BMO Growth Principal Protected Deposit Notes, Series 2023 (CAD) Due June 10, 2030,

Linked to Solactive Canada Select Large Cap III 191 Index AR

3.5 - Year Term

91.00% Upside Participation

100% Principal Protected if held to Maturity

Investment Highlights

The deposit notes offered by the 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 a 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 Canada Select Large Cap III 191 Index AR over the term of the deposit notes, as described below under "Payment at maturity" and "Variable return".

- **Upside participation:** 91.00% participation (or 0.91 times the final reference asset return) where the final level is greater than or equal to the initial level.
- **Maximum payment:** There is no cap or maximum payment amount on the deposit notes.

Reference Portfolio	
Reference asset	**Ticker symbol**
Solactive Canada Select Large Cap III 191 Index AR	SOLCS191

The Solactive Canada Select Large Cap III 191 Index AR is an adjusted return index. It aims to track the gross total return performance of the Solactive Canada Select Large Cap III Index TR (the "underlying index"), calculated in Canadian dollars, less an adjusted return factor of 191 index points per annum that will be calculated daily in arrears (the "adjusted return factor"). The underlying index is intended to track the performance of 16 large cap companies from the Canadian stock market. The closing level on October 30, 2026 was 4,211.68. The adjusted return factor divided by the closing level was therefore equal to 4.54% on October 30, 2026. Over the term of the deposit notes, the sum of the adjusted return factor will be approximately 669 index points, representing 15.89% of the closing level on October 30, 2026.

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 annual dividend yield of the underlying index on October 30, 2026 was 2.94%, representing an aggregate dividend yield of approximately 10.30% over the term of the deposit notes (assuming the dividend yield remains constant and the dividends are not reinvested). As of October 30, 2026, the adjusted return factor, expressed as a percentage of the closing level of the reference asset, exceeded the dividend yield of the underlying index. 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.

Additional Details					
Fundserv Code	**Available Until**	**Issue Date**	**Maturity Date**	**Minimum Investment**	**Selling Concession**
JHN4578	December 4, 2026	December 9, 2026	June 10, 2030	CAD $2,000.00	CAD $2.50

BMO

For more information, please contact your Investment Advisor.

www.bmonotes.com

Additional Offering Details

Issuer	Bank of Montreal
Issuer rating	Moody's: Aa2; S&P: A+; DBRS: AA (long-term deposits > 1 year).
Reference asset	Solactive Canada Select Large Cap III 191 Index AR (ticker: SOLCS191).
Reference asset type	Adjusted Return Index, which reflects a return from the performance of the total return index tracked by the reference asset (the "underlying index") less a fixed number of index points per annum ("adjusted return factor"). The adjusted return factor is not an estimate or forecast of dividend and/or distribution yield. As of October 30, 2026, the adjusted return factor is greater than the dividend and/or distribution yield of the underlying index constituents. See "Information about the Reference Asset" and "Risk Factors" in the term sheet.
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).
Issue date	On or around December 9, 2026.
Final valuation date	June 3, 2030, subject to postponement if such date is not an exchange day or a market disruption event occurs.
Maturity date	June 10, 2030
Term	Approximately three and a half (3.5) years.
Upside participation	91.00% participation (or 0.91 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: $= \frac{closing\ level\ -\ initial\ level}{initial\ level}$
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	The variable return, if any, payable at maturity will be determined as follows: • If the final level is at or above the initial level, the variable return will be equal to the following formula: $= CAD\ \$100.00 \times\ upside\ participation \times final\ reference\ asset\ return$ $= CAD\ \$100.00 \times\ 91.00\% \times final\ reference\ asset\ return$

	• If the final level is below the initial level, no variable return will be payable on the deposit note. **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.**
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	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. For information about the eligibility of the deposit notes for investment for certain registered plans, see "Eligibility for Investment" in the master information statement.
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 the 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 the term sheet and the master information statement are provided to you by mail, or the date the 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	JHN4578
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 CAD $2.50 (2.50% 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" in the term sheet.
Secondary market/early trading charge	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. 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

