

**TRADED TERMSHEET****UBS AG, LONDON BRANCH****Issue of USD 200,000 Callable Fixed Rate Note due 2034**

Please note that the Notes are subject to risks, including without limitation, capital, market and issuer credit risks, with possible loss of the amount of capital invested. The Notes may be redeemed by delivery or payment of securities or other underlying assets or cash (as applicable) which may be worth substantially less than the amount of capital invested in the Notes. If an investor elects to sell the Notes on the secondary market or the Notes are otherwise early redeemed prior to maturity, he/she may not receive 100% of the amount of capital invested and may lose all the invested capital.

Negative scenario: There are other circumstances where an investor of the Note may lose up to 100% of the amount of capital invested as mentioned in other parts of this document.

This termsheet is subject to and should be read in conjunction with (i) the applicable pricing supplement relating to this issue of Notes ("Pricing Supplement") and (ii) the base prospectus (including the general terms and conditions of the Notes, the "Conditions") in effect as of the Issue Date of the Notes ("Base Prospectus") and relating to the Issuer's Euro Note Programme (as supplemented from time to time), which is available upon request. If there is any inconsistency between the terms set out in this termsheet and the Pricing Supplement, the Pricing Supplement will prevail. Terms used herein and otherwise not defined shall have the same meaning as given to such terms in the Base Prospectus.

The Notes have not been, and will not be, registered under the United States Securities Act of 1933, as amended (the "Securities Act"), or any state securities laws in the United States and are being offered and sold outside the United States to non-US persons (as such terms are defined in Regulation S under the Securities Act ("Regulation S")) in reliance on the exemption from registration provided pursuant to Regulation S. The Notes (a) may not be offered, sold or otherwise transferred within the United States or to the account of any US Person (as defined in Regulation S under the Securities Act), and (b) may be offered, sold or otherwise transferred only to transferees that are Non-United States Persons (as defined by the Commodity Futures Trading Commission). Notes sold in reliance on Regulation S will initially be represented by interests in a single, permanent global unrestricted registered Note (each an "Unrestricted Global Note"), without Coupons or Talons, which will be deposited with a depository for, and registered in the name of a nominee of, Euroclear and Clearstream, Luxembourg. Interests in each such Unrestricted Global Note may be held only through Euroclear or Clearstream, Luxembourg. Investors may hold their interests in an Unrestricted Global Note directly through Euroclear or Clearstream, Luxembourg, if they are participants in such systems, or indirectly through organizations which are participants in such systems. Holders of interests in an Unrestricted Global Note may apply for definitive Registered Notes only in the limited circumstances set out in the Unrestricted Global Note.

Issuer:	UBS AG, acting through its London Branch
Arranger:	UBS AG, acting through its London Branch
Specified Denomination:	The Notes may be issued, traded and redeemed in integral multiples of USD 1,000, subject to a minimum lot of USD 5,000
Minimum Transfer Amount:	USD 5,000
Calculation Amount:	USD 1,000
Aggregate Nominal Amount:	USD 200,000
Issue Price:	100 per cent.

Trade Date:	10 January 2024
Issue Date:	16 January 2024
Maturity Date:	15 January 2034 (the "Scheduled Maturity Date"), subject to adjustment in accordance with the Business Day Convention.
Issuer's Rating:	Aa3 Moody's / A+ S&P's / A+ Fitch as of Trade Date

**Provisions relating to Interest:**

Interest Commencement Date:	Issue Date
Rate of Interest:	5.00% per annum
Interest Payment Dates:	15 January, 15 April, 15 July and 15 October of each year from and including 15 April 2024 up to and including 15 January 2034 or Optional Redemption Date (as applicable), subject to adjustment in accordance with the Business Day Convention. The Interest Payment Dates shall be adjusted in accordance with the Business Day Convention, however the Interest Periods shall remain unadjusted.
Day Count Fraction:	30/360
Business Day Convention:	Modified Following Business Day Convention

