**OFFERING CIRCULAR**

# $468,731,000

(Approximate)

# U.S. GOVERNMENT GUARANTEED DEVELOPMENT COMPANY PARTICIPATION CERTIFICATES

**Guaranteed by the**

## U.S. SMALL BUSINESS ADMINISTRATION

**(an independent agency of the United States)**

*Payments of principal and interest to be distributed on April 1 and October 1, commencing April 1, 2027*

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*$11,364,000 5.78% Series 2026-20 J*
*Due October 1, 2046*
*CUSIP: 83162C 4C4*

*$457,367,000 5.85% Series 2026-25 J*
*Due October 1, 2051*
*CUSIP: 83162C 4D2*

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- The U.S. Government Guaranteed Development Company Participation Certificates offered by this Offering Circular are issued by The Bank of New York Mellon as agent for the U.S. Small Business Administration, an independent agency of the United States.
- Each series of the Certificates represents fractional undivided interests in a pool of Debentures to be issued by state and local development companies certified by SBA.
- The Debentures will be fully amortizing over their terms and provide for level payments of principal and interest semi-annually on April 1 and October 1, commencing April 1, 2027.
- The Debentures and the Certificates will be issued simultaneously on or about October 14, 2026. Interest accrues from that date.
- Distributions of principal, premium, if any, and interest will be made to holders of the Certificates on each April 1 and October 1 (or, if such date is not a business day, then on the following business day). See "Description of Certificates."

**SBA guarantees the timely payment of principal and interest on the Debentures and the timely distribution of such principal and interest to holders of the Certificates. The full faith and credit of the United States backs SBA's guarantee. See "Full Faith and Credit Guarantee."**

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| | Price to Public | Underwriting Discount | Proceeds |
|---|---|---|---|
| Each Series 2026-20 J Certificate | 100% | 0.400% | 99.600% |
| Series 2026-20 J[1] | $11,364,000.00 | $45,456.00 | $11,318,544.00 |
| Each Series 2026-25 J Certificate | 100% | 0.400% | 99.600% |
| Series 2026-25 J[1] | $457,367,000.00 | $1,829,468.00 | $455,537,532.00 |
| Total[1] | $468,731,000.00 | $1,874,924.00 | $466,856,076.00 |

(1) May vary by up to plus or minus 3%.

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Delivery of the Certificates will be made in New York, New York through the book-entry system of The Depository Trust Company on or about October 14, 2026.

The Certificates are exempt from the registration requirements of the Securities Act of 1933, as amended, so no registration statement has been filed with the Securities and Exchange Commission for the Certificates. Neither the Securities and Exchange Commission nor any state securities commission has approved or disapproved of the Certificates or passed upon the accuracy of this Offering Circular. Any representation to the contrary is a criminal offense.

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STIFEL, NICOLAUS & CO., INC. BOFA SECURITIES

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The date of this Offering Circular is October 8, 2026.

## OFFERING CIRCULAR SUMMARY

The following summary is qualified in its entirety by reference to the more detailed information appearing elsewhere in this Offering Circular.

**Issuer** ..... The Bank of New York Mellon, as agent for the U.S. Small Business Administration, an independent agency of the United States ("SBA").

**Guarantor** ..... SBA.

**The Certificates** ..... The U.S. Government Guaranteed 5.78% Development Company Participation Certificates, Series 2026-20 J represent fractional undivided interests in a pool of sixteen (16) 5.78% twenty-year Debentures maturing on October 1, 2046. The U.S. Government Guaranteed 5.85% Development Company Participation Certificates, Series 2026-25 J represent fractional undivided interests in a pool of three hundred eighty-seven (387) 5.85% twenty-five-year Debentures maturing on October 1, 2051. See "Description of the Certificates."

**The Debentures** ..... The Debentures and the Certificates will be issued simultaneously. The twenty-year Debentures will be issued by twelve (12) state and local development companies certified by SBA. The twenty-five-year Debentures will be issued by eighty-nine (89) state and local development companies certified by SBA. The Debentures will be fully amortizing over their respective terms and provide for level payments of principal and interest semiannually on each April 1 and October 1, commencing April 1, 2027. Each Debenture will be issued in connection with the making of a loan by a state or local development company to a small business concern, as defined in the regulations of SBA. Payments due on such loan will be sufficient to pay all amounts due on the Debenture. See "Description of the Debentures."

**Distributions of Principal and Interest to Certificateholders** ..... Principal and interest (calculated on the basis of a year of 360 days consisting of twelve 30-day months) will be distributed pro rata semi-annually over the term of a Certificate on each April 1 and October 1, commencing April 1, 2027. If the first of April or October, as applicable, is not a business day, that distribution will be made on the following business day. See "Description of the Certificates."

**Optional Prepayment** ..... A twenty-year Debenture may be prepaid in whole but not in part, on any April 1 and October 1, commencing April 1, 2027. The initial prepayment price is 105.780% of the principal amount of such Debenture. The prepayment price declines annually and ratably to 100% of the principal amount then outstanding on April 1, 2037, together with accrued interest to the first of April or October, as applicable.

A twenty-five-year Debenture may be prepaid in whole but not in part, on any April 1 and October 1, commencing April 1, 2027. The initial prepayment price is 105.850% of the principal amount of such Debenture. The prepayment price declines annually and ratably to 100% of the principal amount then outstanding on April 1, 2037, together with accrued interest to the first of April or October, as applicable.

Optional prepayments will be distributed pro rata to holders of the certificates ("Certificateholders") on the date of such prepayment.

See "Descriptions of the Debentures–Optional Prepayments."

**Acceleration** ..... Upon the occurrence of certain events of default, SBA may accelerate the maturity of a Debenture and make payment in full of such Debenture pursuant to its guarantee. **The amount of such acceleration payment will be equal to 100% of the principal amount then outstanding on the Debenture being accelerated plus interest to April 1 and October 1 following the acceleration. The timing and number of such acceleration payments cannot be predicted.** Acceleration payments will be distributed pro rata to Certificateholders on April 1 and October 1 on which such payment is made. See "Description of the Debentures."

**Full Faith and Credit Guarantee** ..... Pursuant to Sections 503 and 505 of the Small Business Investment Act of 1958, as amended, SBA guarantees the timely payment of principal and interest when due on the Debentures and the timely distribution of that principal and interest to Certificateholders. The full faith and credit of the United States backs SBA's Guarantee. See "Full Faith and Credit Guarantee."

**Record Date** ..... Semi-annual distributions of principal, premium, if any, and interest on the Certificates will be made on each April 1 and October 1, commencing April 1, 2027 to Certificateholders of record at the close of business on the 15th day of the month preceding the month in which a distribution occurs.

**Denominations** ..... Certificates will be issued in multiples of $1,000 with a minimum original denomination of $25,000. Each Underwriter may issue one Certificate evidencing an additional amount equal to the remaining aggregate principal balance of its allocated share of the Certificates.

**Trustee** ..... The Bank of New York Mellon will act as trustee under an Amended and Restated Trust Agreement, dated as of June 14, 2018, as amended. The Trustee will hold legal title to the Debentures and the other assets constituting the asset pool related to the series of certificates offered by this Offering Circular and will make distributions to Certificateholders.

**Registration of Certificates** ..... The Certificates will initially be offered through the facilities of The Depository Trust Company in book-entry or certificated form. Persons acquiring book-entry Certificates will hold their interests in the Certificates indirectly through The Depository Trust Company. Transfers within The Depository Trust Company will be made in accordance with its usual rules and operating procedures. Upon request, a purchaser of Certificates is entitled to receive a physical certificate representing such person's interest. See "Description of the Certificates–Book-Entry and Physical Certificates."

**Tax Status** ..... For federal income tax purposes, each pool will be treated as a grantor trust and Certificateholders will be treated as the owners of undivided pro rata interests in the income on each Debenture in the pool. Ownership of the Certificates will be treated as ownership of "government securities" and "obligations of the United States" for purposes of certain provisions of the federal income tax laws. See "Tax Status."

**Legality of Investment** ..... The Certificates are:

- acceptable as security for the deposit of public moneys subject to the control of the United States;
- eligible as collateral for United States Treasury tax and loan accounts;
- acceptable (in the discretion of each Federal Reserve Bank) as security for advances to depository institutions by Federal Reserve Banks;

- eligible for unlimited purchase, dealing in, underwriting and holding by national banks and (if permitted by applicable state law) by state banks that are members of the Federal Reserve System;
- legal investments for federal savings and loan associations, federal savings banks and federal credit unions; and
- legal investments for savings banks, savings and loan associations, credit unions, insurance companies, trustees and other fiduciaries under the laws of many states.

**Future Issuances** ..... SBA currently anticipates offerings of 20-year and 25-year certificates monthly. These plans could change due to such factors as the demand for funds by state and local development companies and small business concerns, and changes in law, in market conditions and in SBA policy.

## RISK FACTORS

**The following information, which you should carefully consider, identifies certain significant sources of risk associated with a purchase of Certificates.**

***Certificates have limited liquidity and market disruption may adversely affect the value of the Certificates .....***

The Certificates may have a limited secondary market. In a limited secondary market, market prices may be below the principal amounts of such Certificates. In addition, any secondary market might not continue or it might not be sufficiently liquid to allow Certificateholders to resell Certificates at all times. Consequently, Certificateholders may not be able to sell Certificates readily or at prices that will enable holders to realize a desired yield. In addition, if there is a lack of a defined secondary market, it may be difficult to determine the fair value of Certificates even if a Certificateholder does not intend to sell. The market values of the Certificates are likely to fluctuate. Any of these fluctuations could result in losses to Certificateholders desiring to sell in the secondary market.

*Illiquidity can have an adverse effect on the prices of securities, including the Certificates, which are sensitive to prepayment and/or interest rate risk.*

***The rate of prepayment on the debentures is uncertain and may adversely affect the average life of and yield on the Certificates .....***

The anticipated frequency and amount of principal prepayments on the Debentures are difficult to predict and may be influenced by a variety of factors. Any prepayment can impact the yield on the Certificates.

The Debentures are subject to prepayment either as an optional prepayment or as the result of an acceleration of the maturity of the Debenture by the SBA resulting in accelerated principal payments.

- Each twenty-year Debenture may be prepaid in whole but not in part, on any April 1 and October 1, commencing April 1, 2027. The initial prepayment price is 105.780% of the principal amount of such Debenture. The prepayment price declines annually and ratably to 100% of the principal amount then outstanding on April 1, 2037, together with accrued interest to the first of April or October, as applicable. See "Descriptions of the Debentures—Optional Prepayments."

- Each twenty-five-year Debenture may be prepaid in whole but not in part, on any April 1 and October 1, commencing April 1, 2027. The initial prepayment price is 105.850% of the principal amount of such Debenture. The prepayment price declines annually and ratably to 100% of the principal amount then outstanding on April 1, 2037, together with accrued interest to the first of April or October, as applicable. See "Descriptions of the Debentures—Optional Prepayments."

- Upon the occurrence of certain events of default, SBA may accelerate the maturity of a Debenture and make payment in full of such Debenture pursuant to its guarantee. The amount of such acceleration payment will be equal to 100% of the principal amount then outstanding on the Debenture being accelerated plus interest to April 1 and October 1 following the acceleration. Acceleration payments will be distributed pro rata to Certificateholders on April 1 and October 1 on which such payment is made. See "Description of the Debentures."

Economic, financial and regulatory conditions are unpredictable and influence the timing and number of accelerations and prepayments. Therefore, the rate and amount of prepayments of principal, if any, to the Certificates as a result of optional prepayments or acceleration payments cannot be predicted and may vary from historical acceleration and prepayment experience described under "Acceleration and Prepayment Experience." The amount of optional prepayments may be influenced by a variety of economic factors, including a decrease in interest rates, which may make the prepayment of a debenture attractive. Acceleration payments may result upon the occurrence of the events of default described under "Acceleration of Debentures." The rate at which acceleration payments are experienced may be influenced by a variety of economic factors, including but not limited to the weakening of national, regional and local economic conditions, changes or continued weakness in specific industry segments or the capability of management of a borrower.

***Future Outbreaks of the Coronavirus Disease 2019 (COVID-19 or coronavirus) may have an uncertain impact on the rate of prepayment on the debentures and may adversely affect the average life of and yield on the Certificates……*** A widespread outbreak of coronavirus disease (COVID-19) began in 2019-2020 in the United States and worldwide (the "COVID-19 Outbreak"), which led to a significant disruption in the economy of the United States and the economies of other nations. The COVID-19 Outbreak caused substantial disruption and volatility in the credit markets and also resulted in a recessionary effect on the United States and/or the global economy. The effect of the COVID-19 Outbreak on small business concerns was significant and if novel coronavirus variants appear, the economy of the United States may again be negatively affected. No assurance can be given as to the timing and number of accelerations and prepayments that may result from another outbreak, which may vary from historical acceleration and prepayment experience described under "Description of the Debentures – Acceleration and Prepayment Experience."

## DESCRIPTION OF THE SBA DEVELOPMENT COMPANY PROGRAM

The U.S. Small Business Administration ("SBA") is an independent agency of the United States, established on July 30, 1953, pursuant to the Small Business Act, as amended (the "Small Business Act"). SBA derives its present authority and existence principally from the Small Business Act and the Small Business Investment Act of 1958, as amended (the "Small Business Investment Act").

Section 503 of the Small Business Investment Act authorizes SBA to guarantee the debentures of SBA-certified state or local development companies ("Development Companies" or "CDCs"). The proceeds of debentures issued by Development Companies are used to fund loans to small business concerns ("Section 504 Loans"), as defined in the regulations of SBA (the "Small Business Concerns"), for the construction or acquisition of physical plants or machinery and equipment. The terms of the note which evidences the lending of funds by a Development Company to a Small Business Concern will provide for payments sufficient to service and retire the Development Company's debenture according to its terms. Under the Development Company program, a Development Company may submit for SBA approval an economic development project meeting the objectives of job creation, community or area development and other national objectives specified in the regulations of SBA. If SBA approves a particular project as meeting program objectives and credit criteria, it will issue a loan authorization which specifies the conditions of its debenture guarantee.

