

# Barrier Reverse Convertible with Conditional Coupon

Equinor, Repsol, Diamondback Energy

Conditional coupon: 7,80% p.a.

Barrier Continuous: 55,00% - Quanto CHF - Maturity: 04.08.2027

The Product does not represent a participation in any of the collective investment schemes pursuant to article 7 and seq. of the Swiss Federal Act on Collective Investment Schemes (CISA) and thus does not require an authorisation of the Swiss Financial Market Supervisory Authority (FINMA). Therefore, investors in this Product are not eligible for the specific investor protection under the CISA. Moreover, investors in this Product bear the issuer risk.

This document will be filed with a Swiss reviewing body required under Article 45 of the Federal Act on Financial Services ("FinSA").

## Summary

<b>Note to investors</b>	<p>This summary is an introduction to the final terms (the "Termsheet (Final terms)" or this "Document") for the financial instruments referred in this Document (the "Product") and must be read together with the Base Prospectus.</p> <p>Any investment decision in relation to the Product should not be made based only on this Summary but on the information contained in the Base Prospectus and this Document. Investors should, in particular, read the section "Risk Factors" in the Base Prospectus and the section "3. Significant Risks incurred by the Investor" in this Document.</p> <p><b>Any liability for information contained in this Summary is limited to cases where the information contained herein is misleading, inaccurate or inconsistent when read together with the Base Prospectus and the other parts of this Document.</b></p>
<b>Issuer</b>	Banque Cantonale Vaudoise, Lausanne Switzerland (S&P AA/stable)
<b>SSPA category</b>	Yield enhancement – Barrier Reverse Convertible with Conditional Coupon (1260), according to the Swiss Derivative Map published by the Swiss Structured Products Association
<b>Sustainability classification of the product</b>	The selection of underlyings is guided primarily by financial objectives and criteria. It does not incorporate any systematic ESG constraints. This product is therefore not suitable for investors with specific requirements in terms of responsible investment.
<b>Underlyings</b>	Equinor, Repsol, Diamondback Energy
<b>Sec. No. / ISIN / SIX symbol</b>	152 890 159 / ISIN CH1528901593 / 1182BC
<b>Coupon</b>	<ul style="list-style-type: none"><li>• Benchmark level: 7,80% p.a.</li><li>• Coupon payments are made monthly.</li><li>• Coupon payments are not guaranteed. For payment to be made, the worst-performing underlying asset must be above its trigger level on each observation date (see schedule below).</li><li>• Each coupon has a « memory effect ». This means that if the worst-performing underlying asset is above its trigger on one of the observation dates, the investor receives any previously unpaid coupons.</li></ul>
<b>Type of Barrier</b>	American (the price of each underlying asset on the reference stock exchange is observed continuously)
<b>Barrier</b>	55,00% of the initial fixing

<b>Early redemption level (autocall)</b>	100,00% of the initial fixing
<b>Trigger level</b>	70,00% of the initial fixing
<b>Base currency</b>	CHF
<b>Settlement Type</b>	Cash
<b>Initial fixing date</b>	28.01.2026 (closing price of the underlying share(s) on the reference stock exchange)
<b>Final fixing date</b>	28.07.2027 (closing price of the underlying share(s) on the reference stock exchange)
<b>Offer</b>	Public offer in Switzerland. This Product is listed.
<b>Quotation Type</b>	The price on the secondary market is dirty, i.e., accrued interest is included. Prices may be consulted on Bloomberg and SIX Telekurs.