**Provisions Relating to Redemption:**

Redemption Amount:	100 per cent of Aggregate Nominal Amount
Redemption at the option of the Issuer:	Applicable. The Issuer may redeem the Notes, at the Optional Redemption Amount on an Optional Redemption Date, upon giving written notice as specified below. Noteholders will not be entitled to any interest payments other than those due on such Interest Payment Date in respect of which the Redemption option is exercised.
Optional Redemption Amount:	100 per cent of Aggregate Nominal Amount.
Optional Redemption Date(s)	15 January, 15 April, 15 July and 15 October of each year from and including 15 January 2026 to and including 15 October 2033, subject to adjustment in accordance with the Business Day Convention.
Notice period for notice to the Noteholders in the case of redemption at the option of the Issuer:	At least five (5) Business Days prior to the relevant Optional Redemption Date.

**General Provisions Applicable to the Notes:**

Instrument:	MTN issued off the UBS AG Euro Note Programme and governed by English law.
Status of the Notes:	Senior unsecured
Listing:	Euronext Dublin's Global Exchange Market
Rating:	A+ S&P's as of Trade Date
Form of Notes:	Registered Notes: Unrestricted Global Note in registered form
Business Days:	New York and London
Calculation Agent:	UBS AG, acting through its London Branch, or any successor thereof. All determinations by the Calculation Agent hereunder in the absence of manifest error, wilful default or bad faith, will be final and conclusive, and the Calculation Agent and the Issuer have no liability to the Noteholders or any third party in relation to such determinations.
Further Issue:	The Issuer may, from time to time without the consent of the Holder, issue further securities having the same terms and conditions as the Notes so as to form a single series and be fungible with the Notes.

Market Making: The Notes are not traded or publicly quoted on any stock exchange or quotation system. The Issuer or its affiliates may from time to time, whether upon request or otherwise, offer to purchase Notes from existing holders or to sell Notes, at such price and in such quantity as determined in the absolute discretion of the offeror. The Issuer or its affiliates are under no obligation to make such offer to sell or purchase, and if made, may be withdrawn at any time without notice. Any offer to sell or purchase by the Issuer or its affiliates or actual sales and purchases made pursuant to the offers do not assure the existence or continuance of a liquid secondary market for the Notes, and the Issuer or its affiliates may discontinue such activities at any time.

**Distribution:**

Dealer: UBS AG, acting through its London Branch

Selling Restrictions: The selling restrictions set out in the Base Prospectus apply.

**Any Notes 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 prospectus or corresponding document relating to the Notes in such jurisdiction.**

**EEA and UK: Not Applicable**

**Taiwan:**

The Notes may not be sold, offered or issued to Taiwan resident investors or in Taiwan unless they are made available, (i) outside Taiwan for purchase outside Taiwan by such investors and/or (ii) in Taiwan, (A) in the case of Notes which are a "structured product" as defined in the Regulation Governing Offshore Structured Products of the Republic of China ("OSP Regulation") through bank trust departments, licensed securities brokers and/or insurance company investment linked insurance policies pursuant to the OSP Regulation or (B) in the case of Notes which are not "structured products" under the OSP Regulation, through properly licensed Taiwan intermediaries (including the nondiscretionary monetary trust of licensed banks in Taiwan acting as trustees) in such manner as complies with Taiwan law and regulation and/or (iii) in such other manner as may be permitted in accordance with Taiwan laws and regulations.

**USA:**

This Product may not be sold or offered within the United States or to U.S. persons.

The Notes 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 or delivered within the United States or to, or for the account or benefit of, US persons except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act, and the Notes may be offered, sold or otherwise transferred only to transferees that are Non-United States Persons (as defined by the Commodity Futures Trading Commission). Terms used in this paragraph have the meanings given to them by

Regulation S under the Securities Act or the Commodity Futures Trading Commission. The tax treatment of the Notes is uncertain. Therefore, if you are a US taxpayer that is not a US person (as defined under Regulation S under the U.S. Securities Act) you are urged to consult with your own tax advisors to determine the appropriate characterization of this Note for US federal income tax purposes. Please contact UBS for any additional information that you may require in making your determination.

Section 871(m) of the U.S. Tax Code and FATCA: Non-U.S. Holders.