Typically, a project includes a loan secured with a senior lien from a private-sector lender covering up to 50 percent of the project cost, a loan secured with a junior lien from a Development Company covering up to 40 percent of the project cost and backed by a 100 percent SBA-guaranteed debenture, and a contribution of at least 10 percent equity from the Small Business Concern. The first Development Company debenture was issued in 1981. Between March 1981 and June 1989, 441 Development Companies sold 4,927 debentures issued pursuant to Section 503 with an initial aggregate face value of $992,191,000 and with stated maturities of 10, 15, 20 or 25 years to the Federal Financing Bank, an instrumentality of the United States under the general supervision of the Secretary of the Treasury ("FFB"). After June 1989, no debentures have been sold to the FFB.

Section 504 of the Small Business Investment Act, enacted in 1986, required SBA to conduct a two-year pilot program involving the sale to investors of debentures guaranteed by SBA under Section 503. Section 505, also enacted in 1986, authorized the formation of pools of such guaranteed debentures, and the issuance, by SBA or its agent, of certificates representing ownership of all or a fractional part of such pools, and the guarantee by SBA of the timely distribution of principal and interest to holders of such certificates. In Public Law 100-590, signed into law by President Reagan on November 3, 1988, the Section 504 pilot program was made a permanent part of the law (the "504 Loan Program") and future authorization and subsequent sale of debentures to the FFB were prohibited.

Prior to September 27, 2010, in general the maximum principal amount of any debenture used to fund a project was $1,500,000, except that a debenture used to fund a project meeting certain public policy goals may have had a principal amount of up to $2,000,000 and debentures used to fund certain manufacturing projects or certain projects which either reduce energy consumption or generate renewable energy or renewable fuels may have had a principal amount of up to $4,000,000. Under Section 1112 of the Small Business Jobs Act of 2010 signed into law by President Obama on September 27, 2010 (the "Jobs Act"), the maximum principal amount of any debenture used to fund a project was increased to $5,000,000, except that debentures used to fund certain projects reducing energy consumption or to generate renewable fuels and debentures used to fund certain manufacturing projects, as described above, were each increased to a maximum principal amount of $5,500,000.

The Jobs Act temporarily expanded the ability of small businesses to refinance debt issued under the 504 Loan Program (the "Debt Refinancing Program") where there is no expansion of the Small Business Concern. Prior to the Jobs Act, a project could include a refinancing component only if the project involved the expansion of a Small Business Concern. SBA's authority to guarantee loans under the Debt Refinancing Program expired on September 27, 2012. Section 521 of Division E of the Consolidated Appropriations Act, 2016 (the "2016 Appropriations Act"), Public Law 114-113, enacted on December 18, 2015, reauthorized the Debt Refinancing Program with three modifications: (1) that the Debt Refinancing Program shall only be in effect in any fiscal year during which the cost to the Federal Government of making guarantees under the Debt Refinancing Program

and under the 504 Loan Program is zero; (2) that a CDC limit its financing under the 504 Loan Program so that, during any fiscal year, new financings under the Debt Refinancing Program do not exceed 50% of the dollars the CDC loaned under the 504 Loan Program including the Debt Refinancing Program during the previous fiscal year, unless otherwise waived; and (3) the 2016 Appropriations Act eliminates the alternate job retention goal authorized by the Jobs Act for the Debt Refinancing Program. On May 25, 2016, the SBA published the Interim Final Rule, implementing the Debt Refinancing Program with an effective date of June 24, 2016, and the Final Rule for this program was published on May 7, 2018, with an effective date of June 6, 2018.

Section 328(a) of the Economic Aid to Hard-Hit Small Businesses, Nonprofits, and Venues Act (the "Economic Aid Act"), enacted December 27, 2020 (Public Law 116-260), revises the Debt Refinancing Program by repealing the zero cost requirement and the 50% limitation described in the first two modifications above and by reinstating an alternate job retention goal for the 504 Loan Program. SBA published the Interim Final Rule implementing these permanent 504 Loan Program changes on July 29, 2021, which are effective immediately.

On October 12, 2023, the SBA published a final rule for the changes to the Debt Refinancing Program (the "2023 Debt Refi Final Rule"). The 2023 Debt Refi Final Rule finalized the increase to the amount of existing indebtedness that may be refinanced for refinancings involving expansions. Additionally, for refinancings without expansions, the 2023 Debt Refi Final Rule finalized the revision to the definition of qualified debt, the removal of restrictions related to refinancing same institution debt and the increase to the maximum debt refinancing loan size for projects that do not meet the economic development or job creation objectives. The 2023 Debt Refi Final Rule became effective on November 13, 2023.

On October 1, 2024, the SBA published a final rule with further changes to the Debt Refinancing Program (the "2024 Debt Refi Final Rule"). The 2024 Debt Refi Final Rule expands eligibility criteria for small business borrowers by removing the 50% cap on debt refinance without expansion, raising the loan to value requirement on debt refinancing without expansion projects and eliminating the cap on eligible business expenses, amongst other additional changes. The 2024 Debt Refi Final Rule became effective on November 15, 2024.

In response to requests from CDC industry members emphasizing the small business need for an affordable fixed rate instrument with a longer term to maturity, SBA made available a 25-year debenture for projects approved on or after April 2, 2018. SBA expects that the new instrument will decrease the monthly payments for the small business borrower and will provide flexibility for small businesses to better manage operating capital. As with the 10-year and 20-year debenture, SBA guarantees the timely payment of all principal and interest due on each 25-year debenture. See "Full Faith and Credit Guarantee."

Pursuant to Section 505 of the Small Business Investment Act, SBA has appointed The Bank of New York Mellon (the "Trustee") as its agent for the purpose of issuing the Certificates. The Certificates represent the four hundred and eightieth issue of 20-year certificates and the one hundredth issue of 25-year certificates pursuant to Section 505. The earlier issues, aggregating $35,849,925,000 in 25-year certificates, $81,386,782,000 in 20-year certificates and $3,213,992,000 in 10-year certificates, were sold in underwritten public offerings between November 12, 1986 and September 16, 2026, inclusive. Offerings of 25-year certificates have been made monthly since July 2018. Offerings of 20-year certificates have been made monthly since November 1986. Offerings of 10-year certificates have been made since December 1986; such offerings were made quarterly from January 1987 until January 1995, and have been made every other month since January 1995.

SBA currently anticipates that 20-year and 25-year certificates will continue to be offered on a monthly basis and that 10-year certificates will continue to be offered every other month. However, these plans with respect to future offerings are subject to change due to such factors as the level of demand for funds by the Development Companies and Small Business Concerns and changes in the law, in market conditions and in SBA policy.

## COVID-19 RELATED CHANGES TO THE SBA DEVELOPMENT COMPANY PROGRAM

On March 13, 2020, former President Trump declared the ongoing Coronavirus Disease 2019 ("COVID-19") a pandemic of sufficient severity and magnitude to warrant an emergency declaration for all States, Territories, and the District of Columbia. As articulated in Section 1112 of the Coronavirus Aid, Relief, and Economic Security Act or "CARES Act", enacted March 27, 2020 (Public Law 116-136), it is the sense of the Congress of the United States of America that all borrowers are adversely affected by COVID-19. To assist in mitigating the adverse impact of COVID-19, Section 1112 of the CARES Act, as amended by Section 325 of the Economic Aid Act, authorizes SBA to pay the principal, interest, and any associated fees owed on certain Section 504 Loans for a limited period of time ("Section 1112 Payments").

As amended by Section 325 of the Economic Aid Act and subject to the availability of funds, the Section 504 Loans that are funded by this sale are eligible for: (1) a 3-month period of Section 1112 Payments if the Section 504 Loan is a "Newly Eligible First Round Loan" (as referred to in SBA Procedural Notice 5000-20079, effective January 19, 2021) and was approved on or before September 27, 2020 and fully disbursed on or after September 28, 2020; (2) a 2-month period of Second Round Section 1112 Payments (as referred to in SBA Procedural Notice 5000-20079) if the Section 504 Loan was approved before March 27, 2020, and an additional 3-month period of Second Round Section 1112 Payments (for a total 5-month period) will be provided if such Section 504 Loan is made to a borrower that is assigned a specified North American industry classification system code; and (3) a 3-month period of Section 1112 Payments if the Section 504 Loan is approved during the period beginning on February 1, 2021 and ending on either September 30, 2021 for a Section 504 Loan application involving debt refinancing without expansion, or September 7, 2021 for a Section 504 Loan application involving a regular loan or for a Section 504 Loan application involving debt refinancing with expansion.

In addition, under current law, if the Section 504 Loan was approved during the period beginning on March 27, 2020 and ending on September 27, 2020, and was fully disbursed after September 27, 2020, the Section 504 Loan is eligible for a 3-month period of Section 1112 Payments. Further, under current law, if the Section 504 Loan was approved during the period beginning on or after September 28, 2020 and ending on January 31, 2021, the Section 504 Loan is not eligible for any Section 1112 Payments.

The Economic Aid Act makes two other changes to the 504 Loan Program. First, under Section 327(b) of the Economic Aid Act, the two following fees are eliminated with respect to each Section 504 Loan for which the application is approved beginning on December 27, 2020 and ending on either September 30, 2021 for a Section 504 Loan application involving debt refinancing without expansion, or September 7, 2021 for a Section 504 Loan application involving a regular loan or for a Section 504 Loan application involving debt refinancing with expansion, to the extent the cost of such elimination in fees is offset by appropriations: (1) the third party lender participation fee paid by the third party lender; and (2) the CDC processing fee charged to the borrower. To the extent that the cost of such payments is offset by appropriations, SBA will reimburse the CDC for the processing fee.

Second, Section 328(b) of the Economic Aid Act grants temporary express loan authority to CDCs that are approved by SBA to participate in the Accredited Lenders Program ("ALP CDCs") with respect to Section 504 Loans not exceeding $500,000 ("ALP Express Loans"), except this authority may not be used for a loan to a borrower that is in an industry that has a high rate of default as annually determined by SBA. To implement this authority, SBA published an Interim Final Rule in the Federal Register on June 27, 2022 (87 FR 37979). The rule applies to loan applications submitted to the ALP CDC on or after June 27, 2022 and approved by the CDC and SBA through September 30, 2023. For ALP Express Loans, ALP CDCs are authorized to make the final decision with respect to the applicant's creditworthiness, to close the loan under expedited loan closing procedures, and to approve certain servicing actions after closing. In their own discretion, ALP CDCs may decide not to exercise their delegated authority and may instead submit the loan to SBA under non-delegated procedures.

Because ALP Express Loan authorities Section 328(b) of the Economic Aid Act were scheduled to expire September 30, 2023, SBA introduced the ALP Express Pilot Program, available as of October 1, 2023, to allow ALP CDCs to continue to make ALP Express Loans (the "ALP Express Pilot Program"). On December 18, 2024, SBA published a Final Rule (89 FR 102697) making ALP Express Loan authorities permanent as of January 17, 2025. For both the ALP Express Pilot Program and the Final Rule, SBA has declined to include the prohibition in Section 328(b) of the Economic Aid Act against making loans with ALP Express authority to a borrower in an industry with a high rate of default because SBA, using its ALP Express risk identification methodology (an "industry with a high rate of default" is an industry that for the past five fiscal years has 50 or more approvals and an annualized default rate of 5% or more), has determined there are no industries with a high rate of default in the 504 Program based on prior SBA 504 portfolio performance.

In addition, Section 278(c) of the COVID-related Tax Relief Act of 2020, enacted December 27, 2020, provides that, for purposes of the Internal Revenue Code of 1986, as amended (the "Code"), the Section 1112 Payments shall be excluded from the gross income of the person on whose behalf such payment is made and that no deduction shall be denied by reason of the exclusion from gross income.

Further, in accordance with the emergency declaration, SBA, to assist in mitigating the adverse impact of COVID-19, adopted guidance on acceptable signatures for applications and loan documents for the Development Company Program to account for logistical challenges caused by COVID-19. SBA Procedural Notice 5000-820701, "Extension of Previous Guidance on Acceptable Signatures for Applications and Loan Documents in the 7(a) and 504 Business Loan Programs Through February 1, 2022", effective September 29, 2021, extended previous guidance regarding acceptable signatures retroactive to August 1, 2021, and through February 1, 2022, and provided that, when permissible electronic signatures pursuant to SOP 50 10 are not feasible, CDCs may accept scanned copies of signed applications and loan documents under the conditions and requirements outlined in the notice.

Additionally, for any Section 504 Loan that was approved on or before September 30, 2021, SBA will not approve any requests for an increase to the Section 504 Loan on or after October 1, 2021. See SBA Procedural Notice 5000-823852, "Guidance on the Implementation of the Section 1112 Debt Relief Program for the 7(a) and 504 Programs, Including the Availability of Funds for Section 1112 Payments and the Return of Payments Made for Ineligible Loans; and Guidance on Loan Increases Requested on or after October 1, 2021", effective December 6, 2021. In addition, for a Section 504 Loan that was approved beginning on December 27, 2020 and ending on September 30, 2021, SBA will not approve any requests for an increase to the third party loan on or after October 1, 2021.

Finally, COVID-19 Economic Injury Disaster Loans ("COVID EIDL") were available to eligible small businesses through December 31, 2021. On September 8, 2021, SBA published an Interim Final Rule in the Federal Register (86 FR 50214) that revised the regulation at 13 CFR 123.303 to permit the borrower to use COVID EIDL funds to make regularly-scheduled payments on an existing Section 504 Loan as those payments become due or to make regularly-scheduled payments on or to prepay the third party loan on a Section 504 Loan. On November 19, 2021, SBA issued a press release (Release Number 21-110), announcing that COVID EIDL applications that were submitted by December 31, 2021 will continue to be processed after that date until funds are exhausted. On March 15, 2022, SBA issued a press release (Release Number 22-19), announcing additional deferment of principal and interest payments for existing COVID EIDL program loans approved in calendar years 2020, 2021 and 2022, for a total deferment of thirty (30) months from the date of the note.

## DESCRIPTION OF THE DEBENTURES

Each pool (a "Pool") will be composed of: (i) debentures (the "Debentures") issued by Development Companies certified by SBA pursuant to regulations promulgated under Section 503 of the Small Business Investment Act; (ii) the guarantee agreement pursuant to which timely payment of principal and interest on each Debenture in the Pool will be guaranteed (the "Debenture Guarantee Agreement"); and (iii) an account into

which payments by Development Companies and SBA with respect to Debentures in the Pool will be deposited. The aggregate principal amount of each Pool is subject to a permitted variance of up to plus or minus 3%.