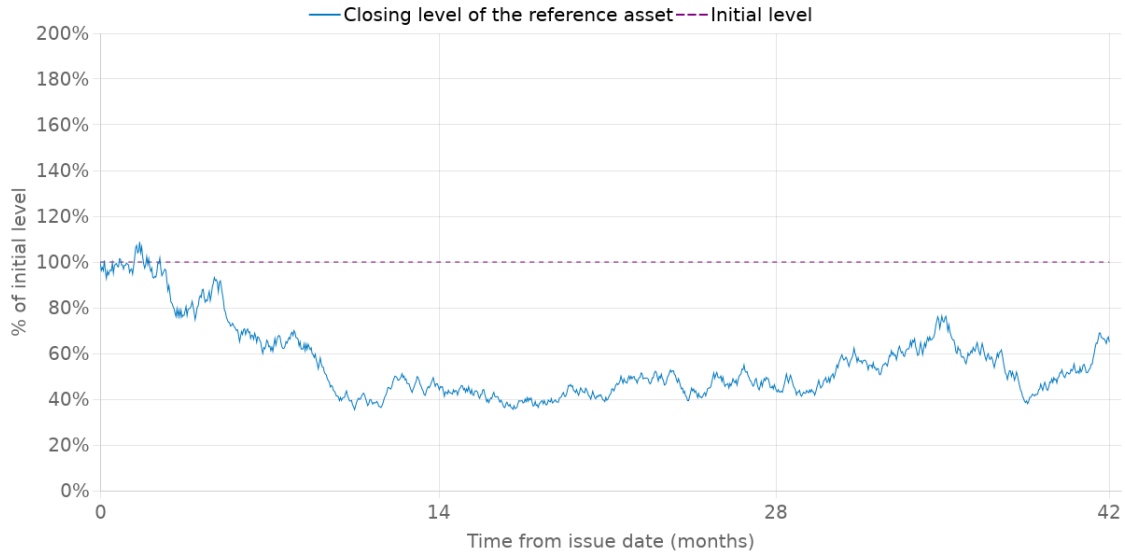
	bid price will be reduced by an early trading charge equal to a percentage of the subscription price determined as set out below. If deposit notes sold within: — Early trading charge: 0 - 60 Days — 3.50% 61 - 120 Days — 2.92% 121 - 180 Days — 2.33% 181 - 240 Days — 1.75% 241 - 300 Days — 1.17% 301 - 360 Days — 0.58% Thereafter — Nil See "Supplemental Plan of Distribution" in the term sheet.
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 *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. 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 the 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" in the term sheet and in the master information statement.

How do the Deposit Notes work?

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.

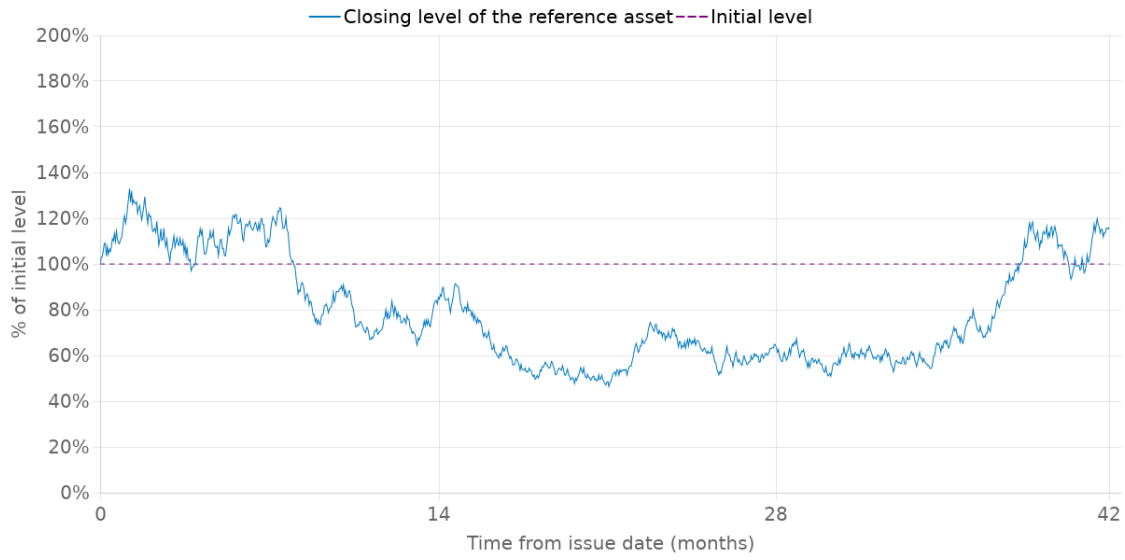
Upside participation
91.00%, where the final level is greater than or equal to the initial level

Example 1: Payment at Maturity (Negative Scenario)



In this hypothetical example, the final level is at 65.00% of the initial level, which is below the initial level, so the final reference asset return is −35.00%. 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 116.00% of the initial level, which is above the initial level, so the final reference asset return is 16.00% 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 $114.56 per deposit note (which is equivalent to a compounded annual return of 3.96% on the deposit notes).

