



Participation Certificates

Linked to UBS CIO Technology Disruption Equity Preference List

Issued by UBS AG, Zurich



Cash settled

SVSP/EUSIPA Product Type: Tracker Certificate (1300, Callable, Auto-Callable)

ISIN: CH0547923414/ Valor: 54792341

Final Terms

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

This is a structured product which involves derivatives. Do not invest in it unless you fully understand and are willing to assume the risks associated with it. If you are in any doubt about the risks involved in the product, you may clarify with the intermediary or seek independent professional advice.

Neither the Issuer nor the Calculation Agent are acting as investment advisors or providing advice of any nature and do not assume any fiduciary obligation to any investors buying the Products. Prospective investors should carefully consider whether the Products are suited to their particular circumstances.

This Product is linked to a non-static Reference Portfolio, which intends to track stocks recommended by UBS Switzerland AG, Chief Investment Office Wealth Management ("UBS CIO") in its publication "Technology Disruption Equity Preference List", which is up-dated from time to time.

The content of this document has not been reviewed by any regulatory authorities in Hong Kong and Singapore. Investors are advised to exercise caution in relation to any offer.

The denomination of the product is at risk, and the investor is subject to both market risk and the issuer's credit risk.

In respect of offers in Hong Kong, this is a complex product only available to "professional investors" as defined in the Securities and Futures Ordinance (Cap. 571) of Hong Kong. Investors should exercise caution in relation to the Product.

1. Description of the Product

Participation Certificates

This Product (each a "**Participation Certificate**" and collectively the "**Participation Certificates**") allows for participation in the performance of the Reference Portfolio, which is calculated net of relevant costs and fees, as further described below.

Reference Portfolio

The UBS CIO Technology Disruption Equity Preference Portfolio (the "**Reference Portfolio**") is a USD (the "**Reference Portfolio Currency**") denominated reference portfolio, that intends to replicate the UBS CIO Technology Disruption Equity Preference List (or its successor publication), as amended from time to time (the "**Target Portfolio**") in accordance with the provisions in the description of the Reference Portfolio (the "**Reference Portfolio Description**") in Annex 1. The UBS CIO Technology Disruption Equity Preference List represents a list of stocks (each a "**Stock Constituent**"). The Reference Portfolio will be partially FX hedged through the use of FX forwards (each a "**FX Constituent**") in a systematic, monthly Currency Hedge, as further described herein. The Stock Constituent(s) and FX Constituent(s) together form the 'Constituents'.

The Reference Portfolio may also include from time to time a notional cash position denominated in the Reference Portfolio Currency (the "**Cash Position**", together with the Constituents, the "**Reference Portfolio Components**"). The Cash Position will accrue interest at the prevailing reference rate (the "**Reference Rate**"), as described in Annex 1, which may be negative from time to time. Finally, the Cash Position will be negatively impacted by the deduction of certain fees as described under the "Fees" definition in Section 1 ("Description of the Product") of this document. For the

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Please note that calls made to the numbers marked with an asterisk (*) may be recorded. Should you call one of these numbers, we shall assume that you consent to this business practice.

avoidance of doubt, the Cash Position will not be paid to the investor during the life of the Product.

The performance of the Reference Portfolio will be net of the relevant fees and costs described herein.

The notional value of the Reference Portfolio on the Pricing Date is the Initial Reference Portfolio Level.

Whilst the Reference Portfolio Level and the Redemption Amount is linked to the value of the Reference Portfolio Components, the Issuer may or may not invest the proceeds of the issuance of the Participation Certificates in any Reference Portfolio Component at any time for the purposes of hedging its obligations under this Product. In the event the Issuer elects to invest the proceeds in any Reference Portfolio Component for the purpose of hedging its obligations under this Product, the holders of the Participation Certificates will not have any direct interest or beneficial ownership in any Reference Portfolio Component at any time.

Product Details

Security Numbers	Valor 54792341 / ISIN: CH0547923414
Issue Size (indicative)	Up to 5,000 Units (with reopening clause)
Denomination	USD 1,000
Issue Price	USD 1,000 per Unit (unit quotation)
Quoting Type	Secondary market prices are quoted in unit price and dirty
Initial Reference Portfolio Level	USD 1,000.00
Settlement Currency	USD
Settlement	Cash Settlement
Currency Treatment	The Reference Portfolio may be exposed to Stock Constituents denominated in currencies other than the Settlement Currency. The resulting currency exchange risks are partially hedged through the Currency Hedge, subject to availability of the appropriate FX forward contracts.
Currency Hedge	<p>On the Pricing Date and on the 20th of each month thereafter, or on the immediately following Business Day if such 20th is not a Business Day (each a "Hedging Period Start Date"), (each period starting on and including a Hedging Period Start Date up to and excluding the next Hedging Period Start Date or the Expiration Date, as applicable, a "Hedging Period") starting on the Pricing Date, each Hedge Position multiplied by the number of then outstanding Units (the "Open Interest") is notionally hedged through FX forward contracts expiring on the first Business Day of the following Hedging Period to reduce the risk of currency fluctuations.</p> <p>During a Hedging Period, the Currency Hedge is adjusted in line with any change of the Open Interest only, (for the avoidance of doubt, it will not be adjusted in case of other changes such as the performance of any Stock Constituent or in case of Rebalancings), so that the Investor is still exposed to the corresponding residual currency exchange risks.</p> <p>Any notional profits or losses resulting from the Currency Hedge will be settled into the Cash Position. The Currency Hedge will not be applied where the Calculation Agent determines in its sole and reasonable discretion that a notional investor (in the same position as the Issuer) would be unable, after using commercially reasonable efforts, to enter into FX forward contracts it deems necessary to hedge the currency risk of any Stock Constituent (in particular in case of extraordinary market conditions).</p> <p>"Hedge Position" is constituted as follows: the aggregate notional value in the</p>

relevant currency of all the Stock Constituents denominated in such currency other than the Settlement Currency (a "**Foreign Currency**") at the start of each Hedging Period

Dividend Treatment

In respect of any Constituents which are, or include, U.S. equity securities, for purposes of determining the amount of a dividend treated as notionally reinvested, such dividend shall be reduced by the 30% withholding tax imposed by Section 871(m) of the U.S. Internal Revenue Code of 1986, as amended.

For all other long positions in Stock Constituents, a notional amount reflecting net dividends of the Stock Constituents that would be received by a notional investor (in the same position as the Issuer), as converted into the Reference Portfolio Currency (if applicable) at the then prevailing exchange rate, each as determined by the Calculation Agent in its reasonable discretion, will be paid into the Cash Position on the ex-dividend date of that Stock Constituent.

Dates

Launch Date	16 June 2020
Subscription Period	Until 07 July 2020, 15:00 CEST (Please note that Subscription Period might be closed earlier, if market conditions change or if maximum size is reached)
Pricing Date (" Pricing ")	07 July 2020 (or when Subscription Period ends).
Issue Date / Payment Date	14 July 2020
Last Trading Date	06 July 2027
Expiration Date (" Expiry ")	<p>07 July 2027 (subject to Market Disruption Events provisions, Early Termination by Issuer, Automatic Early Termination, Tax Call and Other Extraordinary Termination and Unwind Disruption provisions), extendable once at the option of the Issuer for an additional 7 year period (from the initial scheduled Expiration Date stated above), with a notice period of not less than 180 calendar days prior to the scheduled Expiration Date.</p> <p>With respect to the initial scheduled Expiration Date, and in case of an extension of the term, the investor may no later than 90 calendar days prior to the initial scheduled Expiration Date request in writing from the Issuer that part or all of investment in the Participation Certificates shall be redeemed on the Redemption Date following the scheduled Expiration Date.</p> <p>If the initial scheduled or extended Expiration Date is not a Constituents Business Day, then such Expiration Date shall be the first following day that is a Constituents Business Day, unless the Calculation Agent determines, in its sole and reasonable discretion, that the Expiration Date shall remain as scheduled.</p>
Redemption Date	The 5th Business Day following the final Expiration Date, the Early Termination Date or the Automatic Early Termination Date in respect of the Constituents (in any case subject to Market Disruption Event provisions).