The Twenty-Year Pool consisting of Debentures maturing October 1, 2046 (the "Twenty-Year Debentures") contains approximately $11,364,000 aggregate principal amount of sixteen (16) 5.78% Twenty-Year Debentures issued by a total of twelve (12) Development Companies. The largest Twenty-Year Debenture in the Twenty-Year Pool will be in the amount of $4,341,000; the smallest Twenty-Year Debenture in the Twenty-Year Pool will be in the amount of $125,000; the median of the Twenty-Year Debentures in the Twenty-Year Pool will be in the amount of $346,500.

The Twenty-Five-Year Pool consisting of Debentures maturing October 1, 2051 (the "Twenty-Five-Year Debentures") contains approximately $457,367,000 aggregate principal amount of three hundred eighty-seven (387) 5.85% Twenty-Five-Year Debentures issued by a total of eighty-nine (89) Development Companies. The largest Twenty-Five-Year Debenture in the Twenty-Five-Year Pool will be in the amount of $5,480,000; the smallest Twenty-Five-Year Debenture in the Twenty-Five-Year Pool will be in the amount of $71,000; the median of the Twenty-Five-Year Debentures in the Twenty-Five-Year Pool will be in the amount of $755,000.

SBA, as guarantor, has certain rights to act with respect to the Notes (as defined below) and the Debentures to which such Notes relate. See "–Acceleration of Debentures" below.

Each Debenture will be fully amortizing over its term and will provide for level payments of principal and interest semi-annually on each April 1 and October 1 (the "Payment Dates"), commencing April 1, 2027. Each Twenty-Year Debenture will bear interest from the date of issuance until maturity at 5.78%. Each Twenty-Five-Year Debenture will bear interest from the date of issuance until maturity at 5.85%. Interest on the Debentures will be calculated on the basis of a year of 360 days consisting of twelve 30-day months. The Debentures will be issued simultaneously with the issuance of the Certificates. Payments on the Debentures will be distributed to holders of Certificates on a Payment Date (or, if such Payment Date is not a business day, then on the next succeeding business day).

Each Debenture will be issued in connection with the making of a loan by a Development Company to a Small Business Concern. A promissory note ("Note") will be executed by the Small Business Concern and will provide for payment to the Development Company of amounts sufficient for the Development Company to make timely payments of all amounts due on the related Debenture.

**Optional Prepayments**

A Debenture may be prepaid, in whole but not in part, on any Payment Date at the applicable prepayment prices set forth below (expressed as a percentage of the outstanding principal amount of the Debenture prepaid), together with accrued interest to such Payment Date (an "Optional Prepayment"):

Twenty-Year Debenture:

| **If Prepaid On** | **Price** |
|---|---|
| April 1, 2027 or October 1, 2027 | 105.780% |
| April 1, 2028 or October 1, 2028 | 105.202% |
| April 1, 2029 or October 1, 2029 | 104.624% |
| April 1, 2030 or October 1, 2030 | 104.046% |
| April 1, 2031 or October 1, 2031 | 103.468% |
| April 1, 2032 or October 1, 2032 | 102.890% |
| April 1, 2033 or October 1, 2033 | 102.312% |
| April 1, 2034 or October 1, 2034 | 101.734% |
| April 1, 2035 or October 1, 2035 | 101.156% |
| April 1, 2036 or October 1, 2036 | 100.578% |
| Any April 1 or October 1 on or after April 1, 2037 and prior to October 1, 2046 | 100.000% |

Twenty-Five-Year Debenture:

| If Prepaid On | Price |
|---|---|
| April 1, 2027 or October 1, 2027 | 105.850% |
| April 1, 2028 or October 1, 2028 | 105.265% |
| April 1, 2029 or October 1, 2029 | 104.680% |
| April 1, 2030 or October 1, 2030 | 104.095% |
| April 1, 2031 or October 1, 2031 | 103.510% |
| April 1, 2032 or October 1, 2032 | 102.925% |
| April 1, 2033 or October 1, 2033 | 102.340% |
| April 1, 2034 or October 1, 2034 | 101.755% |
| April 1, 2035 or October 1, 2035 | 101.170% |
| April 1, 2036 or October 1, 2036 | 100.585% |
| Any April 1 or October 1 on or after April 1, 2037 and prior to October 1, 2051 | 100.000% |

An Optional Prepayment will be distributed to Certificateholders on the Payment Date on which such Optional Prepayment is made. The amount of an Optional Prepayment will represent the amount of principal, prepayment premium, if any, and interest due on the Debenture to the Payment Date on which such Optional Prepayment is made. The payment of the prepayment premium, if any, to the Trustee is not subject to the Guarantee; the distribution of any prepayment premium paid is subject to the Guarantee. The prepayment price will be calculated on the outstanding principal amount after giving effect to the scheduled principal due on such Payment Date.

**Acceleration of Debentures**

SBA, as guarantor, has the right to act, or exercise its discretion, upon the occurrence of certain events of default with respect to a Note.

The occurrence of one of the following events with respect to a Note may cause an acceleration of the maturity of the Debenture to which such Note relates (an "Event of Default"):

> (A) the borrower fails to do anything required by the Note and certain related documents; (B) the borrower defaults on any other loan made or guaranteed by SBA; (C) the borrower does not preserve or account adequately for any Note collateral; (D) the borrower or one of its agents fails to disclose a material fact to either the relevant Development Company or SBA; (E) the borrower or one of its agents makes a materially false or misleading representation to either the relevant Development Company or SBA; (F) the borrower defaults on any loan or agreement with another creditor and the relevant Development Company believes that said default may materially affect the borrower's ability to pay on its Note; (G) the borrower fails to pay any taxes when due; (H) the borrower becomes the subject of a proceeding under any bankruptcy or insolvency law; (I) the borrower has a receiver or liquidator appointed for any part of its business or property; (J) the borrower makes an assignment for the benefit of creditors; (K) the borrower has any adverse change in financial condition that the relevant Development Company believes may materially affect the borrower's ability to pay its Note; (L) the borrower reorganizes, merges, consolidates or otherwise changes ownership or business structure without the relevant Development Company's prior written consent, subject to certain exceptions; or (M) the borrower becomes the subject of a civil or criminal action that the relevant Development Company believes may materially affect the borrower's ability to pay its Note.

With respect to Notes issued on or after December 1, 1992, SBA may, in its discretion, postpone acceleration of any Note that either has evidenced a general pattern of regular and timely payment in the past or is being assumed by a substitute obligor, and as to which SBA has determined that regular and timely payment appears likely in the future.

In cases involving Events of Default, it is SBA's policy to seek to resolve the default through cooperation with the Development Company and Small Business Concern. SBA may forbear acceleration of the Note during the work-out period, and make scheduled payments on the Debenture to which such Note relates as and when due pursuant to its Guarantee. There is no set time limit for the forbearance; SBA will determine whether and how long to grant forbearance based upon the particular facts and circumstances of each case.

Debentures will be accelerated upon SBA's determination that efforts to cure an Event of Default have failed and that the Note should be accelerated. After acceleration of a Debenture, SBA will make a payment in an amount equal to 100% of the principal amount then outstanding on such Debenture, plus interest to the Payment Date upon which the distribution of such payment will be made (an "Acceleration Payment").

**Acceleration and Prepayment Experience**

As noted above, acceleration of Debentures will occur when the corresponding Notes are accelerated. Optional Prepayments of Debentures occur when the corresponding Notes are prepaid at the option of the Small Business Concern. Debentures in the Development Company program were first issued beginning in 1981. Prior to June 1986, debentures in this program were sold exclusively to the FFB pursuant to Section 503; thereafter, interests in pools of debentures were sold through the public sale of certificates. No sales to the FFB have occurred since December 1989.

Debentures sold to the FFB had maturities of 10, 15, 20 or 25 years. The criteria for prepayment and acceleration of debentures sold to the FFB are substantially different from those applicable to debentures in publicly held pools. When a debenture sold to the FFB is voluntarily prepaid or accelerated, the Development Company, in the case of voluntary prepayment, or SBA, in the case of an acceleration, must pay the FFB a repurchase price which may be at a discount or premium to par; the price is calculated to provide the FFB with the present value of the scheduled cash flow of the prepaid or accelerated debenture.

Debentures pooled pursuant to Section 504 and sold to the public have maturities of either 10 or 20 years, and beginning in July 2018, 25 years. When these debentures are accelerated, they are paid off at a price of par. The prepayment penalty over the first half of the term of these debentures for an Optional Prepayment of these debentures is calculated as a declining percentage of the interest rate on the debentures. See "–Optional Prepayments." The tables below provide, for 20-year and 25-year debentures issued in each annual period and pooled pursuant to Section 504, a summary of the dollar amount and timing of accelerations and Optional Prepayments. The tables do not reflect prepayment or acceleration data for those debentures sold to the FFB.

**Economic, financial and regulatory conditions are unpredictable and influence the timing and number of accelerations and prepayments. Thus, no assurance can be given that future accelerations and prepayments will conform to this acceleration and prepayment experience.**

**PRINCIPAL AMOUNT OF 20-YEAR DEBENTURES ACCELERATED/PREPAID**
**IN EACH SEMI-ANNUAL PERIOD SINCE ISSUANCE**
**AS OF SEPTEMBER 30, 2026**
(Dollars in thousands)