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

$$\begin{aligned} \textit{Maturity payment} &= \textit{deposit amount} + [\textit{CAD \$100.00} \times \textit{upside participation} \times \textit{final reference asset return}] \\ &= \textit{CAD \$100.00} + [\textit{CAD \$100.00} \times 91.00\% \times 16.00\%] \\ &= \textit{CAD \$114.56} \end{aligned}$$

Disclaimer

This document should be read in conjunction with the term sheet dated November 13, 2026 with respect to the offering of the deposit notes described above (the "**term sheet**") and the accompanying master information statement dated November 10, 2025 (the "**master information statement**", and 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 the information statement is also posted at www.bmonotes.com. You should carefully review the specific terms of the deposit notes described in the information statement before making an investment decision. **Investing in the deposit notes is subject to risks not associated with an investment in conventional bank deposits. The deposit notes are structured products and are not designed as alternatives to fixed income or money market investments. Prospective investors should carefully consider all of the information set forth in the term sheet and the master information statement and, in particular, should evaluate the specific risk factors set forth under "Risk Factors" in the term sheet and "Risk Factors" in the master information statement.** References in this document and the information statement to "we," "our" or "us" are to Bank of Montreal, and not any of its subsidiaries, unless the context indicates otherwise. See "Key Terms" in the master information statement for the definition of certain other terms that are used in this document.

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. See "Description of the Deposit Notes — Additional Deposit Note Details — Ranking" 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, and the adjusted return factor applied to and reducing the closing level of the reference asset is higher than the dividend and/or distribution yield of the underlying index constituents. The more the adjusted return factor exceeds the dividend and/or distribution yield of the underlying index constituents, the more likely the reference asset will underperform a price return version of the underlying index over the term of the deposit notes. 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.

The above summary is for information purposes only and does not constitute an offer to sell or a solicitation to purchase deposit notes. The offering and sale of deposit notes may be prohibited or restricted by laws in certain jurisdictions. Deposit notes may only be purchased where they may be lawfully offered for sale and only through individuals qualified to sell them. Unless the context otherwise requires, terms not defined herein will have the meaning ascribed thereto in the term sheet. A copy of the term sheet and the master information statement is posted at www.bmonotes.com.

The Solactive Canada Select Large Cap III 191 Index AR is owned, calculated, administered and published by Solactive AG ("Solactive") assuming the role as administrator (the "index sponsor") under the Regulation (EU) 2016/1011. The name "Solactive" is a registered trademark of Solactive. Solactive is registered with and regulated by the German Federal Financial Supervisory Authority ("BaFin"). The reference asset is a product of Solactive, its affiliates and/or its third-party licensors and has been licensed for use by Bank of Montreal and its affiliates. The deposit notes are not sponsored, endorsed, sold or promoted by Solactive, or any of its respective affiliates. Neither Solactive, nor its respective affiliates, make any representation regarding the advisability of investing in such product(s).

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Key Information for Investors (Oral Disclosure)

Where an investor is considering a purchase of deposit notes, the financial advisor must orally disclose all of the following information to the investor:

Offering Overview:

1. The BMO Growth Principal Protected Deposit Notes, Series 2023 (CAD) Due June 10, 2030, Linked to Solactive Canada Select Large Cap III 191 Index AR will be issued by Bank of Montreal on or about December 9, 2026 and will mature on June 10, 2030. The term of the deposit notes is approximately 3.5 years. The stated deposit amount of CAD $100.00 per deposit note will be repaid at maturity.

2. The objective of the deposit notes is to offer investors the opportunity for a return based on the performance of the reference asset in addition to the stated deposit amount of CAD $100.00 per deposit note. The variable return, if any, will be determined based on the performance of Solactive Canada Select Large Cap III 191 Index AR over the term of the deposit notes. The reference asset is an adjusted return index. It aims to track the performance of the underlying index less the adjusted return factor. Subject to certain exceptions, no payments will be made prior to maturity. At maturity, you will receive the stated deposit amount plus a variable return, if any, for each deposit note, determined as follows: (i) if the final level is at or above the initial level, the variable return will be equal to the product of the stated deposit amount, the upside participation and the final reference asset return; (ii) if the final level is below the initial level, no variable return will be payable on the deposit note.

3. You cannot elect to receive any payments prior to maturity. No variable return or distributions will be paid during the term of the deposit notes. It is possible that no variable return will be payable on the deposit notes at maturity.