The U.S. federal income tax treatment of the contingent payments is unclear. Subject to Section 871(m) of the Internal Revenue Code of 1986, as amended (the "Code") and FATCA, as discussed below, we currently do not intend to withhold any tax on any contingent payments made to a non-U.S. holder that provides us (and/or the applicable withholding agent) with a fully completed and validly executed applicable IRS Form W-8. However, it is possible that the IRS could assert that such payments are subject to U.S. withholding tax, or that we or another withholding agent may otherwise determine that withholding is required, in which case we or the other withholding agent may withhold up to 30% on such payments (subject to reduction or elimination of such withholding tax pursuant to an applicable income tax treaty). We will not pay any additional amounts in respect of such withholding. Gain from the sale or exchange of a Note or settlement at maturity generally should not be subject to U.S. tax unless such gain is effectively connected with a trade or business conducted by the non-U.S. holder in the United States or unless the non-U.S. holder is a non-resident alien individual and is present in the U.S. for 183 days or more during the taxable year of such sale, exchange or settlement and certain other conditions are satisfied, or the non-U.S. holder has certain present or former connections with the United States.

#### Section 871(m)

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").

The Issuer has determined that the Notes are not specified equity-linked instruments that are subject to withholding on dividend equivalents and, therefore, will not be subject to withholding on dividend equivalent payments. It is possible, however, that the Notes could be deemed to be reissued for tax purposes upon the occurrence of certain events affecting the (i) shares and/or indices referenced in the Notes or (ii) these Notes, and following such occurrence, the Notes could be treated as delta one specified equity-linked instruments that are subject to withholding on dividend equivalent payments. It is also possible that withholding tax or other Section 871(m) tax could apply to the Notes under these rules if a non-U.S. holder enters, or has entered, into certain other transactions in respect of the relevant shares and/or indices referenced in the Notes. If withholding is required, the Issuer will withhold 30% in respect of dividend equivalents paid or deemed paid on the Notes and will not pay any additional amounts with respect to any such taxes withheld. Additionally, in the event that withholding is required, 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 Notes 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.

A non-U.S. holder that enters, or has entered, into other transactions in respect of the shares and/or indices referenced in the Notes should consult its own tax advisor regarding the application of Section 871(m) to its Notes in the context of its other transactions. No assurance can be given that investors in the Notes will be able to successfully claim a reduction in tax pursuant to an income tax treaty.

#### Foreign Account Tax Compliance Act

The Foreign Account Tax Compliance Act ("FATCA") was enacted on March 18, 2010, and imposes a 30% U.S. withholding tax on "withholdable payments" (i.e., certain U.S. -source payments, including interest (and OID), dividends, other fixed or determinable annual or periodical gain, profits, and income, and on the gross proceeds from a disposition of property of a type which can produce U.S. -source interest or dividends) and "passthru payments" (i.e., certain payments attributable to withholdable payments) made to certain foreign financial institutions (and certain of their affiliates) unless the payee foreign financial institution agrees (or is required), among other things, to disclose the identity of any U.S. individual with an account of the institution (or the relevant affiliate) and to annually report certain information about such account. FATCA also requires withholding agents making withholdable payments to certain foreign entities that do not disclose the name, address, and taxpayer identification number of any substantial U.S. owners (or do not certify that they do not have any substantial United States owners) to withhold tax at a rate of 30%. Under certain circumstances, a holder may be eligible for refunds or credits of such taxes.

Pursuant to final and temporary Treasury regulations and other IRS guidance, the withholding and reporting requirements under FATCA will generally apply to certain "withholdable payments" made on or after July 1, 2014, certain gross proceeds on a sale or disposition occurring after December 31, 2018, and certain foreign passthru payments made after December 31, 2018 (or, if later, the date that final regulations defining the term "foreign passthru payment" are published). In addition, withholding tax under FATCA would not be imposed on withholdable payments solely because the relevant obligation is treated as giving rise to a dividend equivalent (pursuant to Section 871(m) and the regulations thereunder) where such obligation is executed on or before the date that is six months after the date on which obligations of its type are first treated as giving rise to dividend equivalents. If, however, withholding is required, we (or the applicable paying agent) will not be required to pay additional amounts with respect to the amounts so withheld. Foreign financial institutions and non-financial foreign entities located in jurisdictions that have an intergovernmental agreement with the U.S. governing FATCA may be subject to different rules.