| Origination Period* | Original Principal Amount Issued** | # Debs. Issued | # Debs. Outstanding | Original Principal Amount of Debentures Accelerated/Prepaid In Each Semi-Annual Period since the Origination Period | | | | | | | | | |
|---|---|---|---|---|---|---|---|---|---|---|---|---|---|
| | | | | 1 | 2 | 3 | 4 | 5 | 6 | 7 | 8 | 9 | 10 |
| 1986 | 21,804 | 93 | - | - | - | - | - | 493/0 | 485/76 | - | 299/500 | 172/219 | - |
| 1987 | 190,480 | 894 | - | 170/341 | 90/955 | 1,644/314 | 757/1,133 | 829/853 | 2,743/1,479 | 2,581/2,586 | 2,862/374 | 3,111/3,116 | 2,831/3,433 |
| 1988 | 222,267 | 931 | - | 0/368 | 531/0 | 2,366/0 | 1,022/1,151 | 2,572/279 | 3,721/720 | 3,078/2,333 | 5,540/1,084 | 3,923/2,101 | 2,354/5,297 |
| 1989 | 244,383 | 930 | - | 390/500 | 977/725 | 5,918/384 | 1,889/323 | 1,519/1,576 | 5,111/687 | 4,701/2,681 | 4,436/2,527 | 5,507/6,101 | 2,027/5,727 |
| 1990 | 321,677 | 1,121 | - | - | 1,551/152 | 2,648/895 | 4,300/1,584 | 4,031/935 | 3,314/2,634 | 4,262/3,660 | 3,606/6,313 | 2,910/5,852 | 5,893/4,623 |
| 1991 | 360,350 | 1,225 | - | 639/0 | 1,629/843 | 2,386/445 | 2,717/750 | 2,782/3,417 | 679/2,673 | 697/4,416 | 2,851/2,390 | 2,735/4,274 | 2,172/5,787 |
| 1992 | 441,058 | 1,479 | - | 137/0 | 1,099/0 | 1,433/1,219 | 2,376/1,427 | 872/1,639 | 2,138/2,171 | 1,600/3,996 | 2,029/4,180 | 3,758/3,594 | 2,317/6,784 |
| 1993 | 553,288 | 1,772 | - | - | 1,010/122 | 2,435/928 | 1,368/3,039 | 766/3,174 | 2,633/4,752 | 1,348/6,239 | 757/8,070 | 2,212/8,403 | 1,557/9,216 |
| 1994 | 856,680 | 2,604 | - | - | 2,871/3,885 | 1,463/5,703 | 2,283/8,501 | 6,037/9,807 | 4,241/6,585 | 3,681/15,250 | 3,825/25,328 | 4,390/34,912 | 3,985/24,733 |
| 1995 | 1,054,616 | 3,116 | - | 439/883 | 2,982/1,400 | 4,049/6,569 | 8,110/6,392 | 4,394/10,635 | 5,251/20,161 | 5,577/25,604 | 5,963/23,334 | 5,747/24,512 | 2,319/20,378 |
| 1996 | 1,402,698 | 4,102 | - | 0/3,394 | 3,787/6,185 | 8,355/11,898 | 5,993/12,835 | 5,308/25,479 | 7,027/29,789 | 2,554/21,664 | 4,529/32,095 | 6,216/20,180 | 2,547/24,201 |
| 1997 | 1,533,612 | 4,311 | - | 1,419/2,569 | 2,702/8,349 | 5,346/15,962 | 6,193/20,143 | 13,037/27,325 | 6,278/28,742 | 8,120/17,970 | 5,972/27,544 | 9,875/36,055 | 7,380/55,597 |
| 1998 | 1,419,539 | 3,961 | - | 514/3,963 | 5,056/8,717 | 6,573/14,179 | 9,316/9,438 | 5,866/13,079 | 6,978/15,114 | 8,481/23,419 | 9,444/35,915 | 5,998/45,928 | 8,535/70,056 |
| 1999 | 1,467,454 | 4,038 | - | 1,109/1,928 | 3,184/4,256 | 7,893/8,648 | 7,601/13,919 | 14,189/24,412 | 13,272/31,408 | 13,608/41,839 | 13,216/83,154 | 9,919/83,895 | 6,657/82,641 |
| 2000 | 1,479,821 | 3,785 | - | 2,898/2,501 | 5,997/5,220 | 9,437/12,099 | 15,300/24,388 | 17,968/39,769 | 16,591/70,864 | 18,791/79,538 | 12,811/72,851 | 8,395/86,858 | 6,077/76,165 |
| 2001 | 1,603,666 | 3,892 | - | 1,645/2,183 | 9,824/4,608 | 15,935/12,708 | 17,469/24,898 | 10,666/34,066 | 19,621/61,234 | 7,768/58,427 | 9,595/49,776 | 7,885/73,676 | 4,439/55,862 |
| 2002 | 1,923,714 | 4,395 | - | 3,267/537 | 14,683/4,964 | 15,041/16,447 | 11,086/28,248 | 16,054/44,886 | 16,588/47,636 | 7,469/63,394 | 7,583/61,164 | 5,130/72,108 | 6,330/57,385 |
| 2003 | 2,312,368 | 5,084 | - | 340/4,035 | 6,267/14,952 | 8,166/26,234 | 12,884/41,515 | 12,822/58,467 | 10,195/56,948 | 11,676/56,503 | 9,052/69,480 | 6,213/72,454 | 10,948/52,254 |
| 2004 | 2,881,795 | 6,133 | - | 1,877/6,643 | 10,013/21,922 | 14,060/47,876 | 11,185/55,171 | 15,162/73,512 | 15,183/82,535 | 15,214/101,260 | 24,248/92,578 | 24,251/53,708 | 35,535/39,158 |
| 2005 | 3,463,615 | 6,886 | - | 1,838/7,399 | 13,880/34,044 | 18,322/69,513 | 18,866/72,513 | 23,508/84,471 | 35,953/92,193 | 48,078/47,042 | 61,993/34,084 | 87,906/25,018 | 88,464/33,602 |
| 2006 | 4,414,012 | 8,062 | 136 | 2,072/17,011 | 22,782/48,156 | 43,935/62,624 | 62,676/87,613 | 98,356/69,432 | 124,687/34,028 | 145,770/22,831 | 143,032/17,987 | 129,015/37,211 | 94,824/52,645 |
| 2007 | 4,712,417 | 8,316 | 650 | 10,782/16,667 | 57,090/22,325 | 99,072/28,045 | 149,166/15,406 | 205,497/11,219 | 205,845/16,798 | 190,458/26,507 | 145,810/22,368 | 107,967/40,965 | 90,918/66,264 |
| 2008 | 4,780,462 | 8,149 | 762 | 20,408/4,199 | 116,858/8,951 | 184,610/9,418 | 241,734/8,424 | 180,792/23,202 | 149,399/30,540 | 136,840/29,221 | 95,616/54,201 | 76,332/86,427 | 57,237/108,891 |
| 2009 | 3,429,107 | 5,732 | 902 | 21,981/2,835 | 78,668/9,426 | 81,573/5,301 | 93,206/11,290 | 108,408/20,064 | 60,597/18,259 | 49,371/45,425 | 37,292/46,620 | 27,611/58,592 | 24,399/72,515 |
| 2010 | 3,353,753 | 6,093 | 1,245 | 12,543/1,463 | 21,679/15,969 | 33,123/11,796 | 27,321/23,826 | 30,049/40,212 | 27,555/67,647 | 17,191/77,412 | 13,439/83,979 | 13,704/98,564 | 14,185/148,158 |
| 2011 | 3,569,508 | 6,450 | 1,442 | 3,268/2,058 | 6,743/10,546 | 21,456/21,868 | 17,190/49,737 | 11,438/68,662 | 10,775/63,768 | 15,001/114,914 | 9,196/140,874 | 6,703/165,694 | 4,838/184,961 |
| 2012 | 4,867,272 | 7,365 | 2,021 | 2,215/7,238 | 9,636/23,878 | 16,425/57,420 | 16,829/59,450 | 24,968/117,360 | 16,324/120,743 | 13,830/137,003 | 15,912/190,185 | 7,263/222,421 | 12,793/177,067 |
| 2013 | 4,446,547 | 6,741 | 2,021 | 3,495/7,402 | 6,795/40,642 | 5,193/66,599 | 5,905/96,902 | 6,386/131,915 | 16,514/146,460 | 13,028/166,375 | 11,662/149,155 | 13,870/157,608 | 5,519/140,055 |
| 2014 | 3,520,001 | 5,222 | 1,752 | 3,594/7,126 | 4,923/36,102 | 8,835/75,520 | 6,333/87,954 | 10,295/119,416 | 12,797/123,716 | 6,587/118,840 | 8,600/114,101 | 8,463/114,508 | 11,250/134,051 |
| 2015 | 3,375,454 | 4,779 | 1,880 | 5,403/6,990 | 7,904/20,105 | 4,739/65,207 | 7,613/77,892 | 9,309/106,412 | 7,293/83,172 | 4,782/101,094 | 11,797/113,005 | 11,626/179,472 | 5,116/128,486 |
| 2016 | 3,542,701 | 4,768 | 2,288 | 1,087/7,688 | 2,006/33,010 | 4,912/55,263 | 23,178/68,522 | 11,824/100,884 | 13,094/85,888 | 22,230/141,790 | 12,443/96,525 | 7,853/139,725 | 8,328/177,941 |
| 2017 | 3,866,508 | 5,080 | 2,818 | 3,467/8,206 | 4,593/33,600 | 8,650/41,724 | 25,677/84,845 | 22,491/129,081 | 12,775/113,939 | 7,062/91,458 | 10,202/173,715 | 8,618/231,630 | 1,728/246,003 |
| 2018 | 3,523,001 | 4,453 | 2,620 | 3,624/12,631 | 5,923/41,502 | 13,201/65,019 | 10,927/77,725 | 3,795/101,637 | 10,300/178,218 | 14,402/189,140 | 1,286/219,382 | 615/146,892 | 2,291/92,533 |
| 2019 | 2,076,726 | 2,536 | 1,738 | 3,765/5,013 | 827/17,668 | 645/36,427 | 6,494/48,556 | 16,079/115,322 | 274/88,348 | 2,547/73,944 | 999/51,748 | 7,543/36,754 | 9,541/48,352 |
| 2020 | 1,460,083 | 1,837 | 1,455 | 0/1,980 | 1,636/17,576 | 1,476/32,655 | 1,004/45,359 | 4,227/31,157 | 346/20,153 | 2,071/12,958 | 3,950/18,995 | 3,560/22,954 | 5,997/16,434 |
| 2021 | 839,766 | 1,308 | 1,113 | 0/2,561 | 0/9,346 | 0/20,996 | 2,815/19,752 | 268/16,966 | 2,886/6,542 | 0/7,158 | 0/10,911 | 0/27,729 | 0/14,701 |
| 2022 | 827,905 | 1,226 | 1,090 | 0/2,926 | 0/2,481 | 169/3,356 | 891/4,896 | 885/9,272 | 1,862/17,380 | 855/14,201 | 0/23,150 | 0/6,911 | - |
| 2023 | 384,688 | 566 | 511 | 0/3,017 | 1,009/2,818 | 240/1,116 | 465/7,210 | 2,589/10,529 | 6,786/4,794 | 186/1,919 | **Future Semi-Annual Periods** | | - |
| 2024 | 260,429 | 378 | 364 | 0/1,327 | 367/0 | 2,093/548 | 2,825/805 | 209/336 | - | - | - | - | - |
| 2025 | 219,921 | 305 | 302 | - | 0/1,594 | - | - | - | - | - | - | - | - |
| 2026 | 161,636 | 186 | 186 | - | - | - | - | - | - | - | - | - | - |
| TOTALS | 81,386,782 | 150,304 | 27,296 | 114,386/155,582 | 437,572/516,994 | 663,817/912,923 | 842,964/1,203,532 | 906,740/1,680,859 | 858,111/1,778,794 | 811,495/1,950,011 | 711,847/2,159,642 | 636,996/2,437,021 | 551,331/2,441,956 |

* The origination period "1986" includes the months of November and December, 1986. The origination period "2026" includes all of calendar year 2026 through September 30, 2026. Each remaining origination period includes the months of January through December in each respective period.

** The aggregate outstanding principal amount of individual pools can be obtained from the Trustee by telephone ((212) 815-2816).

**PRINCIPAL AMOUNT OF 20-YEAR DEBENTURES ACCELERATED/PREPAID**
**IN EACH SEMI-ANNUAL PERIOD SINCE ISSUANCE**
**AS OF SEPTEMBER 30, 2026**
(Dollars in thousands)

| Origination Period* | Original Principal Amount Issued** | # Debs. Issued | # Debs. Outstanding | Original Principal Amount of Debentures Accelerated/Prepaid In Each Semi-Annual Period since the Origination Period | | | | | | | | |
|---|---|---|---|---|---|---|---|---|---|---|---|---|
| | | | | 11 | 12 | 13 | 14 | 15 | 16 | 17 | 18 | 19 |
| 1986 | 21,804 | 93 | - | - | 0/526 | - | 0/297 | 188/602 | 272/1,115 | 331/170 | 0/361 | 344/494 |
| 1987 | 190,480 | 894 | - | 1,181/3,116 | 2,659/5,610 | 2,851/4,847 | 1,398/7,599 | 1,439/4,758 | 1,811/3,418 | 1,003/3,868 | 1,091/3,567 | 0/7,787 |
| 1988 | 222,267 | 931 | - | 2,488/6,119 | 2,608/5,610 | 2,155/2,579 | 2,458/2,064 | 2,299/2,378 | 1,398/4,674 | 612/7,208 | 247/7,440 | 173/7,867 |
| 1989 | 244,383 | 930 | - | 3,550/3,894 | 1,948/2,502 | 3,842/4,182 | 1,845/5,139 | 1,103/6,233 | 412/4,161 | 502/6,452 | 1,235/12,700 | 500/16,051 |
| 1990 | 321,677 | 1,121 | - | 2,535/5,712 | 2,456/4,062 | 943/6,029 | 670/8,373 | 2,078/9,109 | 677/13,060 | 2,450/20,828 | 970/23,255 | 1,031/19,574 |
| 1991 | 360,350 | 1,225 | - | 4,016/4,823 | 1,816/6,376 | 1,450/6,953 | 1,733/14,853 | 1,323/23,604 | 530/27,976 | 820/11,805 | 1,774/8,370 | 109/9,834 |
| 1992 | 441,058 | 1,479 | - | 1,102/6,543 | 1,676/13,099 | 2,610/16,967 | 1,373/19,313 | 1,093/14,609 | 856/13,153 | 1,256/7,539 | 1,867/7,067 | 548/17,413 |
| 1993 | 553,288 | 1,772 | - | 3,883/12,795 | 658/17,960 | 485/11,475 | 2,242/14,437 | 593/11,397 | 0/9,585 | 618/16,842 | 1,367/24,598 | 582/19,948 |
| 1994 | 856,680 | 2,604 | - | 1,396/24,746 | 1,914/17,262 | 1,563/14,293 | 2,662/18,300 | 1,491/44,125 | 1,211/42,244 | 2,239/50,919 | 2,713/71,723 | 188/67,517 |
| 1995 | 1,054,616 | 3,116 | - | 2,079/19,438 | 5,243/21,420 | 3,990/35,259 | 6,111/39,437 | 6,137/53,713 | 4,110/84,297 | 219/64,246 | 2,092/61,775 | 81/53,304 |
| 1996 | 1,402,698 | 4,102 | - | 7,007/43,042 | 2,794/57,333 | 3,779/68,959 | 6,355/91,262 | 7,140/84,983 | 3,666/85,496 | 2,308/79,251 | 1,048/55,771 | 3,026/52,021 |
| 1997 | 1,533,612 | 4,311 | - | 7,995/69,678 | 6,841/88,389 | 5,547/102,080 | 3,289/77,846 | 3,548/77,170 | 1,935/65,470 | 2,665/50,883 | 622/52,717 | 2,497/40,487 |
| 1998 | 1,419,539 | 3,961 | - | 7,014/79,668 | 7,436/81,220 | 5,416/57,083 | 3,017/47,300 | 2,878/47,823 | 2,609/56,365 | 3,525/48,084 | 1,219/42,035 | 1,402/44,790 |
| 1999 | 1,467,454 | 4,038 | - | 8,382/71,837 | 3,024/70,619 | 1,379/60,361 | 1,402/52,286 | 1,499/53,883 | 2,162/44,166 | 3,146/42,382 | 673/53,961 | 2,663/49,500 |
| 2000 | 1,479,821 | 3,785 | - | 6,454/71,397 | 6,872/58,273 | 3,039/42,559 | 1,861/54,922 | 6,020/60,929 | 3,086/51,674 | 3,146/45,625 | 8,161/32,551 | 10,283/29,553 |
| 2001 | 1,603,666 | 3,892 | - | 8,404/53,860 | 3,958/60,766 | 5,413/60,374 | 6,295/61,045 | 10,997/45,903 | 9,398/31,148 | 13,906/29,257 | 9,936/27,258 | 8,946/40,421 |
| 2002 | 1,923,714 | 4,395 | - | 7,183/67,885 | 9,600/56,966 | 8,253/54,785 | 10,352/35,447 | 17,621/25,770 | 20,650/29,895 | 14,831/34,936 | 16,693/42,749 | 10,587/70,854 |
| 2003 | 2,312,368 | 5,084 | - | 19,271/46,702 | 13,218/31,453 | 23,627/26,889 | 28,181/21,791 | 28,284/42,688 | 25,268/47,791 | 11,366/59,502 | 12,251/80,726 | 10,887/121,857 |
| 2004 | 2,881,795 | 6,133 | - | 39,890/32,585 | 40,952/27,064 | 42,211/42,642 | 37,747/58,071 | 20,668/66,633 | 25,977/89,118 | 21,181/124,683 | 15,510/140,463 | 8,365/130,198 |
| 2005 | 3,463,615 | 6,886 | - | 74,459/42,330 | 57,053/42,312 | 42,101/56,311 | 38,870/86,079 | 38,813/125,129 | 25,923/144,336 | 18,012/154,002 | 14,869/119,032 | 8,881/130,462 |
| 2006 | 4,414,012 | 8,062 | 136 | 83,573/80,376 | 61,227/99,191 | 42,891/128,735 | 45,880/184,167 | 24,277/176,487 | 16,794/161,135 | 20,905/176,506 | 9,130/161,950 | 14,245/173,722 |
| 2007 | 4,712,417 | 8,316 | 650 | 63,010/94,402 | 50,470/140,870 | 34,870/137,676 | 23,915/122,260 | 14,941/133,864 | 12,382/186,806 | 10,655/182,577 | 11,467/204,505 | 10,739/189,433 |
| 2008 | 4,780,462 | 8,149 | 762 | 47,856/131,864 | 38,745/119,076 | 33,314/142,635 | 26,020/180,203 | 20,185/170,733 | 17,482/194,453 | 13,556/208,184 | 6,166/161,354 | 8,684/171,406 |
| 2009 | 3,429,107 | 5,732 | 902 | 16,531/110,242 | 19,554/108,429 | 15,358/116,211 | 10,887/105,380 | 18,334/125,555 | 17,435/121,463 | 11,171/118,289 | 9,151/93,937 | 4,808/116,620 |
| 2010 | 3,353,753 | 6,093 | 1,245 | 14,093/143,551 | 6,870/139,790 | 4,411/138,691 | 4,803/150,502 | 2,882/99,901 | 3,234/92,709 | 2,727/83,912 | 5,030/81,279 | 6,311/98,138 |
| 2011 | 3,569,508 | 6,450 | 1,442 | 10,940/166,390 | 8,107/157,505 | 9,721/125,264 | 5,793/120,312 | 3,891/111,099 | 3,852/107,268 | 4,905/118,797 | 1,546/118,088 | 2,411/120,894 |
| 2012 | 4,867,272 | 7,365 | 2,021 | 7,701/196,755 | 10,307/190,043 | 3,396/174,819 | 12,183/142,945 | 12,424/154,131 | 6,852/167,312 | 1,873/155,726 | 5,891/199,333 | 8,609/225,374 |
| 2013 | 4,446,547 | 6,741 | 2,021 | 11,487/140,541 | 3,704/154,393 | 9,803/176,772 | 10,198/136,676 | 7,019/136,195 | 2,124/214,763 | 2,876/246,239 | 6,215/217,312 | 805/141,556 |
| 2014 | 3,520,001 | 5,222 | 1,752 | 7,616/125,058 | 5,773/147,263 | 6,135/116,023 | 6,689/215,206 | 2,283/194,868 | 323/163,820 | 648/117,139 | 1,274/57,489 | 785/55,723 |
| 2015 | 3,375,454 | 4,779 | 1,880 | 2,065/154,253 | 4,006/169,772 | 4,068/207,328 | 3,659/167,381 | 9,032/122,933 | 2,737/55,287 | 96/48,032 | 3,167/41,439 | 3,583/50,943 |
| 2016 | 3,542,701 | 4,768 | 2,288 | 1,663/236,469 | 7,146/193,931 | 3,540/123,163 | 1,842/57,373 | 278/61,692 | 789/66,586 | 8,369/54,668 | 4,509/54,319 | 2,942/47,041 |
| 2017 | 3,866,508 | 5,080 | 2,818 | 0/131,371 | 2,500/64,250 | 152/57,236 | 3,351/65,190 | 1,820/71,675 | 4,505/67,709 | 6,432/57,294 | 4,101/57,198 | 2,664/15,286 |
| 2018 | 3,523,001 | 4,453 | 2,620 | 2,133/67,422 | 5,300/54,299 | 3,264/59,212 | 5,565/68,797 | 6,046/75,277 | 8,277/62,973 | 1,515/15,157 | - | - |
| 2019 | 2,076,726 | 2,536 | 1,738 | 4,604/33,800 | 8,172/23,670 | 5,743/53,552 | 2,512/37,932 | 0/14,955 | - | - | - | - |
| 2020 | 1,460,083 | 1,837 | 1,455 | 249/32,330 | 207/27,815 | 0/10,025 | - | - | - | **Future Semi-Annual Periods** | | - |
| 2021 | 839,766 | 1,308 | 1,113 | 0/4,374 | - | - | - | - | - | - | - | - |
| 2022 | 827,905 | 1,226 | 1,090 | - | - | - | - | - | - | - | - | - |
| 2023 | 384,688 | 566 | 511 | - | - | - | - | - | - | - | - | - |
| 2024 | 260,429 | 378 | 364 | - | - | - | - | - | - | - | - | - |
| 2025 | 219,921 | 305 | 302 | - | - | - | - | - | - | - | - | - |
| 2026 | 161,636 | 186 | 186 | - | - | - | - | - | - | - | - | - |
| TOTALS | 81,386,782 | 150,304 | 27,296 | 481,810/2,515,368 | 404,814/2,459,119 | 337,320/2,441,969 | 321,158/2,470,185 | 278,624/2,450,804 | 228,737/2,511,426 | 189,864/2,441,002 | 161,985/2,316,322 | 137,679/2,336,068 |