Fees and Expenses:

4. A fee of CAD $2.50 (2.50% 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.

Listing and Secondary Market:

5. 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. 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. As a result, you may receive less than the stated deposit amount even if the performance of the reference asset has been positive. BMO Capital Markets is under no obligation to facilitate or arrange for a secondary market and may suspend any secondary market at any time.

Early Trading Charge:

6. If you sell a deposit note within the first 360 days from the closing of this offering, the amount you will receive will be reduced by an early trading charge that will be equal to the applicable percentage of the stated deposit amount determined in the table below:

If sold within	0 - 60 days	61 - 120 days	121 - 180 days	181 - 240 days	241 - 300 days	301 - 360 days	Thereafter
Early Trading Charge	3.50%	2.92%	2.33%	1.75%	1.17%	0.58%	Nil

Tax Consequences:

7. The Canadian income tax consequences of investing in deposit notes are described in the information statement. However, in summary, (i) if you hold deposit notes at maturity, you will be required to include in your income the amount, if any, by which the payment on such date exceeds the stated deposit amount, and (ii) on a disposition of a deposit note by you prior to maturity, you will be required to include in income as accrued interest the amount, if any, by which the price for which the deposit note was disposed of exceeds the stated deposit amount.

Risk Factors:

8. The deposit notes may not be suitable for all investors and in deciding whether to invest in deposit notes you should take into account various risks associated with such an investment. The information statement contains a complete description of these risks, which include 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 the 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 deposit notes may not perform positively if the underlying index performance does not offset the impact of the adjusted return factor. As of October 30, 2026, the adjusted return factor exceeded the dividend and/or distribution yield of the underlying index constituents, and as a result the impact of reinvested dividends and/or distributions is expected to be less than the impact of the adjusted return factor over the term of the deposit notes. The more the adjusted return factor exceeds the dividend and/or distribution yield of the underlying index constituents, the more likely the reference asset will underperform a price return version of the underlying index (which does not reflect the reinvestment of dividends and/or distributions paid on the underlying index constituents) over the term of the deposit notes. Further, because the adjusted return factor is a fixed-point value, its impact proportionally increases as the closing level of the underlying index declines. As a result, the reference asset is more likely to underperform a price return version of the underlying index in falling markets. This underperformance is more likely, and may be greater, where dividends and/or distributions paid on the underlying index constituents do not increase sufficiently over the term of the deposit notes to offset the impact of the adjusted return factor.

   The application of the adjusted return factor may materially affect the performance of the reference asset over time. Because the adjusted return factor is applied on an ongoing basis, the performance of the reference asset will differ from the performance of the underlying index and from a direct investment in the constituent securities of the underlying index. Such differences may increase over time and may be affected by the compounding effect of returns.

   Changes in the dividend/distribution policies of the issuers of the constituent securities of the underlying index can significantly impact the performance of the reference asset. The adjusted return factor does not adjust to changes in dividend/distribution policies of the issuers of the underlying index constituents. This can substantially increase the risk that the deposit notes may not perform positively, particularly during periods of significant changes in dividend/distribution policies. Historical dividend/distribution payments by

the underlying index constituents are not indicative of future payments, and these payments are subject to change and can be impacted by various factors affecting the respective issuers, including their financial position, cash requirements, applicable legal and regulatory requirements and the state of financial markets.

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.In addition, as the upside participation is less than 100%, the variable return payable, in percentage terms, will be lower than the percentage increase, if any, of the index over the term of the deposit notes.

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 are subject to risk factors relating to the reference asset. The variable return, if any, payable on the deposit notes is based on the performance of the reference asset. Accordingly, certain risk factors applicable to the reference asset, the index sponsor, or the direct or indirect underlying interests are also applicable to an investment in the deposit notes to the extent that such risk factors could adversely affect the performance of the reference asset.

Holders should recognize that it is impossible to know whether the closing level at any time will rise or fall. The closing level will be influenced by the performance of the reference asset and the performance of the underlying index will be impacted by changes in the market prices of the direct or indirect underlying interests and the outlook for such interests and by general economic, industry and market trends. These factors are beyond the control of Bank of Montreal. Historical performance of the reference asset should not be considered as an indication of the future performance.