## 1. Product description

### ISSUE DETAILS

<b>Sec. No. / ISIN / SIX symbol</b>	152 890 159 / ISIN CH1528901593 / 1182BC
<b>Issuer</b>	Banque Cantonale Vaudoise, Lausanne Switzerland (S&P AA/stable)
<b>Lead manager / Calculation agent / Paying agent</b>	Banque Cantonale Vaudoise, Lausanne
<b>Prudential supervision</b>	BCV Lausanne, Switzerland, is subject to prudential supervision by Swiss Financial Market Supervisory Authority (FINMA).
<b>Nominal amount</b>	CHF 1 000
<b>Issue size</b>	1 100 Barrier Reverse Convertible with Conditional Coupon (includes an increase and reopening clause)
<b>Minimum investment</b>	CHF 1 000
<b>Issue price</b>	94,00%
<b>Base currency</b>	CHF
<b>Distribution fees</b>	No distribution fees
<b>Initial fixing date</b>	28.01.2026 (closing price of the underlying share(s) on the reference stock exchange)
<b>Payment date</b>	04.02.2026
<b>Final fixing date</b>	28.07.2027 (closing price of the underlying share(s) on the reference stock exchange)
<b>Payout date</b>	04.08.2027
<b>Definition</b>	The Barrier Reverse Convertible with Conditional Coupon is a yield-enhancement structured product. On each coupon observation dates, the worst-performing underlying asset is determined based on the initial fixing. If the worst-performing underlying asset is above the trigger level, a coupon is paid. Otherwise, no coupon is paid. The Barrier Reverse Convertible with Conditional Coupon also has a « memory effect », which enables investors to receive coupons not paid in previous periods. As with all Barrier Reverse Convertible with Conditional Coupon, this Certificate can be redeemed early if the worst-performing underlying asset closes at or above the early redemption level on the observation date.
<b>SSPA category</b>	Yield enhancement – Barrier Reverse Convertible with Conditional Coupon (1260), according to the Swiss Derivative Map published by the Swiss Structured Products Association
<b>Sustainability classification of the product</b>	The selection of underlyings is guided primarily by financial objectives and criteria. It does not incorporate any systematic ESG constraints. This product is therefore not suitable for investors with specific requirements in terms of responsible investment.

## UNDERLYING ASSETS

i	Name	ISIN Code	Reference Exchange	Initial Fixing (Si,0)
1	Equinor ASA	NO0010096985	Oslo	253,70
2	Repsol SA	ES0173516115	Soc.Bol SIBE	15,97
3	Diamondback Energy Inc	US25278X1090	NASDAQ GS	160,27

i	Barrier	Trigger level	Early redemption level
1	139,5350	177,590	253,70
2	8,7835	11,179	15,97
3	88,1485	112,189	160,27

## PRODUCT TERMS AND CONDITIONS

<b>Changes that are unplanned or not agreed</b>	Information about any changes that are unplanned or not agreed contractually (e.g., capital transactions that affect the underlying assets such as splits, par-value reimbursements or conversions) shall be provided at <a href="http://www.bcv.ch/en/emission">www.bcv.ch/en/emission</a> .
<b>Strike level (K)</b>	100,00% of the initial fixing
<b>Barrier (B)</b>	55,00% of the initial fixing
<b>Type of Barrier</b>	American (the price of each underlying asset on the reference stock exchange is observed continuously)
<b>Early redemption level (autocall)</b>	100,00% of the initial fixing
<b>Trigger level</b>	70,00% of the initial fixing
<b>Worst-performing underlying asset</b>	The worst-performing underlying asset is determined according to the following formula: $\text{Min}_i \left( \frac{S_{i,T}}{S_{i,0}} \right)$ where $S_{i,0}$ is the initial fixing for underlying i $S_{i,t}$ is the closing price of underlying i on the observation date
<b>Coupon</b>	<ul style="list-style-type: none"> <li>Benchmark level: 7,80% p.a.</li> <li>Coupon payments are made monthly.</li> <li>Coupon payments are not guaranteed. For payment to be made, the worst-performing underlying asset must be above its trigger level on each observation date (see schedule below).</li> <li>Each coupon has a « memory effect ». This means that if the worst-performing underlying asset is above its trigger on one of the observation dates, the investor receives any previously unpaid coupons.</li> </ul>
<b>Coupon observation dates</b>	25.02.2026 - 27.03.2026 - 24.04.2026 - 28.05.2026 - 29.06.2026 - 28.07.2026 - 28.08.2026 - 28.09.2026 - 28.10.2026 - 27.11.2026 - 28.12.2026 - 28.01.2027 - 25.02.2027 - 30.03.2027 - 27.04.2027 - 28.05.2027 - 28.06.2027 - 28.07.2027
<b>Coupon payment dates</b>	Coupons payments will occur on the following dates : 04.03.2026 - 07.04.2026 - 04.05.2026 - 04.06.2026 - 06.07.2026 - 04.08.2026 - 04.09.2026 - 05.10.2026 - 04.11.2026 - 04.12.2026 - 04.01.2027 - 04.02.2027 - 04.03.2027 - 05.04.2027 - 04.05.2027 - 04.06.2027 - 05.07.2027 - 04.08.2027
<b>Coupon calculation method</b>	30/360, Modified following, unadjusted