* The origination period "1986" includes the months of November and December, 1986. The origination period "2026" includes all of calendar year 2026 through September 30, 2026. Each remaining origination period includes the months of January through December in each respective period.

** The aggregate outstanding principal amount of individual pools can be obtained from the Trustee by telephone ((212) 815-2816).

**PRINCIPAL AMOUNT OF 20-YEAR DEBENTURES ACCELERATED/PREPAID**
**IN EACH SEMI-ANNUAL PERIOD SINCE ISSUANCE**
**AS OF SEPTEMBER 30, 2026**
(Dollars in thousands)

| Origination Period* | Original Principal Amount Issued** | # Debs. Issued | # Debs. Outstanding | Original Principal Amount of Debentures Accelerated/Prepaid In Each Semi-Annual Period since the Origination Period | | | | | | | | |
|---|---|---|---|---|---|---|---|---|---|---|---|---|
| | | | | 20 | 21 | 22 | 23 | 24 | 25 | 26 | 27-40 | Total |
| 1986 | 21,804 | 93 | - | 0/984 | 0/2,170 | 500/414 | 0/679 | 0/403 | 0/853 | 0/623 | 0/4,930 | 3,084/15,416 |
| 1987 | 190,480 | 894 | - | 602/8,803 | 628/11,173 | 54/7,837 | 358/10,150 | 274/9,853 | 365/4,198 | 0/2,642 | 1,213/31,969 | 34,545/145,779 |
| 1988 | 222,267 | 931 | - | 348/12,670 | 917/29,223 | 1,417/12,940 | 621/8,240 | 656/3,045 | 0/2,982 | 150/5,980 | 2,173/34,113 | 45,827/168,465 |
| 1989 | 244,383 | 930 | - | 0/22,289 | 338/13,566 | 0/9,038 | 0/6,460 | 0/6,385 | 0/9,359 | 400/6,979 | 559/33,139 | 48,709/189,760 |
| 1990 | 321,677 | 1,121 | - | 295/15,771 | 224/15,072 | 1,251/10,477 | 747/11,352 | 750/15,794 | 1,220/10,238 | 474/10,712 | 1,320/36,396 | 52,606/262,462 |
| 1991 | 360,350 | 1,225 | - | 199/16,523 | 523/30,797 | 253/25,255 | 233/19,815 | 1,081/16,408 | 539/10,723 | 361/11,131 | 2,130/39,748 | 38,177/309,989 |
| 1992 | 441,058 | 1,479 | - | 1,272/40,343 | 1,532/36,883 | 915/38,121 | 649/26,485 | 863/19,653 | 311/15,344 | 327/8,931 | 2,115/54,281 | 38,124/380,754 |
| 1993 | 553,288 | 1,772 | - | 2,574/49,342 | 1,339/46,710 | 818/31,014 | 351/19,833 | 750/18,590 | 0/10,745 | 1,517/9,090 | 2,086/97,902 | 33,949/466,206 |
| 1994 | 856,680 | 2,604 | - | 752/54,332 | 380/49,727 | 157/27,011 | 957/16,338 | 442/16,428 | 473/14,332 | 0/11,012 | 6,048/93,844 | 57,362/768,857 |
| 1995 | 1,054,616 | 3,116 | - | 880/54,037 | 2,025/39,089 | 150/27,260 | 1,301/21,398 | 925/21,160 | 0/20,534 | 0/13,653 | 7,695/140,959 | 87,869/910,847 |
| 1996 | 1,402,698 | 4,102 | - | 1,729/51,256 | 1,102/43,484 | 1,127/36,329 | 1,197/32,535 | 932/32,906 | 1,454/25,837 | 1,499/16,803 | 10,678/187,354 | 103,157/1,232,342 |
| 1997 | 1,533,612 | 4,311 | - | 769/49,263 | 2,806/55,179 | 1,716/69,099 | 2,056/39,180 | 1,344/33,291 | 2,109/18,284 | 2,648/14,036 | 13,861/192,126 | 128,570/1,335,434 |
| 1998 | 1,419,539 | 3,961 | - | 580/67,376 | 3,594/61,874 | 3,338/23,905 | 4,765/22,049 | 5,123/21,473 | 4,090/27,651 | 1,850/22,852 | 10,080/215,810 | 134,697/1,207,166 |
| 1999 | 1,467,454 | 4,038 | - | 4,571/45,636 | 6,427/41,886 | 2,752/23,455 | 4,129/22,760 | 5,632/31,075 | 3,342/21,765 | 340/30,574 | 5,999/171,365 | 148,170/1,263,611 |
| 2000 | 1,479,821 | 3,785 | - | 6,120/33,618 | 5,516/38,997 | 6,990/28,800 | 3,476/24,597 | 8,282/26,386 | 1,894/24,387 | 1,209/20,280 | 8,808/121,495 | 205,482/1,236,296 |
| 2001 | 1,603,666 | 3,892 | - | 12,943/63,783 | 6,780/64,903 | 5,643/56,138 | 3,706/50,900 | 3,274/45,046 | 3,009/34,633 | 3,313/30,843 | 6,073/180,826 | 226,841/1,314,542 |
| 2002 | 1,923,714 | 4,395 | - | 6,938/104,012 | 11,262/114,410 | 8,192/69,786 | 4,502/78,809 | 2,355/50,238 | 2,819/51,932 | 2,113/43,522 | 6,921/246,336 | 264,103/1,575,101 |
| 2003 | 2,312,368 | 5,084 | - | 8,444/145,211 | 7,777/128,702 | 5,448/79,744 | 4,902/68,302 | 3,008/56,773 | 855/68,020 | 1,972/53,551 | 11,328/332,442 | 304,650/1,864,986 |
| 2004 | 2,881,795 | 6,133 | - | 4,125/146,822 | 3,369/132,557 | 6,304/83,328 | 4,956/80,615 | 3,719/66,606 | 1,921/67,437 | 1,080/62,088 | 10,708/347,425 | 455,411/2,272,698 |
| 2005 | 3,463,615 | 6,886 | - | 7,288/185,989 | 5,574/155,979 | 5,982/108,400 | 3,851/85,710 | 3,007/70,816 | 1,058/57,643 | 1,838/51,233 | 11,368/375,620 | 757,755/2,491,262 |
| 2006 | 4,414,012 | 8,062 | 136 | 9,410/221,309 | 4,870/195,715 | 4,069/104,932 | 5,469/80,615 | 5,088/71,195 | 4,843/58,346 | 1,354/56,698 | 13,724/401,797 | 1,234,898/2,982,414 |
| 2007 | 4,712,417 | 8,316 | 650 | 3,638/221,449 | 11,924/175,838 | 7,590/120,403 | 3,722/82,306 | 3,725/72,677 | 2,409/73,790 | 873/49,541 | 11,048/447,822 | 1,539,983/2,902,783 |
| 2008 | 4,780,462 | 8,149 | 762 | 7,215/174,377 | 9,962/120,984 | 6,822/100,715 | 8,999/95,488 | 3,395/77,415 | 368/60,797 | 378/83,678 | 5,136/391,655 | 1,514,109/2,948,491 |
| 2009 | 3,429,107 | 5,732 | 902 | 5,923/115,624 | 3,476/147,464 | 4,627/90,729 | 2,600/73,729 | 4,205/106,225 | 1,738/97,833 | 4,202/74,466 | 9,781/255,795 | 742,887/2,268,318 |
| 2010 | 3,353,753 | 6,093 | 1,245 | 1,961/115,881 | 4,709/126,723 | 1,813/123,172 | 477/111,902 | 462/98,701 | 370/64,967 | 0/24,098 | 4,657/205,736 | 275,599/2,468,679 |
| 2011 | 3,569,508 | 6,450 | 1,442 | 6,903/160,812 | 299/177,143 | 3,430/130,348 | 325/67,884 | 538/47,603 | 1,276/30,243 | 2,431/28,203 | 3,401/110,725 | 176,377/2,721,660 |
| 2012 | 4,867,272 | 7,365 | 2,021 | 5,412/202,167 | 7,080/159,517 | 456/64,679 | 1,549/45,205 | 802/76,314 | 0/61,097 | 0/60,107 | 937/106,344 | 221,667/3,494,633 |
| 2013 | 4,446,547 | 6,741 | 2,021 | 0/101,710 | 4,958/71,912 | 2,562/50,345 | 886/55,695 | 596/58,244 | 1,454/51,707 | 2,623/58,795 | 2,404/15,940 | 158,081/3,131,908 |
| 2014 | 3,520,001 | 5,222 | 1,752 | 1,304/68,504 | 700/56,070 | 4,362/56,374 | 1,433/41,417 | 385/36,095 | 0/12,473 | - | - | 121,387/2,394,856 |
| 2015 | 3,375,454 | 4,779 | 1,880 | 1,962/63,922 | 1,570/74,166 | 1,055/55,441 | 0/13,783 | **Future Semi-Annual Periods** | | - | - | 112,582/2,106,515 |
| 2016 | 3,542,701 | 4,768 | 2,288 | 1,428/67,301 | 0/18,175 | - | - | - | - | - | - | 139,461/1,887,954 |
| 2017 | 3,866,508 | 5,080 | 2,818 | - | - | - | - | - | - | - | - | 130,788/1,741,410 |
| 2018 | 3,523,001 | 4,453 | 2,620 | - | - | - | - | - | - | - | - | 98,464/1,527,816 |
| 2019 | 2,076,726 | 2,536 | 1,738 | - | - | - | - | - | - | - | - | 69,745/686,041 |
| 2020 | 1,460,083 | 1,837 | 1,455 | - | - | - | - | - | - | - | - | 24,723/290,391 |
| 2021 | 839,766 | 1,308 | 1,113 | - | - | - | - | - | - | - | - | 5,969/141,036 |
| 2022 | 827,905 | 1,226 | 1,090 | - | - | - | - | - | - | - | - | 4,662/84,573 |
| 2023 | 384,688 | 566 | 511 | - | - | - | - | - | - | - | - | 11,275/31,403 |
| 2024 | 260,429 | 378 | 364 | - | - | - | - | - | - | - | - | 5,494/3,016 |
| 2025 | 219,921 | 305 | 302 | - | - | - | - | - | - | - | - | 0/1,594 |
| 2026 | 161,636 | 186 | 186 | - | - | - | - | - | - | - | - | - |
| TOTALS | 81,386,782 | 150,304 | 27,296 | 105,585/2,681,116 | 111,661/2,436,088 | 89,793/1,665,489 | 68,217/1,314,231 | 61,613/1,206,798 | 37,917/1,008,150 | 32,952/862,121 | 172,251/4,873,894 | 9,757,239/53,227,464 |

* The origination period "1986" includes the months of November and December, 1986. The origination period "2026" includes all of calendar year 2026 through September 30, 2026. Each remaining origination period includes the months of January through December in each respective period.