Redemption

Redemption Amount	Each Participation Certificate entitles the investor to receive on the Redemption Date an amount in the Settlement Currency, as calculated by the Calculation Agent, according to the following formula:
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$$\text{Denomination} \times \text{Max}\left(0, \frac{\text{Final Reference Portfolio Level}}{\text{Initial Reference Portfolio Level}}\right)$$

Where:

"**Final Reference Portfolio Level**" means the Reference Portfolio Level as determined by the Calculation Agent on the Expiration Date, the Early Termination Date or the Automatic Early Termination Date (as applicable) and subject to Unwind Disruption, as the sum of:

- i) the unwind proceeds as converted into the Settlement Currency where applicable, using the prevailing currency exchange rate, as determined by the Calculation Agent in its sole and reasonable discretion, that would be realized by a notional investor (in the same position as the Issuer) when selling and/or unwinding the prevailing Constituents comprising the Reference Portfolio; and
- ii) the value of the Cash Position minus any accrued but not yet deducted Adjustment Fee and Reference Portfolio Fee.

In the event that a notional investor (in the same position as the Issuer) would be unable to unwind its positions in the Constituents by or on the Expiration Date, the Early Termination Date or the Automatic Early Termination Date as a result of a Market Disruption Event, as determined by the Calculation Agent in its sole and reasonable discretion (such event an "**Unwind Disruption**"), the Issuer reserves the right to postpone the Expiration Date, the Early Termination Date or the Automatic Early Termination Date in accordance with the Market Disruption Events provisions below.

Please note that the Redemption Amount may be less than the initially invested capital.

Early Termination by Issuer

The Issuer is entitled to terminate the Participation Certificates early in full subject to the following notice period:

Quarterly, i.e. as of each 31 March, 30 June, 30 September and 31 December of each year (the "**Early Termination Date**"), subject to at least 30 Business Days prior notice being given to the investors (provided in each case if such day is not a Constituents Business Day, then the immediately following Constituents Business Day shall be the Early Termination Date). The first possible Early Termination Date will be 30 September 2020. There is no early termination right for the investor in the Participation Certificates.

Automatic Early Termination Event and Automatic Early Termination

An Automatic Early Termination Event is deemed to have occurred if the Issuer becomes aware that the UBS CIO Technology Disruption Equity Preference List which this Product intends to resemble has been terminated or withdrawn. The day on which the Issuer becomes aware of such termination or withdrawal shall be the "Automatic Early Termination Date". For the avoidance of doubt, the Automatic Early Termination Date may or may not occur on a Business Day.

Tax Call and Other Extraordinary Termination

The Issuer may redeem all Products in case any present or future taxes, duties or governmental charges would be imposed by any jurisdiction in which the Issuer is or becomes subject to tax as a result of any change in laws or regulations of the relevant jurisdiction. The Issuer or the Lead Manager shall as soon as practicable notify the Investors of such redemption.

The Issuer may also exercise its extraordinary termination rights to terminate and redeem the Product prior to the Expiration Date in certain events. In case of such extraordinary termination, the Issuer shall pay to the investors an extraordinary termination amount as determined by the Calculation Agent which is equivalent to the market value of the Product, less any costs.

Please refer to the General Terms and Conditions for further details.

Reference Portfolio Level

Except on the Expiration Date, the Early Termination Date or the Automatic Early Termination Date, as applicable, the Calculation Agent shall calculate the Reference Portfolio Level in its sole and reasonable discretion in respect of each week day, subject to a Market Disruption Event (each a "**Reference Portfolio Calculation Date**").

The Reference Portfolio Level in respect of each Reference Portfolio Calculation Date is the sum of (i) the closing price or value of each Constituent on such Reference Portfolio Calculation Date (taking into account the number of units of each Constituent in respect of which the Reference Portfolio has exposure), and (ii) the value of the Cash Position, all of the above as determined by the Calculation Agent in its sole and reasonable discretion.

In respect of the Expiration Date, the Early Termination Date or the Automatic Early Termination Date, as applicable, the Reference Portfolio Level shall be determined by the Calculation Agent in accordance with the provisions under "**Redemption Amount**" above.

Fees

Issuer Fee (calculated daily)	The Issuer will receive a quarterly fee of 0.075% (0.30% per year) of the Reference Portfolio Level, deducted from the Cash Position on a daily basis by the Calculation Agent.				
Reference Portfolio Fee	The sum of the Distribution Fee and the Issuer Fee. The Reference Portfolio Fee shall be accrued within, and deducted from, the Cash Position.				
Adjustment Fee	<p>An Adjustment Fee is levied for each Rebalancing, as defined in Annex 1, made in the Reference Portfolio and/or for the implementation of the Currency Hedge, and represents a percentage of the value notionally acquired or unwound in a Constituent. Unwind costs to determine the Final Reference Portfolio Level shall constitute Adjustment Fees.</p> <p>In respect of each Constituent, the Adjustment Fee is equal to:</p> <table> <tr> <td>- Stock Constituents</td><td>0.10%</td></tr> <tr> <td>- FX Constituents</td><td>0.03%</td></tr> </table> <p>The Adjustment Fee shall be accrued within, and deducted from, the Cash Position.</p> <p>The Adjustment Fees fully remain with the Issuer.</p>	- Stock Constituents	0.10%	- FX Constituents	0.03%
- Stock Constituents	0.10%				
- FX Constituents	0.03%				
Distribution Fee	The distributor will receive a quarterly fee of 0.175% (0.70% per year) of the Reference Portfolio Level, deducted from the Cash Position on a daily basis by the Calculation Agent.				

Product Structure

The Product allows for participation in the performance of the Reference Portfolio, which is calculated net of relevant fees and costs. Participation Certificates are a product suitable for investors who expect the underlying assets to increase in value.

General Information

Issuer	UBS AG, Zurich and Basel, Switzerland
Issuer Rating	<p>Aa3 Moody's / A+ S&P's / AA- Fitch</p> <p>This is the long term credit rating of the Issuer and it does not represent ratings of the Participation Certificates. A rating is not a recommendation to buy, sell or hold securities and may be subject to suspension, change or withdrawal at any time by the assigning rating agency.</p>
Issuer Supervisory Authority	Swiss Financial Market Supervisory Authority (FINMA). London Branch additionally Financial Conduct Authority (FCA) and Prudential Regulation Authority (PRA).
Lead Manager	UBS AG, Zurich
Calculation Agent	UBS AG, London Branch
Paying Agent	UBS Switzerland AG
Listing	None
Public Offering	Not Applicable
Business Days	Any day on which commercial banks are open for business (including dealings in foreign exchange and foreign currency deposits) in London and New York.
Currency Business Day	Any day on which commercial banks are open for business (including dealings in foreign exchange and foreign currency deposits) in London and New York.
Constituents Business Day	Any day on which (i) in respect of all the Stock Constituents and all the eligible Stock Constituents which appear under the Most Preferred stocks in the latest

UBS CIO Technology Disruption Equity Preference List (or its successor), the Exchange and Related Exchange are scheduled to be open for trading, notwithstanding any day on which they close for business prior to their regular weekday closing time and (ii) the Calculation Agent is open for business.

Exchange	The primary exchange, if applicable, on which the Stock Constituents are listed and publicly quoted and traded, as determined by the Calculation Agent from time to time.
Related Exchange	Means the principal exchange (if any) on which options or futures contracts relating to the Stock Constituents are traded or quoted, as determined by the Calculation Agent.
Secondary Market	The Issuer or the Lead Manager, as applicable, intends, under normal market conditions, to provide bid and/or offer prices for this Product on a regular basis. However, the Issuer or the Lead Manager, as applicable, makes no firm commitment to provide liquidity by means of bid and/or offer prices for this Product, and assumes no legal obligation to quote any such prices or with respect to the level or determination of such prices. Daily price indications, if any, will be available on Reuters/Bloomberg and www.ubs.com/keyinvest from 09:15-17:15 (CET).
Minimum Investment	1 Unit(s) (subject to Selling Restrictions)
Minimum Trading Lot	1 Unit(s)
Clearing	SIX SIS, Euroclear, Clearstream (registered as intermediated securities with SIX SIS AG, in Switzerland)
Form of Deed	Uncertificated Securities
Status	Unsecured / Unsubordinated
Governing Law / Jurisdiction	Switzerland/Zurich
Adjustments	The terms of the Product may be subject to adjustments during its lifetime. For clients outside of the United Kingdom, any changes with regard to the terms of this Product shall be published on the internet at www.ubs.com/keyinvest . Detailed information on such adjustments is to be found in the Product Documentation.
Product	One USD denominated Participation Certificate (the " Unit ") is equivalent to one (1) " Product ". " Products " wherever used herein shall be construed to mean integral multiples of the same, subject to the issue size.