Investors should consult their own advisors about the application of FATCA, in particular if they may be classified as financial institutions (or if they hold their Notes through a foreign entity) under the FATCA rules.

#### **Operational Information:**

Delivery:	Delivery against payment
Issuing and Paying Agent:	The Bank of New York Mellon, acting through its London Branch
Clearing System:	Euroclear and Clearstream Banking
Common Code:	252235990
ISIN:	XS2522359905
Valoren:	131807423

#### **Risk Factors:**

***An investment in the Notes involves certain risks. Each potential purchaser of a Note should carefully consider the following factors prior to investing in the Notes. This section of this termsheet does not purport to be an extensive list of all possible risks associated with an investment in the Notes. Prior to entering into such a transaction each prospective purchaser should consult with its own legal, regulatory, tax, financial and accounting advisors to the extent it considers necessary, and make its own investment, hedging and trading decisions (including decisions regarding the suitability of an investment on the Notes) based upon its own judgment and advice from those advisers it considers necessary.***

***References in this section of this termsheet to "UBS" shall be deemed to be references to UBS AG, London Branch as Issuer and Calculation Agent and UBS AG, acting through its London Branch as Dealer.***

#### **General**

The risk factors set out in the Base Prospectus apply to this issue of Notes.

Prospective purchasers of the Notes should ensure that they:

- (a) Understand the nature of the Notes and the extent of their exposure to risk;
- (b) Have sufficient knowledge, experience and access to professional advisers to make their own legal, tax, accounting and financial evaluation of the merits and risks of investment in the Notes; and
- (c) Consider the suitability of the Notes as an investment in the light of their own circumstances and financial condition.

Each prospective purchaser of Notes must determine, based on its own independent review and such legal, business and tax advice as it deems appropriate under the circumstances, that its acquisition of the Notes (i) is fully consistent with its financial needs, objectives and condition, (ii) complies and is fully consistent with all investment policies, guidelines, authorisations and restrictions (including as to its capacity) applicable to it, (iii) has been duly approved in accordance with all applicable laws and procedures and (iv) is a fit, proper and suitable investment for it, undertaken for a proper purpose.

### **Risk Factors Relating to the Notes**

#### **Secondary market**

There may not be a secondary market for the Notes, and there is no assurance that a secondary market for the Notes will develop. If a secondary market for the Notes exists, prices in the market may be lower than the Issue Price of the Notes. Noteholders should have the ability and intent to hold the Notes until their Maturity Date.

#### **Changes in Tax Law**

There can be no assurance that, as a result of any change in any applicable law, rule or regulation or interpretation thereof, the payments on the Notes might not in the future become subject to withholding tax, or in respect of Notes being subject to withholding tax, being subject to withholding tax at an increased rate. In the event that the Issuer is, or reasonably expects to be required to pay Additional Amounts in respect of Taxes, the Issuer may redeem the Notes at the Tax Redemption Amount at any time on notice to the Noteholder (the date of giving notice being the Tax Redemption Date). The Tax Redemption Amount is the fair market value of the Notes on the fifth Business Day before the Tax Redemption Date, less any loss of bargain and cost of funding incurred by the Issuer, all as determined by the Calculation Agent in its absolute discretion. The Tax Redemption Amount is not capital protected.

#### **Legality of Purchase**

UBS has no and assumes no responsibility for the lawfulness of the acquisition of the Notes by a prospective purchaser of the Notes, whether under the laws of the jurisdiction of its incorporation or the jurisdiction in which it operates (if different), or for compliance by that prospective purchaser with any law, regulation or regulatory policy applicable to it.

#### **Ratings**

A rating of the Notes, if any, may not adequately reflect all risks of the investment in such Notes. In addition, ratings may be suspended, downgraded or withdrawn. Such suspension, downgrading or withdrawal may have an adverse effect on the market value and trading price of the Notes.

