets) have published, and in the future expect to publish, research reports with respect to the reference asset and/or some or all of the underlying securities. This research is modified from time to time and may express opinions or provide recommendations that are inconsistent with purchasing or holding the deposit notes. The foregoing actions by us, BMO Capital Markets and our respective affiliates may not take into account the effect, if any, of such actions on the deposit notes or the variable return that may be payable on the deposit notes. In addition, BMO Capital Market will act as calculation agent and we have no obligation to retain an independent person to make or confirm the determinations or calculations made for the deposit notes.

- **Common shares of Bank of Montreal.** The common shares of Bank of Montreal are included in the underlying index and the decisions and actions of the board of directors and management of Bank of Montreal will not take into account the effect, if any, of such decisions and actions on an index or investors' interests generally.
- **No deposit insurance.** The deposit notes will not be deposits that are insured under the *Canada Deposit Insurance Corporation Act* or any other deposit insurance regime designed to ensure the payment of all or a portion of a deposit upon the insolvency of the deposit taking financial institution. Therefore, a holder will not be entitled to Canada Deposit Insurance Corporation protection. There is no assurance that an investment in deposit notes will be eligible for protection under the Canadian Investor Protection Fund.

Supplemental Plan of Distribution

The deposit notes are being issued by us with a subscription price of CAD \$100.00 per note, representing 100% of the deposit amount, and a minimum subscription of CAD \$2,000.00 (20 deposit notes). The deposit notes are denominated in Canadian dollars and all payments owing under the deposit notes will be made in Canadian dollars. The maximum issue size will be CAD \$10,000,000 of deposit notes for the offering. We reserve the right to change the minimum subscription amount and/or the maximum issue size in our sole and absolute discretion.

You may subscribe for deposit notes by placing your order with the selling agent or sub-agency groups including other qualified selling members.

The deposit notes are being offered through Fundserv's investment fund transaction processing system. Subscriptions for the deposit notes will be made on the Fundserv network under the code "JHN3852", which will result in funds being accumulated in a non-interest bearing account of BMO Capital Markets pending execution of all documents required for this transaction and satisfaction of closing conditions if any. You should recognize that, unless you have purchased the deposit notes directly through a representative of BMO Nesbitt Burns Inc., you do not have an account with BMO Nesbitt Burns Inc. Funds in respect of all subscriptions shall be payable at the time of subscription. We will have the sole right to accept offers to purchase the deposit notes and may reject any proposed purchase of the deposit notes in whole or in part, and we reserve the right to allot the deposit notes to investors in an amount less than that subscribed for by the investor. We reserve the right to close the subscription book at any time and may discontinue accepting subscriptions at any time without notice. We may at any time prior to the issue date, in our discretion, elect whether or not to proceed in whole or in part with the issue of the deposit notes.

It is expected that the closing of the offering will take place on or about December 31, 2025 or on such other date as we and the selling agent may agree. Bank of Montreal will issue the certificate evidencing the deposit notes on the issue date (the "certificated note"). Bank of Montreal's obligation will run only to the holder named on the face of the certificated note (the "registered holder") and the responsibility and liability of Bank of Montreal in respect of deposit notes represented by such certificated note is limited to making payment of the amounts due in respect of the deposit notes to the registered holder. See "Description of the Deposit Notes — Additional Deposit Note Details — Form of Deposit Notes, Transfer and Settlement of Payments — Certificated Deposit Notes" in the master information statement.

If you purchase deposit notes on or subsequent to the issue date you will have a beneficial ownership interest in the certificated note. BMO Nesbitt Burns Inc. will maintain in its records the beneficial ownership of investors or their nominee as instructed using the Fundserv network or by an investor's financial advisor.

In order to complete the purchase of Fundserv deposit notes, the full subscription price must be delivered to BMO Capital Markets, as our agent, in immediately available funds by no later than two (2) business days prior to the issue date. Despite delivery of such funds, Bank of Montreal reserves the right not to accept any offer to purchase Fundserv deposit notes. If Fundserv deposit notes are not issued to the investor for any reason, such funds will be returned forthwith to the investor. In any case, whether or not the Fundserv deposit notes are issued, no interest or other compensation will be paid to the investor on such funds.

Except in certain limited circumstances, subscribers for the deposit notes will not have the right to receive physical certificates evidencing their ownership of the deposit notes. If for any reason the closing of the offering does not occur, all subscription funds will be returned forthwith to the subscriber's financial advisor without interest or deduction using the Fundserv network. See "Description of the Deposit Notes— Additional Deposit Note Details—Form of Deposit Notes, Transfer and Settlement of Payments" and "Plan of Distribution" in the master information statement for more information.