Adjustments and Market Disruption

Adjustments to the composition of the Reference Portfolio	If, at any time, an event occurs in relation to a Constituent which the Calculation Agent determines requires an adjustment(s) to be made to the composition of the Reference Portfolio, then the Calculation Agent shall (i) determine which adjustment(s) are to be made to the Constituent with a view to account for the effect of the relevant event and to preserve the prevailing composition of the Reference Portfolio immediately prior to the occurrence of such event and (ii) determine the date on which such adjustment(s) shall take effect.
Market Disruption Events	<p>A Market Disruption Event means, in relation to a Constituent (or an eligible Constituent in respect of a Rebalancing only), the occurrence or existence on any Exchange Business Day or on any number of consecutive Exchange Business Days of any one or more of the following events:</p> <p>(i) a limitation, suspension, or disruption of trading in one or more of the Constituents (or component of any Constituent) imposed by the Exchange or the Related Exchange;</p>

- (ii) the closing or settlement price for any Constituent (or component of any Constituent) is a "limit price", which means that the closing or settlement price for such Constituent for a day has increased or decreased from the previous day's closing price by the maximum amount permitted under applicable rules of the Exchange or the Related Exchange;
- (iii) failure by the Exchange, the Related Exchange or other price source as applicable to announce or publish the closing or settlement price in respect of any Constituent (or component of any Constituent);
- (iv) the Exchange or the Related Exchange fails to open for trading during its regular trading session;
- (v) the closure on any Exchange Business Day of any Exchange or Related Exchange in respect of a Constituent (or component of any Constituent), prior to its Scheduled Closing Time;
- (vi) any event (other than an early closure as described in paragraph (v) above) that disrupts or impairs (as determined by the Calculation Agent) the ability of market participants in general to effect transactions in, or obtain market values for any Constituent;
- (viii) an FX Disruption Event has occurred;

References above to "Constituents" shall be deemed to include references to eligible Constituents in respect of a Rebalancing.

if in the determination of the Issuer or Calculation Agent, any such event is material.

The consequences of a Market Disruption Event are as follows:

- (A) In the event that the Calculation Agent determines that a Constituents Business Day is a Disrupted Day with respect to a Constituent (or an eligible Constituent in respect of a Rebalancing only) included in the Target Portfolio on a Target Portfolio Publication Date for the purposes of a Rebalancing, then such Constituent shall not be notionally sold or purchased on the intended effective date of the relevant Rebalancing.
- (B) In the event that the Calculation Agent determines that any Reference Portfolio Calculation Date is a Disrupted Day with respect to any Stock Constituent, then for the purposes of determining the Reference Portfolio Level as at such Reference Portfolio Calculation Date, (a) the price of each Constituent not affected by the occurrence of such Disrupted Day shall be the closing price of such Constituent on the relevant Exchange or Related Exchange and (b) the price of each Constituent affected by the occurrence of such Disrupted Day shall be determined by the Calculation Agent as its good faith estimate of the fair market value (which may be zero) of such Constituent as of such Reference Portfolio Calculation Date.
- (C) If the Calculation Agent determines that the date scheduled to be the Expiration Date, the Early Termination Date or the Automatic Early Termination Date, as applicable, is a Disrupted Day in respect of any Stock Constituent, such date shall be the Expiration Date, the Early Termination Date or the Automatic Early Termination Date, as applicable, for those Constituents which are not affected by the occurrence of a Disrupted Day while the Expiration Date, the Early Termination Date or the Automatic Early Termination Date, as applicable, for any Constituent that is affected by the occurrence of a Disrupted Day shall be postponed to the following Constituents Business Day with respect to such Constituent. If in respect of such Constituent the Disrupted Day is persisting for up to 8 (eight) Constituents Business Days immediately following the date scheduled to be the Expiration Date, the Early Termination Date or the Automatic Early Termination Date, as applicable, the price of such Constituent shall be determined by the Calculation Agent by reference to its good faith estimate of the value for such Constituent on that eighth Constituents Business Day.
- (D) On the occurrence of an FX Disruption Event, the value of any Constituent not denominated in the Settlement Currency shall be determined by the

Calculation Agent in its sole and reasonable discretion and the Calculation Agent shall have the right to adjust the value of the Reference Portfolio to account for such FX Disruption Event.

Disrupted Day	Any day on which the Calculation Agent determines that, in relation to a Constituent or eligible Constituent, a Market Disruption Event has occurred.
FX Disruption Event	Means (i) an event that generally makes it illegal, impossible, impractical or inadvisable to convert 1 (one) unit of the currency in which any non-USD denominated Constituent is denominated (the " Denomination Currency ") into the Settlement Currency, or an event that generally makes it impossible to deliver the Settlement Currency from accounts in which they are held to accounts outside of the jurisdiction of the Denomination Currency; or (ii) the general unavailability to exchange the Settlement Currency at a spot rate (applicable to the purchase of the Settlement Currency for the Denomination Currency) in any legal currency exchange market in the principal financial centre for the Denomination Currency, if, in the determination of the Calculation Agent, the occurrence of any such events is material.

Tax Treatment Switzerland

Swiss Federal Stamp Duty	The product does not qualify as a taxable security (TK 23/3). Primary and secondary market transactions are not subject to Swiss Stamp Duty.
Swiss Federal Income Tax	For private investors resident in Switzerland this product is treated analogous to a share in a reinvesting collective investment vehicle. The taxable income per share will be determined and will be reported to the Swiss Federal Tax Administration annually for publication in the list of tax values (<i>Kursliste</i>). Closing date (for Swiss tax purposes): January 1, for the first time January 1, 2021.
Swiss Withholding Tax	The product is not subject to the Swiss Withholding Tax.

The tax information only provides a general overview over the Swiss tax consequences linked to this product based on the tax laws and the practice of the tax administration at the time of issue. Tax laws and the practice of tax administrations may change, possibly with retroactive effect.

Classification

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

Furthermore, this Product does not benefit from any depositor protection under Art. 37a under the Swiss Federal Law on Banks and Savings Banks (Banking Act) or other forms of deposit insurance under any other law as might be applicable to this Product.

2. Prospects of Profit and Loss

Market Expectation	Investors in this Product expect the Reference Portfolio to trade positively over the life of the Product.
Effect of the performance of the Reference Portfolio on the Redemption Amount:	
• Positive performance	If the Reference Portfolio performs positively, investors realise a positive return.
• Sideways to slightly negative performance	If the Reference Portfolio performs sideways to slightly negative, investors fully participate in the negative performance of the Reference Portfolio. Investors may lose some of their investment.
• Pronounced negative performance	If the Reference Portfolio performs negatively, investors may lose some or all of

their investment.

Profit Potential

The profit potential is unlimited. The Product allows for full participation in the positive performance of the Reference Portfolio, as adjusted by fees and costs as described in more detail herein.

Loss Potential

Investors may lose some or all of the investment as they are fully exposed to the negative performance of the Reference Portfolio as well as to currency risks where the currency risk is not hedged.

3. Significant Risk For Investors

General Risk Warning

Potential investors should understand the risks associated with an investment in the Product and shall only reach an investment decision after careful considerations with their legal, tax, financial and other advisors of (i) the suitability of an investment in the Product in the light of their own particular financial, fiscal and other circumstances; (ii) the information set out in this document and (iii) the Reference Portfolio Components. The following is a summary of the most significant risks. Further risks are set out in the Product Documentation.

Risk Tolerance

Investors in this Product should be experienced investors and familiar with both derivative products and the general markets as well as with the Target Portfolio published and amended from time to time by UBS CIO.

Investors must be willing to make an investment that is fully exposed to the performance of the Reference Portfolio, meaning that investors might lose their whole investment in the Product in the worst case.

Furthermore, investors should be aware that the Reference Portfolio may contain Constituents denominated in currencies other than the Settlement Currency. **The currency risk may or may not be partially hedged.**

In addition, investors should be aware that the Issuer is entitled to redeem the Product early in accordance with the provisions described above under Section 1 ("Description of the Product – Early Termination by Issuer").