<b>Early redemption</b>	If the worst-performing underlying asset is above its early redemption level on the observation date, the product expires immediately and the nominal amount is redeemed at 100%.
<b>Early redemption observation dates</b>	28.07.2026 - 28.08.2026 - 28.09.2026 - 28.10.2026 - 27.11.2026 - 28.12.2026 - 28.01.2027 - 25.02.2027 - 30.03.2027 - 27.04.2027 - 28.05.2027 - 28.06.2027 - 28.07.2027
<b>Early redemption dates</b>	04.08.2026 - 04.09.2026 - 05.10.2026 - 04.11.2026 - 04.12.2026 - 04.01.2027 - 04.02.2027 - 04.03.2027 - 05.04.2027 - 04.05.2027 - 04.06.2027 - 05.07.2027 - 04.08.2027
<b>Payout at maturity</b>	<p>If the product is not redeemed early, it shall mature on 04.08.2027 and the payment terms shall be as follows:</p> <ol style="list-style-type: none"> <li>1. If none of the underlying assets touches or crosses its barrier (B) between the initial and final fixing dates, the amount redeemed per Barrier Reverse Convertible with Conditional Coupon will be 100% of the nominal value.</li> <li>2. If the price of one of the underlying assets touches or crosses its barrier (B) between the initial and final fixing dates, one of the following situations shall apply:                     <ol style="list-style-type: none"> <li>1. If the final fixing of all underlying assets is above to their strike level (<math>K \times S_{i,0}</math>), the amount redeemed per Barrier Reverse Convertible with Conditional Coupon will be 100% of the nominal value.</li> </ol> </li> </ol> <p>If the final fixing of one of the underlying assets is below or equal to the strike level (<math>K \times S_{i,0}</math>), The investor will receive per Barrier Reverse Convertible with Conditional Coupon an amount in CHF calculated on the basis of the worst performing underlying asset as follows:</p>

$$\text{Nominal} * \left[ \text{Min}_i \left( \frac{S_{i,T}}{S_{i,0}} \right) \right]$$

$S_{i,T}$  = Price of the underlying (i) on the Final Fixing Date (t = T)  
 $S_{i,0}$  = Price of the underlying (i) on the Initial Fixing Date (t = 0)

## SECONDARY MARKET, LISTING AND CLEARING

<b>Listing, market segment</b>	Listing will be requested on the main market of the SIX Swiss Exchange and maintained until closing on the final fixing date (currently 28.07.2027 at 5:15 pm).
<b>Secondary Market</b>	The price on the secondary market is dirty, i.e., accrued interest is included. Prices may be consulted on Bloomberg and SIX Telekurs.
<b>Clearing</b>	SIX SIS AG
<b>Materialisation</b>	The Security takes the form of a book-entry security registered in the SIX SIS SA clearing system. It is dematerialized, and individual securities will not be printed or delivered.