A rating is not a recommendation to buy, sell or hold a Note and may be withdrawn, amended or suspended at any time by the assigning rating agency.

#### **Issuer Call Right**

The Issuer may redeem the Product, in whole but not in part, at its Optional Redemption Amount on each Optional Redemption Date.

## **Credit Risk of the Issuer**

Prospective investors should be aware that receipt of any payment (whether coupon payment (if any) or redemption amount) and/or any securities by an investor 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 throughout the life of the investment. The Issuer's credit 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. 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 Term Sheet, the Pricing Supplement, the Base Prospectus and/or any Base Prospectus Supplements in respect of the programme relating to the Notes. In such circumstances, investors may receive an amount which is less than the amount of capital invested in the Notes.

## **Adjustment Risk**

Following the occurrence of certain events (including events relating to the underlying assets), the Calculation Agent may determine adjustments to the terms of the Notes without the consent of the investors. Any adjustment made to the terms of the Notes may have a negative effect on the value of and return on 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 the Notes 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, interest rates, foreign exchange rates, precious metals and/or indices). The value of a Note may increase or decrease during its tenor.

Buying the Notes is not the same as taking a position in respect of the underlying assets and/or rate(s). Changes in the prices and/or level of the underlying assets and/or rate(s) 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 may be 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 one or more options. Movements in interest rates will have an impact upon both the value of the zero coupon bond and the option(s). 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'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. Furthermore, 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 and/or rate(s) linked to the Note, or other investments. There can be no assurance that the Notes will be redeemed at maturity or upon early redemption at an amount which is equal to or more than the amount 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, currencies, precious metals, 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 or upon early redemption is less than the initial amount 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.

Investors should be aware that 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 transfer of Notes, custody services, payments of interest/coupon and redemption amount and delivery of securities).

### **Reinvestment Risk**

If the Notes are redeemed early in accordance with the terms and conditions of the Notes, investors should note that when he/she reinvests the proceeds into another product or instrument, the terms of such other 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.

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 payments and/or physical settlement under the Notes are processed by the clearing system across different time zones, 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 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 may 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 may be required to pay a sum equal to all the expenses payable by the seller and transferor of the relevant securities.

## **Consequences of the Notes being represented by the Global Note**

For so long as the Notes are represented by the Global Note(s), 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.

## **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.

## **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, foreign exchange rates and precious metals 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.

## **Prudential Supervision**

UBS AG is authorised and regulated by the Swiss Financial Market Supervisory Authority (FINMA). In addition, its London Branch is authorised by the Prudential Regulatory Authority (PRA) and subject to regulation by the Financial Conduct Authority (FCA) and limited regulation by the PRA and its Jersey Branch is authorised and regulated by the Jersey Financial Services Commission (JFSC).

## **Important Information**

This information 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 (the "Product"). UBS may provide investment banking and other services to and/or have officers who serve as directors of the companies referred to in this document. UBS's trading and/or hedging activities related to the Product 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.

In certain circumstances UBS sells the Product to dealers and other financial institutions at a discount to the issue price or rebates to them for their own account some proportion of the issue price. Further information is available on request.

The Product may involve a high risk of loss. Prior to purchasing the Product 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 the Product) 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 relation to the Product.

Prospective investors should be aware that receipt of any payment (whether coupon payment or redemption amount) and/or any securities by a holder of the Product 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 Product. Except where specifically provided otherwise, the Product 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 Product 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 the Product.

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 downgrading of the credit ratings of the Issuer or affiliates, by any rating agency could result in a reduction in the value of the Product.

Unless stated otherwise in this document, (i) this document is for information purposes only and should not be construed as an offer, personal recommendation or solicitation to purchase the Product and should not be treated as giving investment advice, and (ii) the terms of any investment in the Product will be exclusively subject to the detailed provisions, including risk considerations, contained in the information memorandum, prospectus or other issuer documentation for the issue of the Product.

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's prior written permission.

No action has been or will be taken in any jurisdiction that would permit a public offering of the Product, save where explicitly stated in the issuer documentation. The Product must be sold in accordance with all applicable selling restrictions in the jurisdictions in which it is sold.