

0001193125-25-0085276-K BANK OF MONTREAL /CAN/ 2025011720250117172830172830 0 0001193125-25-0085276-K 3 20250117 20250117 20250117 BANK OF MONTREAL /CAN/ 0000927971 6029 000000000 A6 1031 6-K 34 001-13354 25539692 1 FIRST CANADIAN PLACE TORONTO A6 M5X 1A1 416-867-7277 1 FIRST CANADIAN PLACE TORONTO A6 M5X 1A1 6-K 1 d923067d6k.htm 6-K 6-K Â UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 FORM 6-K Report of Foreign Private Issuer Pursuant to Rule 13a-16 or 15d-16 of the Securities Exchange Act of 1934 Â For the month of: January, 2025 Â Commission File Number: 001-13354 BANK OF MONTREAL (Name of Registrant) Â 100 King Street West Â 129 rue Saint-Jacques 1 First Canadian Place Â Montreal, Quebec Toronto, Ontario Â Canada, H2Y 1L6 Canada, M5X 1A1 Â (Executive Offices) Â (Head Office) Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F: Form 20-Fâ€,â€fâ€fform 40-Fâ€,â€' Â INCORPORATION BY REFERENCE The information contained in this Form 6-K and any exhibits hereto shall be deemed filed with the Securities and Exchange Commission (â€œSECâ€) solely for purposes of incorporation by reference into and as part of the following registration statements of the registrant on file with and declared effective by the SEC: Â 1. Registration Statement â€ Form F-3 â€ File No.Â 333-214934 Â 2. Registration Statement â€ Form F-3 â€ File No.Â 333-264388 Â 3. Registration Statement â€ Form S-8 â€ File No.Â 333-191591 Â 4. Registration Statement â€ Form S-8 â€ File No.Â 333-180968 Â 5. Registration Statement â€ Form S-8 â€ File No.Â 333-177579 Â 6. Registration Statement â€ Form S-8 â€ File No.Â 333-177568 Â 7. Registration Statement â€ Form S-8 â€ File No.Â 333-176479 Â 8. Registration Statement â€ Form S-8 â€ File No.Â 333-175413 Â 9. Registration Statement â€ Form S-8 â€ File No.Â 333-175412 Â 10. Registration Statement â€ Form S-8 â€ File No.Â 333-113096 Â 11. Registration Statement â€ Form S-8 â€ File No.Â 333-14260 Â 12. Registration Statement â€ Form S-8 â€ File No.Â 33-92112 Â 13. Registration Statement â€ Form S-8 â€ File No.Â 333-207739 Â 14. Registration Statement â€ Form S-8 â€ File No.Â 333-237522 Â 15. Registration Statement â€ Form S-8 â€ File No.Â 333-276007 Â EXHIBIT INDEX Â Exhibit Â Description of Exhibit 99.1 Â Press Release â€ Bank of Montreal Receives Regulatory Approvals for Normal Course Issuer Bid SIGNATURES Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized. Â BANK OF MONTREAL Â By: Â /s/ Tayfun Tuzun Â Name: Â Tayfun Tuzun Â Title: Â Chief Financial Officer Date: JanuaryÂ 17, 2025 Â By: Â /s/ Paul V. Noble Â Name: Â Paul V. Noble Â Title: Â Corporate Secretary EX-99.1 2 d923067dex991.htm EX-99.1 Exhibit 99.1 Â News Â FOR IMMEDIATE RELEASE Bank of Montreal Receives Regulatory Approvals for Normal Course Issuer Bid TORONTO, JanuaryÂ 17, 2025 â€ Bank of Montreal (TSX:BMO)(NYSE:BMO) today announced that it has received approvals from the Toronto Stock Exchange (TSX) and the Office of the Superintendent of Financial Institutions Canada (OSFI) to proceed with its previously-announced normal course issuer bid to purchase, for cancellation, up to 20Â million of its common shares, commencing January 22, 2025, and ending no later than January 21, 2026. Purchases under the bid may be made through the facilities of the TSX and may also be made through other designated exchanges and alternative Canadian trading systems or by such other means as may be permitted by a securities regulatory authority, including under automatic purchase plans, block purchases, private agreements or share repurchase programs under exemption orders issued by securities regulatory authorities. The maximum number of common shares that may be repurchased under the normal course issuer bid represents approximately 2.7Â per cent of the Bankâ€™s â€œpublic floatâ€ (as such term is defined in the TSX Company Manual) of common shares. The Bank established an automatic securities purchase plan on January 9, 2025 under which its broker, BMO Nesbitt Burns Inc., may at certain points in time purchase its common shares pursuant to the bid within a defined set of criteria. The actual number of common shares purchased under the bid, the timing of purchases and the price at which the common shares are bought will depend upon management discretion based on factors such as market conditions and capital adequacy. The purchase price for any common shares repurchased by the Bank under the bid will be market price at the time of acquisition. There were 729,953,297 Bank of Montreal common shares issued and outstanding as at JanuaryÂ 6, 2025, and the public float was 729,689,561 common shares. The average daily trading volume for the six months ended DecemberÂ 31, 2024, and the daily maximum number of common shares available for purchase, calculated pursuant to the rules of the TSX for the purposes of the bid, were 3,072,276 and 768,069 common shares, respectively. Caution Regarding Forward-Looking Statements Bank of Montrealâ€™s public communications often include written or oral forward-looking statements. Statements of this type are included in this press release and may be included in other filings with Canadian securities regulators or the U.S. Securities and Exchange Commission, or in other communications. All such statements are made pursuant to the â€œsafe harborâ€ provisions of, and are intended to be forward-looking statements under, the United States Private Securities Litigation Reform Act of 1995 and any applicable Canadian securities legislation. Forward-looking statements in this press release may include but are not limited to statements with respect to BMOâ€™s normal course issuer bid. Forward-looking statements are typically identified by words such as â€œwillâ€, â€œwouldâ€, â€œshouldâ€, â€œbelieveâ€, â€œexpectâ€, â€œanticipateâ€, â€œprojectâ€, â€œintendâ€, â€œestimateâ€, â€œplanâ€, â€œcommitâ€, â€œtargetâ€, â€œmayâ€, â€œscheduleâ€, â€œforecastâ€, â€œoutlookâ€, â€œseekâ€ and â€œcouldâ€ or negative or grammatical variations thereof. By their nature, forward-looking statements require us to make assumptions and are subject to inherent risks and uncertainties, both general and specific in nature. There is significant risk that predictions, forecasts, conclusions or projections will not prove to be accurate, that our assumptions may not be correct, and that actual results may differ materially from such predictions, forecasts, conclusions or projections. We caution readers of this press release not to place undue reliance on our forward-looking statements, as a number of factors â€ many of which are beyond our control and the effects of which can be difficult to predict â€ could cause actual future results, conditions, actions or events to differ materially from the targets, expectations, estimates or intentions expressed in the forward-looking statements. The future outcomes that relate to forward-looking statements may be influenced by many factors, including, but not limited to: general economic and market conditions in the countries in which we operate, including labour challenges and changes in foreign exchange and interest rates; changes to our credit ratings; cyber and information security, including the threat of data breaches, hacking, identity theft and corporate espionage, as well as the possibility of denial of service resulting from efforts targeted at causing system failure and service disruption; technology resilience, innovation and competition; failure of third parties to comply with their obligations to us; political conditions, including changes relating to, or affecting, economic or trade matters; disruptions of global supply chains; environmental and social risk, including climate change; the Canadian housing market and consumer leverage; inflationary pressures; changes in laws, including tax legislation and interpretation, or in supervisory expectations or requirements, including capital, interest rate and liquidity