## TAXATION

<b>General information</b>	<p>The following information is an overview of the main Swiss tax consequences related to the product. Under no circumstances should it be interpreted as tax advice.</p> <p>It provides only a general overview and is not meant to cover all Swiss tax consequences relating to the purchase, holding, sale, and redemption of products. It does not take into account the specific situation of each investor. Tax laws and regulations, the interpretation thereof, and the practice of the Swiss tax authorities can change, at times with retroactive effect. This overview is based on the laws, regulations, and practices applied in Switzerland and in force at the beginning of the subscription period or the initial fixing date.</p> <p>The product may be subject to other foreign taxes, fees, and stamp duties, which shall be paid by the investor. Payments and delivery of the underlying assets shall be made after deduction of any foreign taxes, fees, and stamp duties.</p> <p>Investors should always consult with their tax advisor for a specific evaluation of their profile before carrying out any transaction.</p>
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**Switzerland**

- This certificate is considered a transparent product whose yield consists predominantly of a one-time interest payment (IUP – intérêt unique predominant). Income from the bond component when the product is sold or redeemed (i.e., the difference between the amount of the zero coupon at purchase and at sale/redemption) constitutes taxable income for individuals whose tax domicile is in Switzerland and who hold these investments as part of their private assets.
- The discount rate is 0,00%, which amounts to a bond floor of 100,00% if the product is held until maturity. The final amount subject to income tax is calculated in CHF. Therefore if the base currency of the product is not in CHF, any change in the exchange rate between the issue date and the sale/redemption date of the product will affect how much income must be reported.
- The coupons paid are considered capital gains. Capital gains do not currently constitute taxable income for individuals whose tax domicile is in Switzerland and who hold this product as part of their private assets.
- Secondary market transactions are subject to Swiss federal stamp duty (TK22).

**Negative Interest**

If, due to unusual market conditions, the interest component is negative, the interest income shall be deemed to be zero and no expense shall be incurred. The negative interest therefore does not constitute either debit interest, as defined in Article 33 of the Swiss Federal Direct Taxation Act (LIFD), or any other expense and is thus not tax deductible. It may not be offset by credit interest when calculating taxable income or any withholding tax.

**LEGAL INFORMATION****Jurisdiction and applicable law**

Lausanne, Swiss law

**Product Documentation**

This Termsheet (Final Terms) contains the final terms of the Product.

The Termsheet (Final Terms) together with the Base Prospectus for the issuance of securities, drafted in English and as amended from time to time ("Base Prospectus"), shall form the entire documentation for this Product ("Product Documentation"). Accordingly, the Termsheet (Final Terms) should always be read together with the Base Prospectus and any supplements thereto. Terms used in the Termsheet (Final Terms) but not defined herein shall have the meaning given to them in the Base Prospectus.

The Product Documentation can be obtained free of charge from BCV - 276-1598, CP 300, 1001 Lausanne, Switzerland or via email ([structures@bcv.ch](mailto:structures@bcv.ch)). The Product Documentation is also available at [www.bcv.ch/issues](http://www.bcv.ch/issues). Notices in connection with this Product shall be validly published as described in the Base Prospectus. Furthermore, any changes with regard to the terms of this Product shall be published at [www.bcv.ch/issues](http://www.bcv.ch/issues).

When the Base Prospectus is replaced by a successor version of the Base Prospectus, the Termsheet (Final Terms) is to be read together with the latest valid successor version of the Base Prospectus (each referred to as a "Successor Base Prospectus"), which has succeeded either (i) the Base Prospectus, or (ii) if one or more Successor Base Prospectuses to the Base Prospectus have already been published, the most recently published Successor Base Prospectus. The term "Product Documentation" shall be interpreted accordingly.

The Issuer consents to the use of the Base Prospectus (including any Successor Base Prospectus) together with the relevant Termsheet for any public offer of the Product by a financial intermediary authorized to make such offers.

**2. Profit and loss expectations****Market forecast**

This product is suitable for investors who expect the following :

- The performance of the underlying asset(s) to be neutral to slightly positive
- The underlying asset(s) will not reach or cross the barrier during the product's lifetime

**Potential profit**

The potential profit is limited to the payment of the coupon(s).

**Potential loss**

The potential loss is equal to a direct investment in the underlying asset.

If the product is called, the investor will not receive any subsequent coupon payments.