** The aggregate outstanding principal amount of individual pools can be obtained from the Trustee by telephone ((212) 815-2816).

**PRINCIPAL AMOUNT OF 25-YEAR DEBENTURES ACCELERATED/PREPAID**
**IN EACH SEMI-ANNUAL PERIOD SINCE ISSUANCE**
**AS OF SEPTEMBER 30, 2026**
(Dollars in thousands)

| Origination Period* | Original Principal Amount Issued** | # Debs. Issued | # Debs. Outstanding | Original Principal Amount of Debentures Accelerated/Prepaid In Each Semi-Annual Period since the Origination Period | | | | | | | | | |
|---|---|---|---|---|---|---|---|---|---|---|---|---|---|
| | | | | 1 | 2 | 3 | 4 | 5 | 6 | 7 | 8 | 9 | 10 |
| 2018 | 343,331 | 410 | 260 | - | 0/3,100 | 0/10,932 | 0/1,537 | 0/7,573 | 2,146/17,334 | 478/14,059 | 221/10,576 | 0/6,556 | 0/6,625 |
| 2019 | 1,805,297 | 2,317 | 1,688 | 0/9,442 | 208/10,119 | 2,157/31,912 | 2,307/33,853 | 4,203/54,526 | 3,399/79,078 | 2,098/55,287 | 2,651/29,635 | 6,541/24,351 | 0/21,495 |
| 2020 | 3,534,445 | 4,335 | 3,494 | 0/11,856 | 0/29,768 | 0/80,620 | 5,476/80,228 | 1,064/86,800 | 0/66,421 | 9,788/48,652 | 2,570/55,927 | 5,890/52,522 | 3,896/52,894 |
| 2021 | 4,855,590 | 5,653 | 4,828 | 0/16,599 | 2,120/81,928 | 1,229/68,286 | 4,340/60,569 | 4,445/47,857 | 9,075/60,889 | 7,850/67,009 | 6,423/86,019 | 18,136/89,143 | 6,253/68,342 |
| 2022 | 6,196,372 | 6,743 | 5,973 | 1,002/23,473 | 6,762/59,758 | 1,575/47,806 | 12,370/55,125 | 20,078/109,589 | 9,016/95,964 | 33,626/118,992 | 23,682/87,804 | 5,866/33,503 | - |
| 2023 | 4,629,980 | 4,615 | 4,179 | 3,955/19,379 | 9,058/46,025 | 30,487/51,079 | 25,282/72,648 | 33,445/78,483 | 27,139/75,655 | 10,926/39,746 | - | - | - |
| 2024 | 4,759,433 | 4,468 | 4,265 | 3,358/8,064 | 13,197/50,095 | 25,204/36,961 | 24,881/41,177 | 3,450/26,852 | **Future Semi-Annual Periods** | | - | - | - |
| 2025 | 5,362,970 | 4,846 | 4,782 | 5,822/13,910 | 17,732/26,213 | 6,590/11,486 | - | - | - | - | - | - | - |
| 2026 | 4,362,507 | 3,837 | 3,835 | 2,353/1,817 | - | - | - | - | - | - | - | - | - |
| TOTALS | 35,849,925 | 37,224 | 33,304 | 16,490/104,540 | 49,077/307,006 | 67,242/339,082 | 74,656/345,137 | 66,685/411,680 | 50,775/395,341 | 64,766/343,745 | 35,547/269,961 | 36,433/206,075 | 10,149/149,356 |

* The origination period "2018" includes July 2018 through December 31, 2018. The origination period "2026" includes all of calendar year 2026 through September 30, 2026. Each remaining origination period includes the months of January through December in each respective period.

** The aggregate outstanding principal amount of individual pools can be obtained from the Trustee by telephone ((212) 815-2816).

**PRINCIPAL AMOUNT OF 25-YEAR DEBENTURES ACCELERATED/PREPAID**
**IN EACH SEMI-ANNUAL PERIOD SINCE ISSUANCE**
**AS OF SEPTEMBER 30, 2026**
(Dollars in thousands)

| Origination Period* | Original Principal Amount Issued** | # Debs. Issued | # Debs. Outstanding | Original Principal Amount of Debentures Accelerated/Prepaid In Each Semi-Annual Period since the Origination Period | | | | | | | | | |
|---|---|---|---|---|---|---|---|---|---|---|---|---|---|
| | | | | 11 | 12 | 13 | 14 | 15 | 16 | 17 | 18 | 19 | Total |
| 2018 | 343,331 | 410 | 260 | 0/6,020 | 0/2,637 | 0/5,411 | 1,442/7,724 | 2,841/11,819 | 0/2,369 | - | - | - | 7,128/114,272 |
| 2019 | 1,805,297 | 2,317 | 1,688 | 2,385/27,772 | 10,676/28,076 | 5,000/34,971 | 6,062/25,253 | 0/6,936 | - | - | - | - | 47,687/472,706 |
| 2020 | 3,534,445 | 4,335 | 3,494 | 10,342/50,533 | 8,390/51,081 | 0/14,739 | - | - | - | - | - | - | 47,416/682,041 |
| 2021 | 4,855,590 | 5,653 | 4,828 | 2,431/17,880 | - | - | - | - | - | - | - | - | 62,302/664,521 |
| 2022 | 6,196,372 | 6,743 | 5,973 | - | - | - | - | - | - | - | - | - | 113,977/632,014 |
| 2023 | 4,629,980 | 4,615 | 4,179 | - | - | - | **Future Semi-Annual Periods** | | - | - | - | - | 140,292/383,015 |
| 2024 | 4,759,433 | 4,468 | 4,265 | - | - | - | - | - | - | - | - | - | 70,090/163,149 |
| 2025 | 5,362,970 | 4,846 | 4,782 | - | - | - | - | - | - | - | - | - | 30,144/51,609 |
| 2026 | 4,362,507 | 3,837 | 3,835 | - | - | - | - | - | - | - | - | - | 2,353/1,817 |
| TOTALS | 35,849,925 | 37,224 | 33,304 | 15,158/102,205 | 19,066/81,794 | 5,000/55,121 | 7,504/32,977 | 2,841/18,755 | 0/2,369 | - | - | - | 521,389/3,165,144 |

* The origination period "2018" includes July 2018 through December 31, 2018. The origination period "2026" includes all of calendar year 2026 through September 30, 2026. Each remaining origination period includes the months of January through December in each respective period.

** The aggregate outstanding principal amount of individual pools can be obtained from the Trustee by telephone ((212) 815-2816).

## DESCRIPTION OF THE CERTIFICATES

The Certificates are authorized to be issued by Section 505 of the Small Business Investment Act and will be issued pursuant to an Amended and Restated Trust Agreement, dated as of June 14, 2018, as amended, among SBA, The Bank of New York Mellon, as Trustee, and Eagle Compliance, LLC, as Fiscal Agent of SBA (the "Trust Agreement"). Certain provisions of the Trust Agreement are summarized below. The summaries do not purport to be complete and are subject to, and qualified in their entirety by reference to, all of the provisions of the Trust Agreement, which are incorporated herein by reference. Article and Section references below correspond to the Trust Agreement. All references herein to the Trustee refer to The Bank of New York Mellon in its capacity as Trustee under the Trust Agreement.

### General

Pursuant to its statutory authority under Section 505 of the Small Business Investment Act, SBA has designated and appointed The Bank of New York Mellon as its agent for the purpose of issuing the Certificates. (Section 8.01)

The Certificates will evidence fractional undivided interests in the Pool. (Article I and Section 2.01) The fractional undivided interest of a Certificate is calculated by dividing the original principal amount stated on the face of the Certificate by the aggregate principal amount of Debentures in the Pool as of the date of original issuance. (Section 2.03) The Certificates will be transferable and exchangeable at the Corporate Trust Office of the Trustee. (Sections 5.04 and 5.07) A reasonable service charge may be charged for any registration of exchange or transfer of Certificates. (Section 5.04) *The Small Business Investment Act requires each seller of a Certificate, prior to any sale thereof, to disclose to a purchaser information on the terms, conditions and yield of such Certificate. Each Certificateholder, by virtue of its acquisition of a Certificate, will be deemed to agree to such requirements.*

Distributions of principal, premium, if any, and interest on the Certificates shall be made by the Trustee on each Payment Date, commencing on the date specified on the cover page of this Offering Circular, to the persons in whose name the Certificates are registered at the close of business on the 15th day of the month preceding a month in which a Payment Date occurs (the "Record Date"). Distributions on the Certificates will be made either by check mailed to the address of the person entitled thereto as it appears on the Certificate Register or by wire transfer in immediately available funds to the account of a Certificateholder at a bank or other entity having appropriate facilities therefor if such Certificateholder has so notified the Trustee in writing at least five business days prior to the applicable Payment Date and agreed to pay any reasonable fee of the Trustee in making such wire transfer. (Article I and Section 4.01)

### Purchase, Pooling and Exchange of Debentures; Issuance of Certificates

The Underwriters named on the cover page of this Offering Circular have agreed to purchase the Debentures and the related Debenture Guarantee Agreement from the Development Companies and to aggregate such Debentures and Debenture Guarantee Agreement into a pool; pursuant to a supplement to the Trust Agreement for the Pool, the Underwriters will then assign to The Bank of New York Mellon as Trustee without recourse all of their right, title and interest in and to such Debentures and Debenture Guarantee Agreement. In exchange therefor, The Bank of New York Mellon, as agent for SBA, will issue Certificates to or upon the order of the Underwriters. (Sections 2.01, 2.02 and 2.03)

### Reports to Certificateholders

With each distribution to Certificateholders, the Trustee shall furnish to each Certificateholder a statement setting forth:

(i) the amount of such distribution allocable to principal, separately identifying the aggregate amount of any Optional Prepayments or Acceleration Payments, if any, and any prepayment premiums included therein;

(ii) the amount of such distribution allocable to interest; and

(iii) the aggregate amount of such Certificateholder's fractional undivided interest in the aggregate principal balance of the Debentures constituting the Pool as of the Payment Date after giving effect to payments made and distributed on such date. (Section 4.02)

**Information Concerning Aggregate Principal Amount of Pool**

The Trustee will make publicly available by telephone ((212) 815-2816) or electronic means, upon request, information as of the immediately preceding Payment Date concerning the aggregate outstanding principal amount of Debentures in the Pool. (Section 4.03)

**Final Distribution to Certificateholders**

The final distribution of principal, prepayment premium, if any, and interest to Certificateholders shall be made only upon presentation and surrender of the Certificates at the office maintained by SBA for such purpose (which is currently the corporate trust office of the Trustee) and will include interest on the Debentures to the Payment Date on which such distribution is made available to Certificateholders. If the final distribution is to be made available on a date other than the stated maturity of the Debentures, the Trustee will give written notice of such termination to each Certificateholder, specifying the date on or after which Certificateholders may surrender their Certificates for payment and cancellation. Any distribution to be made to Certificateholders on a date other than the stated maturity of the Debentures will include interest to the Payment Date on which the final distribution is to be made available. If the final distribution is to be made on the stated maturity of the Debentures, no notice will be given to Certificateholders and final payment will be made upon presentation and surrender of the Certificates at the office maintained by SBA for such purpose. (Article IX)

**Book-Entry and Physical Certificates**

The Certificates will be issued in registered form (i) in the form of beneficial interests in one or more restricted global certificates (the "Book-Entry Certificates"), deposited with a custodian for The Depository Trust Company ("DTC" and, together with any successor depository, the "Depository") and (ii) upon request, in certificated form (the "Physical Certificates"). Such a request for Physical Certificates is made to the Trustee or a Participant or Indirect Participant (each as defined below), as applicable. The Book-Entry Certificates and Physical Certificates will generally be issued in denominations of $25,000 or any integral multiples of $1,000 in excess thereof. The registered holders of the Certificates are referred to as "Certificateholders" and the owners of beneficial interests in the Book-Entry Certificates as "Book-Entry Owners."

*Book-Entry Certificates.* Book-Entry Certificates will be deposited with DTC or its custodian and registered in the name of Cede & Co., as nominee of DTC. DTC is a limited purpose trust company organized under the laws of the State of New York, a member of the Federal Reserve System, a "clearing corporation" within the meaning of the New York Uniform Commercial Code and a "clearing agency" registered pursuant to Section 17A of the Securities Exchange Act of 1934, as amended. DTC was created to hold securities for its participating organizations ("Participants") and to facilitate the clearance and settlement of securities transactions between Participants through electronic book-entries, thereby eliminating the need for physical movement of certificates. Participants include securities brokers and dealers, banks, trust companies and clearing corporations. Indirect access to the DTC system also is available to others such as banks, brokers, dealers and trust companies that clear through or maintain a custodial relationship with a Participant, either directly or indirectly ("Indirect Participants").

Book-Entry Owners that are not Participants or Indirect Participants of DTC who desire to purchase, sell or otherwise transfer ownership of or other interests in Certificates may do so only through Participants and Indirect Participants. In addition, Book-Entry Owners will receive all distributions of principal of and interest on the Certificates through Participants, as described below. It is anticipated that the only "Certificateholder" of record of the Book-Entry Certificates will be Cede & Co., as nominee of DTC. Book-Entry Owners will not be recognized by the Trustee as Certificateholders, as such term is used in the Trust Agreement, and Book-Entry Owners will be permitted to exercise the rights of Certificateholders only indirectly through DTC and its Participants.

Under the rules, regulations and procedures creating and affecting DTC and its operations (the "Rules"), DTC is required to make book-entry transfers of Book-Entry Certificates among Participants on whose behalf it

acts with respect to the Book-Entry Certificates. Participants and Indirect Participants with which Book-Entry Owners have accounts with respect to the Certificates similarly are required to make book-entry transfers and receive and transmit such distributions on behalf of their respective Book-Entry Owners. Accordingly, although Book-Entry Owners will not hold physical certificates representing their interests in Book-Entry Certificates, the Rules provide a mechanism by which Book-Entry Owners will receive payments and will be able to transfer their interests in such Certificates.