Product Specific Risks

Capital Return at Expiry	None
Risk Potential in comparison to a direct investment in the Reference Portfolio	The risk potential is similar to a direct investment in the assets contained in the notional Reference Portfolio.
Issuer Call right	Yes; see Early Termination by Issuer above.
Stop Loss Event	None
Currency Risk	The Reference-Portfolio can invest in and be exposed to Reference-Portfolio Components denominated in currencies other than the Settlement Currency. The resulting currency exchange risks are partially hedged through the Currency Hedge, subject to availability of the appropriate FX forward contracts.
Role of UBS CIO	<p>UBS CIO publishes the Target Portfolio independently from the existence of this Product. The publication of the Target Portfolio, as amended from time to time by UBS CIO, formally constitutes research material and shall not constitute any form of a recommendation or investment advice for investors on behalf of the Reference Portfolio, UBS CIO or the Issuer. UBS CIO assumes no responsibility or liability for the performance of the Reference Portfolio.</p> <p>Furthermore, Investors should be aware that UBS CIO may stop publishing the Target Portfolio in its sole and absolute discretion complying with the rules of being an independent research provider and has no duty to provide a reason for the discontinuance of the publication of the Target Portfolio.</p>
Risk of Early Termination of the	The Product is linked to term of the publication of the Target Portfolio. Hence, if the

Products

Issuer becomes aware that the publication of the Target Portfolio ceases to exist, it will early redeem the Products (see Automatic Early Termination Event and Automatic Early Termination above). Please refer to the Product Documentation for more details. The **Redemption Amount may be materially less than the initially invested capital, and may be zero in the worst case scenario.**

The components of the Reference Portfolio may not be the same as in the publication of the Target Portfolio

The Stock Constituents of the Reference Portfolio aim to track the Target Portfolio. However, the ultimate decision if a Stock Constituent comprised in the Target Portfolio shall be part of the Reference Portfolio lies with the Calculation Agent which determines at its reasonable discretion if such Stock Constituent matches the criteria for a Rebalancing.

Extraordinary Termination Risk

The Issuer may terminate and redeem the Product prior to the Expiration Date in accordance with the Product Documentation. In case of such extraordinary termination, the Issuer shall pay to the investors an extraordinary termination amount as determined by the Calculation Agent which is equivalent to the market value of the Product, less any costs. Potential investors should note that the extraordinary termination amount may deviate from and may be considerably below the amount which would be payable pursuant to the final redemption provisions on the date that would have otherwise been the scheduled Redemption Date if such termination did not occur. Investors are not entitled to request any further payments after the termination of the Product. Please refer to the Product Documentation for more details.

Risk relating to leverage

Investors should be aware that the inclusion of leverage will amplify gains or losses. Leverage has the effect of increasing the volatility of an investment. Investors should be aware this Product may have a gross exposure (the sum of the exposure of leverage applied to each underlying asset) may be greater than the Denomination of the Product.

Illiquidity risk in secondary market

The Issuer or the Lead Manager, as applicable, intends, under normal market conditions, to provide bid and/or offer prices for this Product on a regular basis. However, the Issuer or the Lead Manager, as applicable, makes no firm commitment to provide liquidity by means of bid and/or offer prices for this Product, and assumes no legal obligation to quote any such prices or with respect to the level or determination of such prices.

Potential Investors therefore should not rely on the ability to sell this Product at a specific time or at a specific price. Potential Investors should note that prices quoted typically include a spread and therefore may deviate from the market value of the Product. In special market situations, where the Issuer is completely unable to enter into hedging transactions, or where such transactions are very difficult to enter into, the spread between the bid and offer prices in the secondary market may be temporarily expanded, in order to limit the economic risks of the Issuer. Hence, Investors might sell at a price considerably lower than the actual price of the Product at the time of its sale. By selling the Product in the secondary market Investors may receive less than the capital invested.

In case of a secondary market transaction, there is a possibility that costs, including taxes, related to or in connection with the Product may arise for Investors that are not paid by the Issuer or imposed by the Issuer.

Market Disruption risk

Investors are exposed to Market Disruption Events (such as trading disruption, exchange disruption and early closure of the relevant exchange), which could have an impact on the redemption amount through delay in payment, change in value or suspension of trading in the Product in the secondary market.

Where the Issuer is completely unable to enter into hedging transactions, for reasons not related to activities of the Issuer, or when entering into such hedging transactions would lead to a commercially unreasonable result, for reasons not related to activities of the Issuer, as determined in the reasonable discretion of the Issuer or the Lead Manager, as applicable, the spread between the bid and offer prices in the secondary market may be temporarily expanded, in order to limit the economic risks of the Issuer. As a result of Market Disruption Events, it may also become impossible to

obtain one or more Constituent levels during the lifetime of the Product and/or on the Expiration Date, the Early Termination Date or the Automatic Early Termination Date, as applicable, due to one or more of the price sources normally used in the relevant market for the Constituents being unavailable because an unscheduled bank closure is declared on short notice in the relevant country or due to the occurrence of any other disruption (each a **"Price Source Disruption Event"**). The Calculation Agent will determine in its sole and reasonable discretion whether a Price Source Disruption Event has occurred.

A Price Source Disruption Event may lead to (i) a postponement of the Expiration Date, the Early Termination Date or the Automatic Early Termination Date, as applicable, and therefore of the Redemption Amount, (ii) to the use of an alternative source for the relevant Constituent level and/or (iii) to the unilateral determination of the applicable Constituent level by the Calculation Agent. See "Market Disruption Events" above for further detail.

Such postponement, use of alternative price source and/or determination of the applicable Constituent level by the Calculation Agent may affect, materially or otherwise, the Redemption Amount which the investor will receive.

For a detailed description of such events and their effects please refer to the Product Documentation.

Calculation Agent's discretion

The Calculation Agent has a broad discretionary authority to make various determinations and adjustments under the Products, any of which may have an adverse effect on the value and/or the amounts payable under the Products. Prospective investors should be aware that any determinations made by the Calculation Agent may have an impact on the value and financial return of the Products. Where the Calculation Agent is required to make a determination it may do so without taking into account the interests of the holders of the Product.

Withholding tax

Investors in this Product should note that any payment under this Product may be subject to withholding tax (such as, inter alia, Swiss Withholding Tax, and/or withholding related to FATCA or 871(m) of the US Tax Code). **Any payments due under this Product are net of such tax.**

Regarding 871(m) investors should note that a 30% withholding tax is imposed on certain "dividend equivalents" paid or deemed paid to a non-U.S. holder with respect to a "specified equity-linked instrument" that references one or more dividend-paying U.S. equity securities. The withholding tax can apply even if the instrument does not provide for payments that reference dividends. Treasury regulations provide that the withholding tax applies to all dividend equivalents paid or deemed paid on specified equity-linked instruments that have a delta of one ("delta one specified equity-linked instruments") issued after 2016 and to all dividend equivalents paid or deemed paid on all other specified equity-linked instruments issued after 2020.

The Issuer will treat the Products as specified equity-linked instruments that are subject to withholding on dividend equivalents. The Issuer will withhold 30% in respect of dividend equivalents paid or deemed paid on the Products and will not pay any additional amounts with respect to any such taxes withheld. In respect of any Constituents which are U.S. equity securities, for purposes of determining the amount of a dividend treated as notionally reinvested, such dividend shall be reduced by the 30% withholding tax as referenced under the section "Dividend Treatment" above. The Issuer hereby notifies each holder that for purposes of Section 871(m), the Issuer will withhold in respect of dividend equivalents paid or deemed paid on the Products on the dividend payment date as described in Treasury regulations section 1.1441-2(e)(4) and Revenue Procedure 2017-15 §3.03(B), as applicable. Investors in the Products should consult their own tax advisors regarding the application of the withholding tax to their Products and the availability of any reduction in tax pursuant to an income tax treaty. No assurance can be given that investors in the Products will be able to successfully claim a reduction in tax pursuant to an income tax treaty.

Please refer to the General Terms and Conditions for detailed information. If the Issuer is required to withhold any amount pursuant to Section 871(m) or FATCA of the U.S. Tax Code, the Issuer will not be required to pay additional amounts with respect to the amount so withheld.

Risk Factors relating to the Issuer

In addition to the market risk with regard to the development of the Reference Portfolio, each investor bears the general risk that the financial situation of the Issuer could deteriorate. The Products constitute immediate, unsecured and unsubordinated obligations of the Issuer, which, particularly in case of insolvency of the Issuer, rank *pari passu* with each and all other current and future unsecured and unsubordinated obligations of the Issuer, with the exception of those that have priority due to mandatory statutory provisions. The general assessment of the Issuer's creditworthiness may affect the value of the Products. This assessment generally depends on the ratings assigned to the Issuer or its affiliated companies by rating agencies such as Moody's, Fitch and Standard & Poor's.

The Issuer Ratings indicated in this document reflect the situation at the time of issuance and may be subject to changes. The actual Issuer Ratings at any given time can be seen on the Issuer's website (www.ubs.com) under "Analysts & Investors".

4. Additional Information

Product Documentation

This document ("**Indicative Terms**") constitutes the non-binding Indicative Simplified Prospectus for the Product and contains the information required by Article 5 CISA (status as of 1 March 2013) and the corresponding Guidelines of the Swiss Bankers Association. The prospectus requirements of Article 652a/Article 1156 of the Swiss Code of Obligations are not applicable. The Indicative Simplified Prospectus contains indicative terms and conditions subject to change. The Final Simplified Prospectus in accordance with Article 5 CISA will be made available on the Issue Date.