The return on the deposit notes is calculated with reference to the performance of the reference asset which aims to track the gross total return performance of the underlying index subject to the adjusted return factor. Although the underlying index is a gross total return index that reflects the price changes of the constituent securities of the underlying index and any dividends and distributions paid in respect of such securities, without deduction of any withholding tax or other amounts to which an investor holding the constituent securities of the underlying index would typically be exposed, an investment in the deposit notes is not the same as making a direct investment in the constituent securities of the underlying index, including the fact that you will not have the right to receive any dividends, distributions or other income or amounts accruing or paid on such securities. In addition, the adjusted return factor is not representative of an estimate or a forecast of any dividends that may be paid or payable, or of any distributions that may be made, now or in the future on the constituent securities of the underlying index.

You should also recognize that the index sponsor has no obligations with respect to the deposit notes or to you and that changes to the policies of the index sponsor could affect amounts payable on the deposit notes and the value of the deposit notes in any secondary market. In addition, the reference asset could be replaced with a replacement index by the index sponsor.

Bank of Montreal and the selling agent have not performed any due diligence investigation or review of the reference asset, any of the direct or indirect underlying interests comprising the reference asset or any sponsor. Any information relating to the reference asset, any of the direct or indirect underlying interests comprising the reference asset or any sponsor, 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, any of the direct or indirect underlying interests comprising the reference asset or any sponsor. 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, any of the direct or indirect underlying interests comprising the reference asset or any sponsor that is not contained in the information statement. The deposit notes are not sponsored, endorsed, sold or promoted by any sponsor or any of its affiliates and none of them makes 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. Prospective purchasers should undertake an independent investigation to determine if an investment in the deposit notes is suitable for them.

This is not a complete description of the risks applicable to the reference asset, the index sponsor, or the direct or indirect underlying interests. Information about the reference asset and the underlying index can be found at www.solactive.com.

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. 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 certain circumstances, BMO Capital Markets may, as it determines appropriate, (i) adjust the components or variables in calculating amounts payable on the deposit notes (ii) defer the timing of the determination of a closing level or the calculation of amounts payable on the deposit notes (iii) replace a reference asset with a comparable reference asset, or (iv) on the occurrence of an Extraordinary Event, instead of paying the variable return, if any, on the maturity date pay an Early Payment Amount determined by the calculation agent. See "Special Circumstances" in the master information statement for a discussion of these circumstances.

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.

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.

Legislative, regulatory and administrative changes may affect the deposit notes. Changes in laws, regulations or administrative practices, including with respect to taxation, could have an impact on you. The Bail-In Regulations, which came into effect in September 2018, prescribe the types of shares and liabilities that will be subject to a Bail-In Conversion. In general, any senior debt with an initial or amended term to maturity (including explicit or embedded options) greater than 400 days, that is unsecured or partially secured and has been assigned a CUSIP or ISIN or similar identification number would be subject to a Bail-In Conversion. Shares, other than common shares, and subordinated debt would also be subject to a Bail-In Conversion, unless they are non-viability contingent capital. However, structured notes meeting the requirements of the Bail-In Regulations will not be subject to a Bail-In Conversion. Accordingly, it is not expected that the deposit notes will be subject to a Bail-In Conversion.

The deposit notes have not been rated. There can be no assurance that, if the deposit notes were rated, they would have the same rating as our other unsubordinated indebtedness.

The deposit notes are subject to our credit risk. The deposit notes are subject to our credit risk. The deposit notes are not guaranteed by any entity. Any actual or anticipated changes to our credit ratings or credit spreads may adversely affect the value of the deposit notes.

Other Important Information:

9. Bank of Montreal may amend the terms of the deposit notes without your consent after the deposit notes have been issued if Bank of Montreal and BMO Capital Markets agree that the amendment would not materially and adversely affect your interests. In all other cases amendments must be approved by the votes of holders representing at least two-thirds of the outstanding deposit notes represented at a meeting convened to consider the amendment.

10. If you place an order for deposit notes in person or electronically, the agreement to purchase the deposit notes will be deemed to have been entered into on the third day after the later of (i) the day your purchase order is received, and (ii) five business days after the postmark date, if the information statement is provided to you by mail, or the date the information statement is actually received by you, if it is provided other than by mail. If an order to purchase deposit notes is received by telephone, the agreement will be deemed to have been entered into at the time your purchase order is received.

11. 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 the information statement. You will receive the information statement by mail with the trade confirmation.

12. 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 the information statement will be posted at www.bmonotes.com. During the term of the deposit notes, you may inquire as to the net asset value of, and the formula for determining the amount payable under, a deposit note by contacting BMO Capital Markets at the above numbers.

13. This is only a summary of certain terms of the deposit notes. You should read the information statement for more detailed and complete information on all aspects of the deposit notes.