***Because DTC can act only on behalf of Participants, who in turn act on behalf of Indirect Participants and certain banks, the ability of a Book-Entry Owner to pledge its interest in Certificates to persons or entities that do not participate in the DTC system, or to otherwise act with respect to such Certificates, may be limited due to the lack of a physical certificate.***

DTC generally will take any action permitted to be taken by a Certificateholder under the Trust Agreement only at the direction of one or more Participants to whose accounts with DTC interests in the Book-Entry Certificates are credited. DTC may take conflicting actions with respect to other undivided interests to the extent that such actions are taken on behalf of Participants whose holdings include such undivided interest.

None of SBA, the Underwriters and the Trustee will have any liability for any aspect of the records relating to or distributions made on account of beneficial ownership interests in the Book-Entry Certificates held by Cede & Co., as nominee for DTC, or for maintaining, supervising or reviewing any records relating to such beneficial ownership interests.

*Physical Certificates.* Ownership of certificates may be evidenced by Physical Certificates, registered in the name of the purchaser thereof or any nominee of such purchaser upon request of such purchaser to the Trustee or the purchaser's Participant or Indirect Participant, as applicable. Physical Certificates will also be issued to a Book-Entry Owner (or its nominee) at any time (subject to the rules and procedures of DTC) upon the request of such Book-Entry Owner to exchange its interest in a Book-Entry Certificate for a Physical Certificate or Certificates.

The holder of any Physical Certificate may exchange the same in whole or in part (in an original principal amount equal to $25,000 or any integral multiple of $1,000 in excess thereof) for other Physical Certificates or, if such holder is entitled to hold an interest in Book-Entry Certificates (subject to the rules and procedures of DTC), for a beneficial interest in Book-Entry Certificates by surrendering such Physical Certificate to the Trustee (and completing the form of transfer on the reverse thereof) together with any certificate or other required documentation. No service charge will be imposed for any registration of transfer or exchange.

*Book-Entry Distributions.* Distributions of principal of and interest on the Book-Entry Certificates will be made to Cede & Co. as the registered owner of the Book-Entry Certificates. Book-Entry Owners will receive all distributions of principal and interest through Participants. It is expected that Cede & Co., upon receipt of any distribution of principal or interest in respect of a Book-Entry Certificate held by it, as nominee for DTC, will immediately credit Participants' accounts with amounts proportionate to their respective beneficial interests in such Book-Entry Certificate as shown on the records of Cede & Co. It is also expected that distributions by Participants to Book-Entry Owners will be governed by standing instructions and customary practices, as is now the case with securities held for the accounts of customers registered in the names of nominees for such customers. Such distributions will be the responsibility of such Participants. Under a book-entry format, therefore, Book-Entry Owners may experience some delay in their receipt of payments since such payments will be forwarded by the Trustee to Cede & Co., and by Cede & Co. to Participants, which thereafter will forward them to Indirect Participants or Book-Entry Owners.

## YIELD, PREPAYMENT AND WEIGHTED AVERAGE LIFE

### General

The yields of the Certificates will be affected by the rate of principal payments on the Debentures. The anticipated frequency and amount of principal prepayments on the Debentures are difficult to predict and may be influenced by a variety of factors. The Debentures are subject to prepayment either as an optional prepayment or as the result of an acceleration of the maturity of the Debentures by the SBA resulting in accelerated payments.

- Each twenty-year Debenture may be prepaid in whole but not in part, on any April 1 and October 1, commencing April 1, 2027. The initial prepayment price is 105.780% of the principal amount of such Debenture. The prepayment price declines annually and ratably to 100% of the principal amount then outstanding on April 1, 2037, together with accrued interest to the first of April or October, as applicable. See "Description of the Debentures—Optional Prepayments."

- Each twenty-five-year Debenture may be prepaid in whole but not in part, on any April 1 and October 1, commencing April 1, 2027. The initial prepayment price is 105.850% of the principal amount of such Debenture. The prepayment price declines annually and ratably to 100% of the principal amount then outstanding on April 1, 2037, together with accrued interest to the first of April or October, as applicable. See "Description of the Debentures—Optional Prepayments."

- Upon the occurrence of certain events of default, SBA may accelerate the maturity of a Debenture and make payments in full of such Debenture pursuant to its guarantee. The amount of such acceleration payment will be equal to 100% of the principal amount then outstanding on the Debenture being accelerated plus interest to April 1 and October 1 following the acceleration. Acceleration payments will be distributed pro rata to Certificateholders on April 1 and October 1 on which such payment is made. See "Description of the Debentures."

Economic, financial and regulatory conditions are unpredictable and influence the timing and number of accelerations and prepayments. Therefore, the rate and amount of prepayments of principal, if any, to the Certificates as a result of optional prepayments or acceleration payments cannot be predicted and may vary from historical accelerations and prepayment experience described under "Description of the Debentures—Acceleration and Prepayment Experience" in the Offering Circular.

The amount of optional prepayments may be influenced by a variety of economic factors. In general, if prevailing interest rates fall below the interest rates on the Debentures, the Debentures are likely to be subject to higher rates of prepayments than if prevailing rates remain at or above the interest rates on the Debentures. Conversely, if prevailing interest rates rise above the interest rates on the Debentures, the rate of prepayment would be expected to decrease. In addition, acceleration payments may result upon the occurrence of the events of default described under "Description of the Debentures—Acceleration of Debentures" in the Offering Circular. The rate at which acceleration payments are experienced may be influenced by a variety of economic factors including but not limited to weakening of national, regional and local economic conditions, changes or continued weakness in specific industry segments or the capability of management of a borrower.

In general, the earlier a prepayment of principal of the Debentures, the greater the effect on an investor's yield. The effect on an investor's yield of principal payments occurring at a rate higher (or lower) than the rate anticipated by the investor during the period immediately following the issuance of the Certificates may not be offset by a subsequent like decrease (or increase) in the rate of principal payments. In addition, if the purchaser of a Certificate purchased at a discount from its principal balance calculates its anticipated yield to maturity (or early termination) based on an assumed rate of payment of principal that is faster than that actually experienced on the related Debentures, the actual yield may be lower than that so calculated. Conversely, if the purchaser of a Certificate purchased at a premium calculates its anticipated yield based on an assumed rate of payment of principal that is slower than that actually experienced on the related Debentures, the actual yield may be lower than that so calculated.

**Weighted Average Life**

Weighted average life refers to the average amount of time that will elapse from the specified date of a security to the date of distribution to the investor of each dollar distributed in net reduction of principal of such security (assuming no losses). The weighted average lives of the Certificates will be influenced by principal prepayments.

Prepayments on Debentures are commonly measured relative to a constant prepayment standard or model. The model used in this Offering Circular for the Debentures is the constant prepayment model or "CPR," which represents an assumed rate of prepayment each semi-annual period relative to the then outstanding principal balance of the Debentures for the life of such Debentures. CPR does not purport to be either a historical description of the prepayment experience of the Debentures or a prediction of the anticipated rate of prepayment of any Debentures, including the Debentures to be included in this transaction.

Historical prepayment trends are reflected in the tables under "Descriptions of the Debentures—Acceleration and Prepayment Experience." However, as described below, it is unlikely that the Debentures will prepay at a constant rate until maturity. For purposes of the table below, the weighted average lives ("WAL") of the Series 2026-20 J and Series 2026-25 J Certificates are shown at the indicated percentages of CPR:

| | **WAL (Years)** | |
|---|---|---|
| **CPR** | **Series 2026-20 J** | **Series 2026-25 J** |
| 0% | 12.07 | 15.62 |
| 3% | 9.83 | 12.04 |
| 5% | 8.64 | 10.27 |
| 7% | 7.65 | 8.86 |
| 10% | 6.45 | 7.23 |
| 15% | 5.00 | 5.40 |

The weighted average life information set forth above was prepared based on the following modeling assumptions:

(1) the principal balance of the Series 2026-20 J Certificates is $11,364,000 and the principal balance of the Series 2026-25 J Certificates is $457,367,000;

(2) each Debenture provides for level payments of principal and interest semi-annually over its 20- or 25-year term, as applicable, each of which is timely received on the first day of April and October of each year, commencing April 1, 2027;

(3) principal prepayments are received in full on the first day of April or October of each year, commencing April 1, 2027;

(4) all payments are made on the Debentures;

(5) distributions on the Certificates will be distributed pro rata semi-annually over the term of the Certificates on each April 1 and October 1, commencing April 1, 2027;

(6) the rate on the Series 2026-20 J Certificates and related Debentures will be 5.78% and the rate on the Series 2026-25 J Certificates and related Debentures will be 5.85% with interest accruing on a semi-annual basis; and

(7) the Certificates will be issued on or about October 14, 2026, and the principal balances listed in (1) above are as of the date of issue.

The actual prepayment experience and therefore performance of the Debentures will differ from the assumptions used above, which are hypothetical in nature and are provided only to give a general sense of how the principal cash flows might behave under the given prepayment scenarios. For example, it is not expected that the Debentures will prepay at a constant rate until maturity. Any difference between such assumptions and the actual prepayment experience and performance of the Debentures will cause the weighted average lives of the Certificates to differ (which difference could be material).

The weighted average life of the Certificates is determined by (i) multiplying the net reduction, if any, of the applicable principal balance by the number of years from the distribution date indicated in (7) above to the related distribution date, (ii) adding the results and (iii) dividing the sum by the aggregate of the net reductions of principal balance described in (i) above.

## FULL FAITH AND CREDIT GUARANTEE

Pursuant to Section 503 of the Small Business Investment Act, SBA guarantees the timely payment of all principal and interest due on each Debenture (the "503 Guarantee"). The full faith and credit of the United States is pledged to the 503 Guarantee. If a Development Company fails to make a payment of principal and interest due on a Debenture by a Payment Date, SBA shall make payment of the necessary amount by such Payment Date pursuant to its 503 Guarantee.

Pursuant to Section 505 of the Small Business Investment Act, SBA guarantees to Certificateholders the timely distribution of all payments received on the Debentures (the "505 Guarantee"). The full faith and credit of the United States is pledged to the 505 Guarantee.

Collectively, the 503 Guarantee and the 505 Guarantee form SBA's guarantee of all payments of principal and interest due on the Debentures and the timely distribution of all payments received to Certificateholders. The 503 Guarantee and the 505 Guarantee are sometimes collectively referred to herein and hereinafter as the "Guarantee." The payment of any prepayment premium is not subject to the Guarantee.

The Guarantee is backed by the full faith and credit of the United States and will be performed through payments from the Business Loan Guarantee Financing Account, which is backed by SBA's permanent and definite authority to borrow from the United States Treasury to satisfy all outstanding obligations of SBA.

## LEGALITY OF INVESTMENT

The Certificates are acceptable as security for the deposit of public moneys subject to the control of the United States or any of its officers, agents or employees, and are eligible as collateral for Treasury Tax and Loan Accounts. National banks and, if permitted by applicable state law, state banks which are members of the Federal Reserve System may deal in, underwrite and purchase the Certificates for their own account without limitation. The Certificates are legal investments for federal savings and loan associations and federal savings banks. The Certificates are legal investments for federal credit unions. The Certificates are legal investments for surplus and reserve funds of Federal Home Loan Banks to the same extent as the Certificates are legal investments for fiduciary and trust funds under the laws of the state in which the Federal Home Loan Bank is located. The Certificates are eligible (in the discretion of each Federal Reserve Bank) as security for advances to depository institutions by Federal Reserve Banks.

Under the laws of many states, the Certificates are legal for investment by savings banks, savings and loan associations, credit unions, insurance companies, trustees and other fiduciaries.

The Certificates are "exempted securities" within the meaning of the Securities Exchange Act of 1934, as amended.

## TAX STATUS

The following is a general discussion of certain of the anticipated United States federal income tax consequences of the purchase, ownership and disposition of the Certificates under the Code, without consideration of the particular facts and circumstances of each prospective investor's special tax situation. The

discussion addresses only a beneficial owner that acquires a Certificate at original issuance and that holds the Certificate as a capital asset, and does not address a taxpayer that is not a "United States Person" (as defined below). The discussion is based on interpretations of laws, regulations, rulings and decisions, all of which are subject to change. Any such change may be applied retroactively and may adversely affect the federal income tax consequences described herein. Such discussion is not binding on the IRS, which may take a contrary view as to the matters discussed herein.

**This discussion is not intended or written to be used, and cannot be used, for the purpose of avoiding United States federal income tax penalties. Accordingly, each prospective investor is urged to consult its own tax advisor with respect to the United States federal income tax consequences of holding a Certificate, as well as any consequences arising under the laws of any other taxing jurisdiction.**

*United States Persons.* A "United States Person" is a citizen or resident of the United States, an entity treated for United States federal income tax purposes as a corporation or partnership organized in or under the laws of the United States or any state thereof, including, for this purpose, the District of Columbia (other than an entity treated for United States federal income tax purposes as a partnership that is not treated as a United States Person under any applicable Treasury regulations), or an estate the income of which is includable in gross income for United States federal income tax purposes regardless of its source; or a trust if a court within the United States is able to exercise primary supervision over the administration of the trust and one or more United States Persons has the authority to control all substantial decisions of the trust. Notwithstanding the preceding sentence, to the extent provided in Treasury regulations, certain trusts in existence on August 20, 1996, and treated as United States Persons prior to such date, that elect to continue to be treated as United States Persons, also will be United States Persons.

*The Pool.* The IRS has issued a number of revenue rulings regarding the characterization, for federal income tax purposes, of pooling arrangements. Based on these rulings, the Pool will be classified for such purposes as a "grantor" trust of which the beneficial owners of the Certificates are the grantors. As a consequence, the Pool will not be subject to federal income tax, and each beneficial owner of a Certificate will be treated for federal income tax purposes as the beneficial owner of a fractional undivided interest in the corpus of the Pool and the income and deductions allocable to such interest. Each beneficial owner of a Certificate will be required to report on its federal income tax returns, consistent with its method of accounting, such income, including interest and, as discussed below, the portion of any Optional Prepayment or Acceleration Payment which exceeds its basis in its Certificate allocable to the Debenture being prepaid, as well as any amount paid by SBA as interest under its Guarantee.

The Trustee will furnish to each Certificateholder a statement with respect to each distribution, setting forth the amount of such distribution allocable to principal and interest and the source thereof. In addition, the Trustee will furnish, within a reasonable time after the end of each calendar year, to each person who was a Certificateholder at any time during such year, a statement setting forth such Certificateholder's share of interest received.