These Indicative Terms (Indicative Simplified Prospectus) together with the 'General Terms and Conditions for Structured Products on Equity, Commodity and Index Underlyings', stipulated in English and as amended from time to time, ("**General Terms and Conditions**") shall form the non-binding and indicative documentation for this Product ("**Indicative Product Documentation**"), and accordingly the Indicative Terms should always be read together with the General Terms and Conditions. The Indicative Simplified Prospectus may be provided in various languages, however, only the English version will be relevant and any translations are for convenience only. Definitions used in the Indicative Terms, but not defined therein shall have the meaning given to them in the General Terms and Conditions. In the event that the Product will be listed (see above item 'Listing' under «General Information»), the Product Documentation will be amended in accordance with the listing requirements of the relevant exchange.

The Indicative Product Documentation can be obtained free of charge from UBS AG, P.O. Box, CH-8098 Zurich (Switzerland), via telephone (+41-(0)44-239 47 03), fax (+41-(0)44-239 69 14) or via e-mail (swiss-prospectus@ubs.com). In addition, for clients outside of the United Kingdom, the Indicative Product Documentation is available on the internet at www.ubs.com/keyinvest. Notices in connection with this Product shall be validly given by publication as described in the General Terms and Conditions. Furthermore, for clients outside of the United Kingdom, any changes with regard to the terms of this Product shall be published on the internet at www.ubs.com/keyinvest.

Important Information

The information herein is communicated by UBS AG and/or its affiliates ("**UBS**"). UBS may from time to time, as principal or agent, have positions in, or may buy or sell, or make a market in any securities, currencies, financial instruments or other assets underlying the Product to which this document relates. UBS may provide investment banking and/or other services to and/or have officers who serve as directors of the companies referred to in this document. UBS' trading and/or hedging activities related to this Product may have an impact on the price of the underlying asset(s) and may affect the likelihood that any relevant barrier(s) is/are crossed. UBS has policies and procedures designed to minimise the risk that officers and employees are influenced by any conflicting interest or duty and that confidential information is improperly disclosed or made available.

In certain circumstances UBS sells this Product to dealers and other financial institutions at a discount to the issue price or rebates to them for their account some proportion of the issue price ("**Distribution Fees**"). Distribution Fees, if any, are disclosed in section 1 of this document and reflect the maximum amount a dealer or financial institution may receive from UBS; the actual amount may be lower.

Structured transactions are complex and may involve a high risk of loss. Prior to entering into a transaction you should consult with your own legal, regulatory, tax, financial and accounting advisors to the extent you consider it necessary, and make your own investment, hedging and trading decisions (including decisions regarding the suitability of this transaction) based upon your own judgement and advice from those advisers you consider necessary. Save as otherwise expressly agreed in writing, UBS is not acting as your financial adviser or fiduciary in any transaction.

This document should not be construed as an offer, personal recommendation or solicitation to conclude a transaction and should not be treated as giving investment advice. The terms of any investment in the Product to which this document relates will be exclusively subject to the detailed provisions, including risk considerations, contained in the Product Documentation.

UBS makes no representation or warranty relating to any information herein which is derived from independent sources. This document shall not be copied or reproduced without UBS' prior written permission.

No action has been or will be taken in any jurisdiction that would permit a public offering of the Products described herein, save where explicitly stated in the Product Documentation. The Products must be sold in accordance with all applicable selling restrictions in the jurisdictions in which they are sold.

There is a possibility that costs, including taxes, related to transactions in connection with this Product may arise for investors that are not paid by UBS or imposed by it. Please refer to the Product Documentation for further information.

Selling Restrictions

Any Products purchased by any person for resale may not be offered in any jurisdiction in circumstances which would result in the Issuer being obliged to register any further documentation relating to this Product in such jurisdiction.

The restrictions listed below must not be taken as definitive guidance as to whether this Product can be sold in a jurisdiction. Additional restrictions on offering, selling or holding of this Product may apply in other jurisdictions. Investors in this Product should seek specific advice before on-selling this Product.

European Economic Area - In relation to each Member State of the European Economic Area (each, a "**Member State**"), an offer of the Products to the public in a Member State may only be made in accordance with the following exemptions as set out in the Regulation (EU) 2017/1129 (as may be amended or replaced from time to time) (the "**Prospectus Regulation**");

- (a) Qualified investors: at any time to any legal entity which is a qualified investor as defined in the Prospectus Regulation;
- (b) Fewer than 150 offerees: at any time to fewer than 150 natural or legal persons (other than qualified investors as defined in the Prospectus Regulation);
- (c) An offer of Products addressed to investors who acquire Products for a total consideration of at least EUR 100,000 per investor, for each separate offer; and/or
- (d) Other exempt offers: at any time in any other circumstances falling within Article 1 (4) of the Prospectus Regulation,

provided that no such offer of Products referred to in (a) to (d) above shall require the publication of a prospectus pursuant to Article 3 of the Prospectus Regulation, or supplement a prospectus pursuant to Article 23 of the Prospectus Regulation.

For the purposes of this provision, the expression "offer of Securities to the public" in relation to any Products in any Member State means the communication in any form and by any means of sufficient information on the terms of the offer and the Products to be offered so as to enable an investor to decide to purchase or subscribe the Products.

The aforementioned restrictions shall not apply for jurisdictions specified in the section "Public Offering" under "General Information" above.

Hong Kong

Each purchaser has represented and agreed that it has not issued or had in its possession for the purposes of issue, and will not issue or have in its possession for the purposes of issue, whether in Hong Kong or elsewhere, any advertisement, invitation or document relating to the Products, which is directed at, or the contents of which are likely to be accessed or read by, the public of Hong Kong (except if permitted to do so under the securities laws of Hong Kong) other than with respect to Products which are or are intended to be disposed of only to persons outside Hong Kong or only to "professional investors" as defined in the Securities and Futures Ordinance (Cap. 571) of Hong Kong and any rules made under that Ordinance.

This is a structured product which involves derivatives. Do not invest in it unless you fully understand and are willing to assume the risks associated with it. If you are in any doubt about the risks involved in the product, you may clarify with the intermediary or seek independent professional advice.

Singapore

This document has not been registered as a prospectus with the Monetary Authority of Singapore. Accordingly, this document and any other document or material in connection with the offer or sale, or invitation for subscription or purchase, of the Products may not be circulated or distributed, nor may the Products be offered or sold, or be made the subject of an invitation for subscription or purchase, whether directly or indirectly, to persons in Singapore other than (i) to an institutional investor (as defined in Section 4A) under Section 274 of the Securities and Futures Act Chapter 289 of Singapore, as modified and/or amended from time to time (the "SFA"), (ii) to a relevant person (as defined in Section 275(2) of the SFA) pursuant to Section 275(1), or any person pursuant to Section 275(1A), and in accordance with the conditions specified in Section 275 of the SFA and (where applicable) Regulation 3 of the Securities and Futures (Classes of Investors) Regulations 2018, or (iii) otherwise pursuant to, and in accordance with the conditions of, any other applicable provision of the SFA.

Where the Products are subscribed or purchased under Section 275 of the SFA by a relevant person which is:

- (a) a corporation (which is not an accredited investor (as defined in Section 4A of the SFA)) the sole business of which is to hold investments and the entire share capital of which is owned by one or more individuals, each of whom is an accredited investor; or
- (b) a trust (where the trustee is not an accredited investor) whose sole purpose is to hold investments and each beneficiary of the trust is an individual who is an accredited investor,

securities or securities-based derivatives contracts (each term as defined in Section 2(1) of the SFA) of that corporation or the beneficiaries' rights and interest (howsoever described) in that trust shall not be transferred within six months after that corporation or that trust has acquired the Products pursuant to an offer made under Section 275 of the SFA except:

- (1) to an institutional investor or to a relevant person defined in Section 275(2) of the SFA, or to any person arising from an offer referred to in Section 275(1A) or Section 276(4)(i)(B) of the SFA;
- (2) where no consideration is or will be given for the transfer;
- (3) where the transfer is by operation of law;
- (4) as specified in Section 276(7) of the SFA; or
- (5) as specified in Regulation 37A of the Securities and Futures (Offers of Investments) (Securities and Securities-based Derivatives Contracts) Regulations 2018.