**Scenarios**

Performance of the worst-performing underlying	Nominal reimbursement
25%	CHF 1 000,00
10%	CHF 1 000,00
0%	CHF 1 000,00
-40%	CHF 1 000,00
-45%	CHF 550,00
-65%	CHF 350,00

Above are the redemption scenarios applicable at maturity if the barrier is neither reached nor crossed during the product's lifetime.

### 3. Significant risks incurred by the investor

<b>Risk tolerance</b>	<p>The value of this Barrier Reverse Convertible with Conditional Coupon at maturity may be lower than the purchase price.</p> <p>The risks inherent in certain investments, particularly derivatives, may not be suitable for all investors. Before conducting any transaction, investors should evaluate their risk profile and seek information on inherent risks, and are urged to read the SwissBanking brochure "Special Risks in Securities Trading" (available at BCV offices or online at: <a href="http://www.bcv.ch/static/pdf/en/risques_particuliers.pdf">http://www.bcv.ch/static/pdf/en/risques_particuliers.pdf</a>).</p>
<b>Issuer risk</b>	<p>Investors are exposed to the risk of insolvency of the issuer, which could lead to the loss of all or part of the invested capital.</p> <p>Whether an investment product retains its value does not depend solely on the performance of the underlying asset(s) but also on the solvency of the issuer, which may change during the product's lifetime.</p> <p>The rating stated in this document for the issuer was valid at the time of issuance and may change during the product's lifetime.</p>
<b>Exchange-rate risk</b>	<p>Investors whose base currency is not the settlement currency for the product should be aware of exchange-rate risk.</p>
<b>Market risk</b>	<p>Investors are exposed to the risks of adjustments in the underlying asset, non-convertibility, extraordinary market situations and emergencies, such as the suspended listing of the underlying asset, trading restrictions, and any other measures that materially restrict the tradability of the underlying asset.</p> <p>Investors are subject to the legal and contractual obligations of the markets on which the underlying asset is traded and to the legal and contractual obligations provided by or governing the issuer. Such market events could affect the dates and other terms and conditions in this document.</p>
<b>Market liquidity</b>	<p>Under special market conditions, if the issuer is unable to enter into hedging transactions, or if such transactions prove difficult, the spread between bid and ask prices may be temporarily expanded in order to limit the economic risk for the issuer.</p>

### Important information

<b>General information</b>	<p>Past performance is no guarantee of present or future performance.</p> <p>This document is for information purposes only; it is not a financial analysis within the meaning of the Swiss Bankers' Association's "Directives on the Independence of Financial Research," nor is it an offer, invitation or personalized recommendation to buy or sell specific products.</p> <p>The issuer is under no obligation to acquire the underlying asset(s).</p>
<b>Subscription period</b>	<p>During the subscription period, the terms and conditions are for information purposes only and may be changed; the issuer is under no obligation to issue this product.</p>

<b>Conflict of interest</b>	In addition to distribution fees, BCV or an entity within BCV Group may receive from third parties one-time or recurrent compensation relative to this issuance or product. The contents of this document may have been used for transactions by BCV Group prior to their publication. BCV Group may acquire, hold and/or dispose of interests or positions in the components of this product.
<b>Sales restrictions</b>	Distribution of this document and/or the sale of this product are subject to restrictions (e.g., USA, US persons, UK, EU, Guernsey) and are only authorized in accordance with applicable law.
<b>Publication date</b>	29.01.2026

## Contact information

<b>Sales team</b>	Structured products sales team / BCV Asset Management & Trading Division
<b>Phone</b>	021 212 42 00 Please note that phone calls to this number may be recorded. In the event that you call us, we shall assume that you have no objections to this procedure.
<b>Fax</b>	021 212 13 61
<b>Website / E-Mail</b>	<a href="http://www.bcv.ch/invest">www.bcv.ch/invest</a> / <a href="mailto:structures@bcv.ch">structures@bcv.ch</a>
<b>Mailing address</b>	BCV / 276 - 1598 / CP 300 / 1001 Lausanne