*Prepayment Price.* The portion of the prepayment price (including any prepayment premium) received by any beneficial owner of a Certificate in excess of the beneficial owner's basis allocable to the Debenture that is being prepaid will be treated as capital gain (assuming the Certificate is a capital asset in the hands of the beneficial owner).

*Characterization of Certificates.* Ownership of the Certificates will be treated as ownership, for federal income tax purposes, of (i) "obligations of the United States" within the meaning of Section 7701 (a)(19)(C)(ii) of the Code, relating to the definition of federal and domestic savings and loan associations and certain other financial institutions; (ii) "government securities" within the meaning of Section 851(b)(3) of the Code, relating to the definition of regulated investment companies; and (iii) "government securities" within the meaning of Section 856(c)(4)(A) of the Code, relating to the definition of real estate investment trusts. Income from the Certificates, for federal income tax purposes, will be treated as income from "obligations of the United States or of any agency or instrumentality thereof" within the meaning of Section 895 of the Code, relating to the exemption from withholding tax for foreign central banks of issue in certain circumstances, but will not be treated

as interest on "obligations secured by mortgages on real property or on interests in real property" within the meaning of Section 856(c)(3)(B) of the Code, relating to the definition of real estate investment trusts.

*State and Local Taxes.* Under Title 31, Section 3124 of the United States Code, as amended, "obligations of the United States" are exempt from state, municipal or local taxes, other than estate or inheritance taxes and nondiscriminatory taxes or other non-property taxes imposed on corporations. The United States Supreme Court in 1987 held that certain federally guaranteed trust or pool certificates should not be treated as "obligations of the United States" for purposes of Section 3124, principally because such certificates are secondary, and not primary, obligations of the United States. *Rockford Life Insurance Co. v. Illinois Department of Revenue,* 482 U.S. 182 (1987). The Certificates issued by the agent of SBA, which is an instrumentality of the United States, arguably can be distinguished from the guaranteed certificates under consideration in *Rockford,* which were issued by a private entity. However, the Certificates may be considered to be merely guaranteed by SBA and not clearly direct and certain obligations of SBA. At least one court has held that certificates with a similar SBA guarantee do not constitute "obligations of the United States" for purposes of Section 3124. *Sumitomo Trust & Banking Co. v. Commissioner of Taxation & Finance*, 720 N.Y.S.2d 251 (2001). Accordingly, although there are some factual distinctions between the Certificates and the guaranteed certificates in *Rockford,* no opinion is expressed regarding the treatment of the Certificates under Section 3124. Nevertheless, the laws of particular states may specifically exempt federally guaranteed securities from some state and local taxes, and prospective investors are urged to consult their own tax advisors to determine the tax treatment of the Certificates in their states.

*Sale or Other Disposition.* If a beneficial owner of a Certificate sells, exchanges or otherwise disposes of a Certificate, the beneficial owner of the Certificate will recognize gain or loss in an amount equal to the difference between the amount realized by the beneficial owner upon the sale, exchange or other disposition and the beneficial owner's adjusted tax basis in the Certificate. The adjusted tax basis of a Certificate to a particular beneficial owner generally will equal the beneficial owner's cost for the Certificate, increased by any discount previously included by such beneficial owner in income with respect to the Certificate and decreased by the amount of principal payments previously received by such beneficial owner with respect to the Certificate. Any such gain or loss will be capital gain or loss if the Certificate was held as a capital asset, except for gain representing accrued interest and accrued discount not previously included in income. Capital losses generally may be used only to offset capital gains.

*Backup Withholding.* A backup withholding tax may be imposed on any reportable payment unless the recipient (i) has furnished under penalties of perjury an accurate taxpayer identification number or (ii) is exempt from the backup withholding provisions of the Code. Corporations and certain other entities are, and individuals are not, exempt from the backup withholding provisions. In the case of an individual, the individual's social security number is his or her taxpayer identification number. A reportable payment would include interest payments to a beneficial owner of a Certificate and proceeds from the sale of a Certificate to or through a broker or dealer in securities prior to the maturity of the underlying Debentures. A reportable payment also would include proceeds from the retirement of an underlying Debenture, paid or credited to an account by a broker or dealer in securities. Any amount withheld under the backup withholding rules from a reportable payment to a beneficial owner of a Certificate would be allowed as a refundable credit against the beneficial owner's United States federal income tax, provided that the required information is furnished to the IRS.

## PURCHASES BY EMPLOYEE BENEFIT PLANS—ERISA CONSIDERATIONS

The Department of Labor (the "DOL") issued a prohibited transaction exemption (Prohibited Transaction Exemption ("PTE") 2001-32; Exemption Application No. D-10926, 66 Fed. Reg. 46,823 (November 7, 2001)) as amended by PTE 2006-18; Exemption Application No. D-11392, 71 Fed. Reg. 67,915 (November 24, 2006) (collectively, the "Exemption") that generally exempts from the application of the prohibited transaction provisions of Sections 406(a) and 407(a) of the Employee Retirement Income Security Act of 1974 ("ERISA"), and the sanctions resulting from the application of Section 4975(a) and (b) of the Code, certain transactions relating to the servicing, management and operation of trusts holding assets such as the Debentures created pursuant to the Trust Agreement (the "Trust") and the purchase, sale and holding of certificates such as the Certificates, provided that certain conditions set forth in the Exemption are satisfied.

The Exemption sets forth several general conditions that must be satisfied for a transaction involving the purchase, sale and holding of Certificates to be eligible for exemptive relief thereunder. The Certificates, and the terms of the sale and purchase of the Certificates set forth in this Offering Circular, should satisfy those general conditions.

The Exemption also provides relief from certain self-dealing/conflict of interest prohibited transactions that may arise under Sections 406(b)(1) and 406(b)(2) of ERISA (as well as from the sanctions resulting from the application of Sections 4975(a) and 4975(b) of the Code, by reason of Section 4975(c)(1)(E) of the Code) when a fiduciary causes an employee benefit plan, plan or account subject to Title I of ERISA, Section 4975 of the Code or an entity deemed to hold "plan assets" of any such employee benefit plan, plan or account (each, a "Plan") to invest in the Certificates only if: (1) the fiduciary (or its affiliate) is an obligor with respect to no more than five percent of the fair market value of the Notes underlying the Debentures related to the Certificates; (2) the Plan's investment in the Certificates does not exceed twenty-five percent of all of the Certificates outstanding at the time of the acquisition; (3) immediately after the acquisition, no more than twenty-five percent of the assets of any Plan for which the fiduciary serves as a fiduciary are invested in Certificates representing an interest in the Trust containing assets sold or serviced by the same entity; (4) in the case of an acquisition of Certificates in connection with their initial issuance, at least 50% of the Certificates in which Plans have invested and at least 50% of the aggregate interest in the Certificates is acquired by persons independent of the Restricted Group; and (5) the Plan is not an Excluded Plan. A "Fiduciary" is any person who has discretionary authority or control respecting the management or disposition of assets of a Plan, and any person who provides investment advice for those assets for a fee. An "Excluded Plan" is one that is sponsored by a member of the "Restricted Group," which consists of the trustee, each underwriter, the SBA, the fiscal agent, the selling agent, the central servicing agent, any obligor with respect to loans relating to Debentures included in the Trust constituting more than 5 percent of the aggregate unamortized principal balance of the assets of the Trust on the date of the initial issuance of the Certificates and any affiliate of any such persons.

A fiduciary of a Plan contemplating purchasing a Certificate must make its own determination that the general conditions set forth above will be satisfied for that Certificate.

The Exemption may provide an exemption from the restrictions imposed by Sections 406(a) and 407(a) of ERISA (as well as the sanctions resulting from the application of Sections 4975(a) and (b) of the Code by reason of Sections 4975(c)(1)(A) through (D) of the Code) in connection with the direct or indirect sale, exchange, transfer, holding or the direct or indirect acquisition or disposition in the secondary market of Certificates by Plans. However, no exemption is provided from the restrictions of Sections 406(a)(1)(E), 406(a)(2) and 407 of ERISA for the acquisition or holding of a Certificate on behalf of an Excluded Plan by any person who has discretionary authority or renders investment advice with respect to the assets of that Excluded Plan.

Further, if certain specific conditions of the Exemption are satisfied, the Exemption may provide an exemption from the restrictions imposed by Sections 406(a), 406(b) and 407(a) of ERISA, and the taxes imposed by Sections 4975(a) and (b) of the Code by reason of Section 4975(c) of the Code for transactions in connection with the servicing, management and operation of the trust fund. The SBA expects that the specific conditions of the Exemption required for this purpose will be satisfied for the Certificates so that the Exemption would provide an exemption from the restrictions imposed by Sections 406(a), 406(b) and 407(a) of ERISA (as well as the sanctions resulting from the application of Sections 4975(a) and (b) of the Code by reason of Section 4975(c) of the Code) for transactions in connection with the servicing, management and operation of the Trust, provided that the general conditions of the Exemption are satisfied.

The Exemption also may provide an exemption from the restrictions imposed by Sections 406(a) and 407(a) of ERISA, and the sanctions resulting from the application of Sections 4975(a) and (b) of the Code by reason of Sections 4975(c)(1)(A) through (D) of the Code if those restrictions are deemed to otherwise apply merely because a person is deemed to be a "party in interest" (within the meaning of Section 3(14) of ERISA) or a "disqualified person" (within the meaning of Section 4975(e)(2) of the Code) with respect to an investing Plan by virtue of providing services to the Plan (or by virtue of having certain specified relationships to that person) solely as a result of the Plan's ownership of Certificates.

Any Plan fiduciary that proposes to cause a Plan to purchase Certificates should consult with its counsel with respect to the potential applicability of ERISA and the Code to that investment, the availability of the exemptive relief provided in the Exemption and the potential applicability of any other prohibited transaction exemption in connection therewith.

Any Plan fiduciary considering whether to purchase a Certificate on behalf of a Plan should consult with its counsel regarding the application of the DOL regulations Section 2510.3-101 and the fiduciary responsibility and prohibited transaction provisions of ERISA and the Code to that investment.

The sale of Certificates to a Plan is in no respect a representation by the SBA or the Underwriters that the investment meets all relevant legal requirements for investments by Plans generally or any particular Plan, or that the investment is appropriate for Plans generally or any particular Plan.

## INVESTMENT COMPANY ACT

Upon issuance of the Certificates, counsel to the Underwriters will deliver its opinion generally to the effect that the Pools are not required to register under the Investment Company Act of 1940, as amended (the "Investment Company Act"), by reason of the exclusion provided by Section 2(b) of the Investment Company Act, although other exemptions or exclusions may be available. The Pools are being structured so as not to constitute "covered funds" for purposes of Section 619 under the Dodd-Frank Act (the "Volcker Rule").

## UNDERWRITING

Stifel, Nicolaus & Company, Incorporated and BofA Securities, Inc. (the "Underwriters") have severally agreed, subject to the terms and conditions of the Debenture Purchase, Pooling and Exchange Agreement between Eagle Compliance, LLC (as agent for the Development Companies) and the Underwriters, to purchase the Debentures and the related Debenture Guarantee Agreements and to exchange such Debentures and Debenture Guarantee Agreements for $11,364,000 principal amount of Series 2026-20 J Certificates and $457,367,000 principal amount of Series 2026-25 J Certificates.

The Underwriters have advised SBA and The Bank of New York Mellon that sales of Certificates to certain dealers may be made at a concession not in excess of 0.30% of the principal amount thereof and that the Underwriters may allow, and such dealers may reallow, discounts not in excess of 0.10% of the principal amount of the Certificates to certain other dealers. After the initial public offering, the price to public, concession and reallowance may be changed.

The Underwriters are permitted to engage in certain transactions that stabilize the price of the Certificates. Such transactions consist of bids or purchases for the purpose of pegging, fixing or maintaining the price of the Certificates.

If the Underwriters create a short position in the Certificates in connection with the offering, i.e., if they sell Certificates with a principal amount greater than that set forth on the cover page of this Offering Circular, such Underwriters may reduce that short position by purchasing Certificates in the open market. In general, purchases of a security for the purpose of stabilization or to reduce a short position could cause the price of the security to be higher than it might be in the absence of such purchases.

Neither SBA nor either of the Underwriters makes any representation or prediction as to the direction or magnitude of any effect that the transactions described above may have on the price of the Certificates. In addition, neither SBA nor either of the Underwriters makes any representation that such Underwriters will engage in such transactions or that such transactions, once commenced, will not be discontinued without notice.

## LEGAL MATTERS

The validity of the Certificates offered hereby will be passed upon for SBA by the Office of the General Counsel of SBA; and for the Underwriters by Morgan, Lewis & Bockius LLP, Washington, D.C.

## AVAILABLE INFORMATION

This Offering Circular contains a summary of the material terms of the Certificates and the Trust Agreement. Any statements made herein are qualified in their entirety by reference to the more detailed information contained in the above documents, which are available to Certificateholders or designees thereof for reasonable inspection and limited copying from the Trustee at 101 Barclay Street, 11th Floor, New York, New York 10286, (212) 815-6374.

**No dealer, salesman or other person is authorized to give any information or to make any representation other than the information and representations contained in this Offering Circular. Delivery of this Offering Circular does not imply that the information contained in it is correct at any time after its date.**

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**TABLE OF CONTENTS**


**Page**

Offering Circular Summary ..... 2

Risk Factors ..... 5

Description of the SBA Development Company Program ..... 7

COVID-19 Related Changes to the SBA Development Company Program ..... 9

Description of the Debentures ..... 10

Description of the Certificates ..... 19

Yield, Prepayment and Weighted Average Life ..... 22

Full Faith and Credit Guarantee ..... 24

Legality of Investment ..... 24

Tax Status ..... 24

Purchases by Employee Benefit Plans–ERISA Considerations ..... 26

Investment Company Act ..... 28

Underwriting ..... 28

Legal Matters ..... 28

Available Information ..... 29


**$468,731,000**
(Approximate)

# U.S. Government Guaranteed Development Company Participation Certificates

**Guaranteed by the**

# U.S. SMALL BUSINESS ADMINISTRATION

**$11,364,000**
**5.78% Series 2026-20 J**
**Due October 1, 2046**

**$457,367,000**
**5.85% Series 2026-25 J**
**Due October 1, 2051**

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# OFFERING CIRCULAR

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STIFEL, NICOLAUS & CO., INC.

BOFA SECURITIES

**October 8, 2026**