Pursuant to section 309B(1)(c) of the SFA, the Issuer hereby notifies the relevant persons (as defined in the SFA) that the Products are classified as "capital markets products other than prescribed capital markets products" (as defined in the SFA and the Securities and Futures (Capital Markets Products) Regulations 2018) and "Specified Investment Products" (as defined in the MAS Notice SFA 04-N12: Notice on the Sale of Investment Products and MAS Notice FAA-N16: Notice on Recommendations on Investment Products).



USA

The Products have not been and will not be registered under the United States Securities Act of 1933, as amended ("Securities Act") and may not be offered or sold within the United States or to, or for the account or benefit of, United States persons, as defined in the clause (ii) in the below paragraph. Unless otherwise defined herein, terms used in this paragraph have the meanings given to them by Regulation S under the Securities Act.

Upon the purchase of the Product, each Investor or holder of the Product is deemed to represent to the Issuer that: i) it understands that the Products have not been and will not be registered under the Securities Act and may not be offered or sold within the United States or to, or for the account or benefit of, US persons; ii) it is not a "United States person," as that term is defined under section 7701(a)(30) of the United States Internal Revenue Code of 1986; and iii) it, or any subsequent purchaser or transferee of the Products, will not reoffer, resell or pledge, the Products or otherwise transfer any interest therein to a United States person, as defined in clause (ii) above. For the purposes of this clause (ii) a United States person shall include pass-thru entities with at least one owner that meets the definition of United States person under section 7701(a)(30) of the United States Internal Revenue Code of 1986.

Annex 1 – Reference Portfolio Description Document

Reference Portfolio Description	<p>The Reference Portfolio is subject to initial specification and, from time to time, changes, pursuant to the Target Portfolio. The Target Portfolio is published periodically and the Reference Portfolio Description Document describes how the Target Portfolio as of the Issue Date determines the Initial Reference Portfolio, and how subsequent revisions to the Target Portfolio will affect changes to the Reference Portfolio (any such adjustment a "Rebalancing").</p> <p>Additionally, the composition of the Reference Portfolio may change as the Issuer issues new Units, or repurchases and marks down existing Units. These changes are also described in the Reference Portfolio Description Document.</p>
Target Portfolio	<p>As of any calendar day, the most recent "UBS CIO Technology Disruption Equity Preference List" published by UBS Chief Investment Office Wealth Management, or any successor function thereto, or any successor publication thereto.</p>
Target Portfolio Publication Event and Target Portfolio Publication Date	<p>A "Target Portfolio Publication Event" is deemed to have occurred if the Issuer becomes aware that an updated UBS CIO Technology Disruption Equity Preference List (or its successor) which the Reference Portfolio of this Product intends to replicate has been published. For the avoidance of doubt, a Target Portfolio Publication Event shall only be deemed to occur if the list of shares contained in the UBS CIO Technology Disruption Equity Preference List changes.</p> <p>The day on which the Issuer becomes aware of such publication shall be a "Target Portfolio Publication Date". For the avoidance of doubt, a Target Portfolio Publication Date may or may not occur on a Business Day.</p>
Target Portfolio Implementation Date	<p>The Target Portfolio Implementation Date is defined as the first Constituents Business Day immediately following a Target Portfolio Publication Date, as determined by the Calculation Agent in its reasonable discretion.</p>
Initial Reference Portfolio (indicative)	<p>The Reference Portfolio is created on the Pricing Date with an opening value of USD 1,000.00. On the Launch Date, the Reference Portfolio Components were as set out below:</p>

	Name	Bloomberg Ticker	Weight	Local Currency	FX	Price in Local Currency	Price in USD	Shares in Basket (SIB)
1	Accenture PLC-CL A	ACN UN	6.25%	USD	1.0000	216.33	216.33	0.2889
2	Adobe Systems Inc.	ADBE UW	6.25%	USD	1.0000	449.36	449.36	0.1391
3	Alibaba	BABA UN	6.25%	USD	1.0000	236.51	236.51	0.2643
4	Alphabet Inc	GOOG UW	6.25%	USD	1.0000	1485.18	1485.18	0.0421
5	Amazon.com	AMZN UW	6.25%	USD	1.0000	3000.12	3000.12	0.0208
6	Apple Inc.	AAPL UW	6.25%	USD	1.0000	372.69	372.69	0.1677
7	ASML	ASML NA	6.25%	EUR	1.1279	342.20	385.95	0.1617
8	Cisco Systems Inc.	CSCO UW	6.25%	USD	1.0000	45.63	45.63	1.3697
9	Microsoft Corp.	MSFT UW	6.25%	USD	1.0000	208.25	208.25	0.3001
10	Netflix Inc	NFLX UW	6.25%	USD	1.0000	493.16	493.16	0.1267
11	NVIDIA Corporation	NVDA UW	6.25%	USD	1.0000	394.87	394.87	0.1583
12	Paypal	PYPL UW	6.25%	USD	1.0000	177.28	177.28	0.3525
13	Qualcomm Inc.	QCOM UW	6.25%	USD	1.0000	92.14	92.14	0.6783
14	Salesforce.com	CRM UN	6.25%	USD	1.0000	196.38	196.38	0.3183
15	SAP AG	SAP GY	6.25%	EUR	1.1279	128.78	145.24	0.4296
16	Visa Inc.	V UN	6.25%	USD	1.0000	194.20	194.20	0.3218
	Cash	N/A	0.00%	USD	1.0000	N/A	N/A	-1.0000

Where "Weight" will be calculated by the Calculation Agent in accordance with the below formula: Shares in Basket(i) x Price in USD as of Launch Date / Reference Portfolio Level as of the Launch Date

The current composition of the Reference Portfolio (including the respective weights) may be requested free of charge at any time from UBS AG, P.O. Box, CH-8098 Zurich (Switzerland), via telephone (+41-(0)44-239 47 03), fax (+41-(0)44-239 69 14) or via e-mail (swiss-prospectus@ubs.com).

Rebalancing

A Rebalancing will be initiated on any Target Portfolio Implementation Date following the Pricing Date, effective as soon as reasonably practicable, as determined by the Calculation Agent in a commercially reasonable manner, subject to the occurrence of a Market Disruption Event on such Constituents Business Day. A single Rebalancing may comprise a change to more than one Reference Portfolio Component. A Rebalancing shall not be effective if, on such Target Portfolio Implementation Date, a Rebalancing in respect of any previous Target Portfolio Implementation Date has not yet been completed. Such Rebalancing shall be postponed to the next reasonably practicable date following the completion of the previous Rebalancing. Also, for the avoidance of doubt, should a new Target Portfolio Publication Event (and related Target Portfolio Publication Date) occur before the Target Portfolio Implementation Date of the immediately preceding Target Portfolio Publication Event (and related Target Portfolio Publication Date), such previous Target Portfolio Publication Event (and related Target Portfolio Publication Date) shall not be implemented.

As soon as reasonably practicable on a Target Portfolio Publication Date, the Calculation Agent will determine the target weight of each Stock Constituent (the "**Target Weight**") that shall form part of the Reference Portfolio following such Rebalancing in its reasonable discretion. The Calculation Agent will determine the exact number of Stock Constituents based on prevailing market conditions in its reasonable discretion. Such number may deviate from the exact Target Weight.

The Calculation Agent may not rebalance the Reference Portfolio following a Target Portfolio Publication Event in the following circumstances:

- (i) The Calculation Agent determines that a Hedging Disruption Event has occurred in relation to any Stock Constituent. In this paragraph, "**Hedging Disruption Event**" means the determination by the Calculation Agent that it would not be reasonably practicable or it would otherwise be undesirable, for any reason, for a notional Investor wholly or partially to establish, re-establish, substitute or maintain any hedging transaction which in the determination of the Calculation Agent would be necessary or desirable to hedge the obligations of an issuer of securities linked to the performance of the Reference Portfolio (such reasons may include, but are not limited to (i) any material illiquidity in the market for any Stock Constituent, (ii) a change in any applicable law (including, without limitation, any tax law) or the promulgation of, or change in, the interpretation of any court, tribunal or regulatory authority with competent jurisdiction of any applicable law (including any action taken by a taxing authority); or (iii) the general unavailability of market participants who would agree to enter into any such hedging transaction on commercially reasonable terms or at all); and
- (ii) the Calculation Agent determines that it would not be reasonably practicable for a notional Investor in the same position as the Issuer to make purchases and/or sales of Stock Constituent due to compliance, liquidity, unreasonable market impact, regulatory, reporting or reputational constraints, take-over considerations, internal restrictions or lack of internal approval.