Pursuant to an agreement between us and the selling agent, the selling agent has agreed to offer deposit notes for sale as our agent on a best efforts basis, if, as and when issued by us. While the selling agent has agreed to use its best efforts to sell the deposit notes offered hereby, the selling agent will not be obligated to purchase any deposit notes that are not sold. BMO Capital Markets may purchase deposit notes offered hereby as principal. A fee of CAD \$3.00 (3.00% of the subscription price) per deposit note will be paid out of the proceeds of the offering on or about the issue date to the selling agent. The selling agent will pay all or a portion of this amount to sub-agency groups including other qualified selling members for selling the deposit notes. We will not charge any other fee or seek reimbursement of any other expense in connection with the deposit notes. The proceeds to us from the issuance of the deposit notes will constitute deposits received by us and will be used for general banking purposes.

We may from time to time issue any additional series of deposit notes or any other debt instruments (which may or may not resemble the deposit notes) which may be offered by us concurrently with the offering. We reserve the right to purchase for cancellation at our discretion any amount of deposit notes in the secondary market, without notice to you.

The bid price at which you will be able to sell the deposit notes prior to maturity may be at a discount, which could be substantial, to the payment you would receive if the deposit notes were maturing on the maturity date. The bid price for the deposit notes at any time will depend on, among other factors, (1) how much the closing level has risen or fallen since the date of this term sheet and the performance of the reference asset up to such time, and (2) a number of other interrelated factors, including, without limitation, supply and demand for the deposit notes, inventory positions with market makers, the volatility of the reference asset, the prevailing level of interest rates, market expectations of the future levels of interest rates, the time remaining to the next payment due under the deposit notes, the time remaining to maturity, the dividend yield of the reference asset and, if the reference asset is a reference ETF or a reference index, any direct or indirect underlying interests, the recognition over time by us of our estimated revenue from the deposit notes (which may or may not be realized) net of our cost of hedging the deposit notes, the amortization by us of the upfront costs incurred by us in creating, distributing and issuing the deposit notes and our creditworthiness. The relationship between these factors is complex and may be influenced by various political, economic, regulatory and other factors that can affect the bid price for the deposit notes. In particular, you should understand that the bid price (1) might have a non-linear sensitivity to rises and falls in the performance of the reference asset (i.e., the trading price of the deposit notes might increase and decrease at a different rate compared to the percentage increases and decreases in the closing level) and (2) may be substantially affected by changes in the level of interest rates independent of the performance of the reference asset. See “Plan of Distribution—Secondary Market” in the master information statement for more information.

A sale of a deposit note to BMO Capital Markets prior to maturity may be subject to an early trading charge. If you sell a deposit note within the first 360 days after the issue date, the posted bid price will be reduced by an early trading charge equal to a percentage of the subscription price determined as set out below.

If sold within:	Early trading charge
0 - 60 Days	4.00%
61 - 120 Days	3.33%
121 - 180 Days	2.67%
181 - 240 Days	2.00%
241 - 300 Days	1.33%
301 - 360 Days	0.67%
Thereafter	Nil

You should be aware that any valuation price for the deposit notes appearing on your periodic investment account statements within the first 360 days after the issue date is not what you would receive on disposition. Any bid price quoted to you to sell your deposit notes within the first 360 days after the issue date will exclude the application of any applicable early trading charge. If you would like to sell a deposit note prior to maturity you should consult your investment advisor on whether a sale of the deposit note will be subject to an early trading charge and, if so, the amount of the early trading charge.

We will not charge any other fee or seek reimbursement of any other expense in connection with the deposit notes, except as set out in this term sheet. For certainty, all expenses of the offering (other than the selling concession described above) will be borne by us.

This term sheet does not constitute, and may not be used for the purposes of, an offer or solicitation by anyone in any jurisdiction in which such offer or solicitation is not authorized or to any person to whom it is unlawful to make such offer or solicitation and no action is being taken to permit an offering of the deposit notes in any jurisdiction outside Canada where any action is required.

The deposit notes to be issued hereunder have not been, and will not be, registered under the U.S. Securities Act and may not be offered, sold or delivered, directly or indirectly, in the United States of America, its territories, its possessions and other areas subject to its jurisdiction or to, or for the account or benefit of, a U.S. person (as defined in Regulation S under the U.S. Securities Act) except in certain transactions exempt from the requirements of the U.S. Securities Act.