requirements and guidance, and the effect of such changes on funding costs and capital requirements; changes in monetary, fiscal or economic policy; weak, volatile or illiquid capital or credit markets; the level of competition in the geographic and business areas in which we operate; exposure to, and the resolution of, significant litigation or regulatory matters, the appeal of favourable outcomes and our ability to successfully appeal adverse outcomes of such matters and the timing, determination and recovery of amounts related to such matters; the accuracy and completeness of the information we obtain with respect to our customers and counterparties; our ability to execute our strategic plans, complete proposed acquisitions or dispositions and integrate acquisitions, including obtaining regulatory approvals, and realize any anticipated benefits from such plans and transactions; critical accounting estimates and judgments, and the effects of changes in accounting standards, rules and interpretations on these estimates; operational and infrastructure risks, including with respect to reliance on third parties; global capital markets activities; the emergence or continuation of widespread health emergencies or pandemics, and their impact on local, national or international economies, as well as their heightening of certain risks that may affect our future results; the possible effects on our business of war or terrorist activities; natural disasters, such as earthquakes or flooding, and disruptions to public infrastructure, such as transportation, communications, power or water supply; and our ability to anticipate and effectively manage risks arising from all of the foregoing factors. We caution that the foregoing list is not exhaustive of all possible factors. Other factors and risks could adversely affect our results. For more information, please refer to the discussion in the Risks That May Affect Future Results section, and the sections related to credit and counterparty, market, insurance, liquidity and funding, operational non-financial, legal and regulatory, strategic, environmental and social, and reputation risk in the Enterprise-Wide Risk Management section of BMO's 2024 Annual MD&A, as updated by quarterly reports, all of which outline certain key factors and risks that may affect our future results. Investors and others should carefully consider these factors and risks, as well as other uncertainties and potential events, and the inherent uncertainty of forward-looking statements. We do not undertake to update any forward-looking statements, whether written or oral, that may be made from time to time by the organization or on its behalf, except as required by law. The forward-looking information contained in this press release is presented for the purpose of assisting shareholders and analysts in understanding our financial position as at and for the periods ended on the dates presented, as well as our strategic priorities and objectives, and may not be appropriate for other purposes. Material economic assumptions underlying the forward-looking statements contained in this press release include those set out in the Economic Developments and Outlook and Allowance for Credit Losses sections of BMO's 2024 Annual MD&A, as updated by quarterly reports. Assumptions about the performance of the Canadian and U.S. economies, as well as overall market conditions and their combined effect on our business, are material factors we consider when determining our strategic priorities, objectives and expectations for our business. In determining our expectations for economic growth, we primarily consider historical economic data, past relationships between economic and financial variables, changes in government policies, and the risks to the domestic and global economy.

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@BMOmedia About BMO Financial Group BMO Financial Group is the eighth largest bank in North America by assets, with total assets of \$ 1.41 trillion as of October 31, 2024. Serving customers for 200 years and counting, BMO is a diverse team of highly engaged employees providing a broad range of personal and commercial banking, wealth management, global markets and investment banking products and services to 13 million customers across Canada, the United States, and in select markets globally. Driven by a single purpose, to Boldly Grow the Good in business and life, BMO is committed to driving positive change in the world, and making progress for a thriving economy, sustainable future, and inclusive society.

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