Target Weight

As soon as reasonably practicable on a Target Portfolio Publication Date, the Calculation Agent will determine the Target Weight of each Stock Constituent that shall form part of the Reference Portfolio following such Rebalancing in its reasonable discretion and according to the following methodology:

- (i) Subject to the following paragraphs, all the stocks that are rated "Most Preferred" shall form part of long positions in the Reference Portfolio following such Rebalancing.
- (ii) However, subject to the following paragraphs, where a stock in the UBS CIO Technology Disruption Equity Preference List is listed in India and/or in China and/or in South Korea and/or in Taiwan, an equivalent ADR or GDR (as applicable) shall be included in the Reference Portfolio, as determined by the Calculation Agent. If no relevant ADR or GDR is available, as determined by the Calculation Agent in its reasonable discretion, such stock shall not be selected as a Reference Portfolio Component.
- (iii) Furthermore, any stock rated "Most Preferred" that does not meet the Liquidity

Criteria as defined hereafter and as reasonably determined by the Calculation Agent shall not form part of long positions in the Reference Portfolio following such Rebalancing.

- (iv) Furthermore, any stock rated "Most Preferred" that does not meet the Market Cap Criteria as defined hereafter and as reasonably determined by the Calculation Agent or is subject to a Disrupted Day as of the Target Portfolio Publication Date shall not form part of long positions in the Reference Portfolio following such Rebalancing.
- (v) Furthermore, if the Calculation Agent determines that it would not be reasonably practicable for a notional Investor in the same position as the Issuer to make purchases and/or sales of any stock rated "Most Preferred" due to compliance, regulatory, reporting or reputational constraints, take-over considerations, internal restrictions or lack of internal approval, such stock shall not form part of the Reference Portfolio following such Rebalancing.
- (vi) Once the Calculation Agent has determined the relevant list of all the stocks that are rated "Most Preferred" that shall form part of the Reference Portfolio following such Rebalancing, the portfolio of such stocks shall be equally weighted. As such, the Target Weight of each Stock Constituent that shall form part of the Reference Portfolio following such Rebalancing shall be equal to one divided by the expected number of stocks in the Reference Portfolio following such Rebalancing.

For the avoidance of doubt, the Target Weight of the Cash Position following a Rebalancing shall be computed by the Calculation Agent in its reasonable discretion as the difference between the Reference Portfolio Level immediately before a Rebalancing is implemented and the market value of the Stock Constituents immediately following such rebalancing, taking into account the relevant Adjustment Fees, if any. Such Target Weight can be negative from time to time. For the avoidance of doubt, the Reference Rate Component and Spread would not be applicable on any incidental negative Cash Position (as determined by the Calculation Agent, acting reasonably).

Liquidity Criteria Means a 30-day average daily value greater than or equal to USD 20,000,000.00, as determined by the Calculation Agent in its reasonable discretion.

Market Cap Criteria Means a floating market capitalization greater than or equal to USD 1 billion as determined by the Calculation Agent in its reasonable discretion.

Reference Rate The Reference Rate is observed on every week day and shall be equal to the United States SOFR Secured Overnight Financing Rate (Bloomberg page: SOFRRATE<Index>) (the "**Relevant Screen Page**") (a "**Reference Rate Component**") plus a spread (the "**Spread**"), which for the avoidance of doubt may be negative from time to time. In respect of a positive Cash Position, the Spread shall be 0.00%. In respect of a Negative Cash Position, the Spread shall be equal to 0.30%.

If one or more Relevant Screen Page is not available or if a Reference Rate Component is not displayed, the Reference Rate Component shall be the equivalent rate as displayed on the corresponding page of another financial information service. If one or more Reference Rate Component is no longer displayed in one of these forms, the Calculation Agent is entitled to specify at its reasonable discretion a successor Reference Rate Component calculated on the basis of the standard market practices applicable at that time as the Reference Rate Component.

A "**Reference Rate Adjustment Event**" shall be deemed to have occurred where a Reference Rate Component (i) has ceased to be, or will cease to be, available, (ii) is one which a relevant regulatory supervisor has determined is no longer, or as of a specified future date will no longer be, representative of the underlying market and economic reality that such rate is intended to measure, or (iii) is no longer suitable for the purpose of determining the Reference Rate taking into account the accrual rate or cost of financing incurred or charged by the Issuer, in each case as determined by the Calculation Agent in its sole discretion.

Upon the occurrence of a Reference Rate Adjustment Event, the Calculation Agent may make adjustments in its sole discretion to (i) any or all of the Reference Rate Components (including for the avoidance of doubt, the Spread), and (ii) the then prevailing formula for determining the Reference Rate, and shall determine the effective date of such adjustment(s).

Risk Factors:



These risk factors are in addition to the above warning, "Product Specific Risks" and "Risk Factors relating to the Issuer" section set out above and prospective investors should consider the following additional risks together with all other information in the termsheet and the Product Documentation before making any investment decision. If you have any concerns or doubts about the Products, you should obtain independent professional advice.

Prospective investors are advised to carefully read these risk factors associated with the Notes. These risk factors are not, and are not intended to be, a complete list of all risks and considerations relevant to the Notes or your decision to purchase the Notes. These risk factors are in addition to the above warning and prospective investors should consider the following additional risks together with all other information in the termsheet before making any investment decision. If you have any concerns or doubts about the Notes, you should obtain independent professional advice.

Capital Loss Risk

The Notes are subject to capital risk and investors may lose all of the amount initially invested as the Notes may be redeemed by delivery of securities which may be worth substantially less than the amount of capital invested in the Notes. Also, if an investor elects to redeem the Notes or the Notes are otherwise early redeemed prior to maturity, the investor may not receive 100% of the amount of capital invested.

Credit Risk

Prospective investors should be aware that receipt of any payment (whether coupon payment (if any) or redemption amount) and/or any securities by a Noteholder is subject to the credit risk of the Issuer. Investors assume the risk that the Issuer will not be able to satisfy its obligations under the Notes. Except where specifically provided otherwise, the Notes will constitute general and unsecured contractual obligations of the Issuer and such obligations will rank equally with all other unsecured contractual obligations of the Issuer. The Notes will also rank pari passu with subsequent unsecured obligations of the Issuer. In the case of an insolvency of the Issuer, preferred liabilities of the Issuer will have priority over unsecured obligations such as these Notes.

Any stated credit rating of the Issuer reflects the independent opinion of the referenced rating agency as to the creditworthiness of the rated entity but is not a guarantee of credit quality of the Issuer. Any downgrade of the credit ratings of the Issuer or affiliates, by any rating agency could result in a reduction in the value of the Notes.

Liquidity Risk

There is currently no active or liquid secondary trading market for these Notes. There can be no assurance that anyone intends to make a market in the Notes, or that if anyone does so, that it will continue to do so.

The Notes may not be marketable and as such may not be able to be liquidated or sold before maturity, or if liquidated/sold, may only realise an amount that is significantly less than the initial amount invested by the investor.

Early Redemption of the Notes for taxation reasons

Under the terms of the Notes, the Issuer is also entitled to early redeem the Notes if the Issuer is required to deduct or withhold any taxes as more particularly set out in the Global Security relating to the Notes. In such circumstances, investors may receive an amount which is less than the amount of capital invested in the Notes. Please note however, if the Issuer is required to withhold any amount pursuant to FATCA or Section 871(m) of the U.S. Tax Code, the Issuer will not be required to pay additional amounts with respect to the amount so withheld (as more particularly set out in the Global Security relating to the Notes).

Market Risk

The Notes can be volatile instruments and may be subject to considerable fluctuations in value and other risks inherent in investing in securities and/or derivatives. The value of a Note may fall as rapidly as it may rise due to numerous factors, including, but not limited to, systemic risks, variations in the frequency and magnitude of changes in interest rates, inflation outlook and the price/level of any underlying reference to which the Notes relate (e.g. securities, commodities, funds, rates and/or indices). The value of a Note may increase or decrease during its tenor.

The Notes are structured investment products - buying the Notes is not the same as taking a position in respect of the underlying shares and/or indices. Changes in the prices and/or level of the underlying shares and/or indices may not lead to a corresponding change in the market value of the Notes of the same magnitude or even any change at all.

Investors are exposed to the movement of interest rates whenever their Notes are redeemed, tendered or sold prior to maturity. From an economic perspective, the Notes typically comprise a zero coupon bond and an option. Movements in interest rates will have an impact upon both the value of the zero coupon bond and the option. As interest rates move upwards, the value of the Notes generally fall. Moreover, the longer the tenor of the Notes, the more sensitive the Notes will be to interest rate changes.

UBS may provide investment banking and other services to and/or have officers who serve as directors of the underlying companies. UBS's trading and/or hedging activities related to this transaction may have an impact on the price of the underlying asset and may affect the likelihood that any relevant barrier is crossed. UBS has policies and procedures designed to minimise the risk that officers and employees are influenced by any conflicting interest or duty and that confidential information is improperly disclosed or made available.

Potential Return Risk / Underperformance Risk

The Notes are subject to capital risk and an investor may lose up to all of his/her initial investment. Potential return on the Notes may be less than returns on a bank deposit or a non-structured fixed coupon bond or a direct investment in the assets linked to the Note, or other investments. There can be no assurance that the Notes will be redeemed at maturity at an amount which is equal to or more than the amount of capital initially invested, in which case, investors in the Notes would have foregone any potential return that may have been earned on a direct investment in securities, indices, commodities, interest rates, fixed income investment or bank deposit of similar amount and tenor.

The annualized return of the Notes could be negative if the aggregate amount received or value of securities delivered under the Notes (after taking into account of interest/coupon paid under the Notes (if any)) at maturity is less than the initial amount of capital invested in the Notes. Any per annum ("p.a.") interest/coupon calculation is made on the basis that the Notes are held to maturity. If a Note is sold or redeemed prior to maturity, the overall return on the Note will be reduced accordingly.

Additionally, any potential return on an investment in any Notes does not take into consideration any fees charged in relation to your investment in the Notes (including, but not limited to, any fees relating to the purchase or transfers of Notes, custody services, payments of interest/coupon and redemption amount and delivery of securities).

Reinvestment risk

If the Notes are early redeemed in accordance with the terms and conditions of the Notes, investors should note when he/she reinvests the proceeds into another product or instrument, the terms of such product or instrument may not be as favorable as those of the Notes.

Leverage Risk

Borrowing capital to fund the purchase of the Notes (leveraging) can significantly increase the risks of the investment such that if the value of the Notes decreases on a mark to market basis, leveraging will magnify that decrease in value.

Any statement on the potential risks and return on the Notes does not take into account the effect of any leveraging. Investors must factor in and consider the potential impact of, amongst other things, the cost of funding and possibility of margin calls due to a decrease in the daily mark to market value of the Notes prior to their maturity.

Investors considering borrowing capital to leverage their investment in the Notes should obtain further detailed information as to the applicable risks from their lender.

Foreign Exchange Rate Risk

If any amount received under the Notes is converted from the denominated currency to another currency, or if the Notes are redeemed by delivery of securities denominated in a currency other than the Notes' denominated currency, the financial return under the Notes may be subject to fluctuations of the relevant exchange rate. The relevant exchange rate may fluctuate as a result of market and political conditions and economic factors and may go up as well as down. There

is no assurance that the level of the relevant exchange rate at any given time will be at a level which will result in a favorable financial return.

Settlement Disruption Risk

Certain settlement disruption events may occur which will restrict the Issuer's ability to deliver cash and/or securities and the date of delivery of cash and/or the securities will be delayed accordingly. If the Notes are to be redeemed by physical delivery of securities, the Issuer may exercise its sole discretion to cash settle in whole or in part such securities to be delivered.

Notwithstanding that payment of coupon amount (if payable under the Notes) and/or redemption amount and/or delivery of securities have been made by the Issuer on the relevant payment date or settlement date, due to the fact that such payment and/or physical settlement under the Notes are processed by the clearing system across different time zone, the coupon, redemption amount and/or the securities may not be reflected on the records of the clearing system accountholder simultaneously on the specified payment date and/or settlement date under the Notes.

Securities transfer expenses and completion of transfer notice in case of physical settlement

If securities are to be delivered to you pursuant to the terms and conditions of the Notes, as a condition precedent to such delivery, you will be required to pay all taxes, duties, costs, charges and expenses which are incurred in respect of the purchase and transfer of such securities, including but not limited to any buyer's stamp duty, transaction levy, registration charges and other expenses payable in respect of such securities. In addition, you will be required to pay a sum equal to all the expenses payable by the seller and transferor of the relevant securities.

Asset transfer notice has to be completed and received by the Issuer or its affiliates before securities can be delivered to you pursuant to the terms and conditions of the Notes.

Consequences of the Notes being represented by Global Security

For so long as the Notes are represented by the Global Security, the Notes will be held and traded through the clearing system. For the purposes of payments and delivery of notices required to be made by the Issuer to holder of the Notes, such payments and notices will be given by delivery to the relevant clearing system for communication and delivery by it to entitled accountholders, and therefore investors will have to rely on the relevant participant in the clearing system and their custodian banks to credit his account with payments credited to it and/or to distribute to the investors notices which it receives through the clearing system from the Issuer.

Limited Recourse

The Issuer's obligation to pay any amounts due hereunder shall be reduced and/or delayed accordingly if the Issuer (or its affiliates), 1) fails to receive any amount/securities in full or 2) experiences a delay in the receipt of any amount/securities, in each case under the transactions entered into by the Issuer (or its affiliates) for hedging the Notes.

Disrupted Day Risk

The Calculation Agent may determine that an event giving rise to a Disrupted Day has occurred at any relevant time during the life of the Notes, and this determination may have an effect on the timing of valuation of the underlying shares/indices and consequently the financial return of the Notes. Also, investors should note that the payment date/delivery date will be later than the originally scheduled date if any relevant valuation date/fixing date is a Disrupted Day for any underlying share/index.

Discretion exercised by the Calculation Agent may have an unforeseen adverse impact on the financial return of the Notes

Under the terms of the Notes, the Calculation Agent has certain discretionary rights to make certain determination or adjustment of the terms of the Notes.

Investors should be aware that any determination made by the Calculation Agent is made in its sole and absolute discretion and may have an unforeseen adverse impact on the financial return of the Notes. Any such discretion exercised

by, or any calculation made by, the Calculation Agent (in the absence of manifest error) will be in good faith and shall be binding on investors.

Risks specific to exchange traded funds

If the product is linked to the performance of exchange traded funds (ETFs), investors should also note the following risks specific to ETFs:

- (i) **market risk:** Investment aim of most ETFs is to track the performance of indices, market sectors, or groups of assets such as stocks, bonds or commodities. Investors are subject to risk of loss and volatility associated with the underlying index/assets. The net asset value (NAV) of the ETF will change with changes in the market value of the underlying securities or other assets it holds and such changes may be amplified or inverse in the case of leveraged or inverse ETFs.
- (ii) **tracking error risk:** The performance of the ETFs may deviate from the underlying index, market sectors or assets. This may be due to the impact of fees and expenses incurred to the ETFs, currency differences, the replication strategy of the ETF, and/or the failure of such strategy.
- (iii) **counterparty risk:** If the ETF uses a synthetic replication strategy by entering into swaps or other derivatives transactions to gain exposure to the index or assets it tracks, investors are exposed to the risk that such counterparties may default on their obligations which may expose the ETF to greater losses than if the ETF invested only in conventional securities. There is always a risk that the market value of any collateral held by such ETF has deteriorated and is substantially below the amount secured by such collateral and thus, resulting in significant loss to the ETF.
- (iv) **foreign exchange risk:** Assets and securities of an ETF may be denominated in a currency that differs from the currency in which the ETF's Net Asset Value (NAV) and/or the product is denominated. Accordingly, any fluctuation in the relevant exchange rates will affect the value of the underlying securities and assets of the ETF as well as the NAV of the ETF, which in turn may affect the market value of the product.
- (v) **liquidity risk:** The ETF may be less liquid than the underlying securities it tracks and as a result, an investor could be exposed to greater liquidity risk in the event of early termination than if the product is linked directly to the underlying securities.
- (vi) **trading at discount or premium:** An ETF may be traded at discount or premium to its NAV and such price discrepancy is caused by supply and demand factors. This may arise during the periods of high market volatility and in particular, where index/market that the ETF tracks is subject to direct investment restrictions.

For any dealing of structured products with ETFs as underlying, you should have read and understood all relevant product information (including offering documents) of the ETFs before placing your order to us.

Compounding of Risks

An investment in the Notes involves risks and should only be made after assessing the direction, timing and magnitude of potential future changes in the value of the applicable reference securities, indices, commodities, interest rates etc., the risks associated with such investments and the terms and conditions of the Notes.

More than one risk factor may have simultaneous effects with regard to the Notes such that the effect of a particular risk factor may not be predictable.

In addition, more than one risk factor may have a compounding effect which may not be predictable. No assurance can be given as to the effect that any combination of risk factors may have on the value of the Notes.

Fee Disclosure

Further information on any discount to the issue price provided by UBS Investment Bank division to UBS Wealth Management division is available in the Pricing Schedule or other similar document which may be provided by UBS Wealth Management division from time to time.

