



Capital and total loss-absorbing capacity instruments of UBS Group AG consolidated and UBS AG consolidated and standalone issued after 31 December 2019 – Key features

Capital instruments of UBS Group AG consolidated and UBS AG consolidated and standalone after 31 December 2019 – Key features

Ordered by issuance date within each category
Published on 27 May 2020

| | | High-trigger loss-absorbing additional tier 1 capital instruments |
|-----------------------------|--|---|
| | | Eligible for regulatory capital purposes |
| 1 | Issuer | UBS Group AG, Switzerland, or other employing entities of the Group |
| 1a | Instrument number | 1 |
| 2 | Unique identifier (e.g., CUSIP, ISIN or Bloomberg identifier for private placement) | - |
| 3 | Governing law(s) of the instrument | Swiss / NY, US |
| | Means by which enforceability requirement of Section 13 of the TLAC | n/a |
| 3a | Term Sheet is achieved (for other TLAC-eligible instruments governed by foreign law) | |
| Regulatory treatment | | |
| 4 | Transitional Basel III rules ¹ | Additional tier 1 |
| 5 | Post-transitional Basel III rules ² | Additional tier 1 |
| 6 | Eligible at solo / group / group and solo | UBS Group AG consolidated |
| 7 | Instrument type (types to be specified by each jurisdiction) | Other instruments (Deferred Contingent Capital Plan, DCCP) |
| 8 | Amount recognized in regulatory capital (currency in millions) ¹ | To be provided with the publication as of 30 June 2020 |
| 9 | Par value of instrument (currency in millions) | USD 311.2 ⁴ |
| 10 | Accounting classification ³ | Other non-financial liabilities |
| 11 | Original date of issuance | 21 February 2020 |
| 12 | Perpetual or dated | Perpetual ⁴ |
| 13 | Original maturity date | - |
| 14 | Issuer call subject to prior supervisory approval | Yes |
| 15 | Optional call date, contingent call dates and redemption amount | First call date: 1 March 2025; for SMFs, 1 March 2026 and 1 March 2027 in equal portions. At the issuer's sole and absolute discretion, settlement by means of either (i) payment of a cash amount equal to the value of the Notional Bond, or (ii) transfer of perpetual AT1 instruments in such amount equivalent to the value of, and on substantially the same terms and conditions as, the Notional Bond (in both cases, net of applicable taxes and social securities contributions) |
| 16 | Subsequent call dates, if applicable | - |
| Coupons | | |
| 17 | Fixed or floating dividend/coupon | Fixed |
| 18 | Coupon rate and any related index | Issues in USD: 3.90%; issues in CHF: 1.50%; annually |
| 19 | Existence of a dividend stopper | No |
| 20 | Fully discretionary, partially discretionary or mandatory | Fully discretionary |
| 21 | Existence of step-up or other incentive to redeem | No |
| 22 | Non-cumulative or cumulative | Non-cumulative |
| 23 | Convertible or non-convertible | Non-convertible |
| 24 | If convertible, conversion trigger(s) | - |
| 25 | If convertible, fully or partially | - |
| 26 | If convertible, conversion rate | - |
| 27 | If convertible, mandatory or optional conversion | - |
| 28 | If convertible, specify instrument type convertible into | - |
| 29 | If convertible, specify issuer of instrument it converts into | - |
| 30 | Write-down feature | Yes |
| 31 | If write-down, write-down trigger(s) | Reported CET1 ratio of the Group is less than 7% / 10%; or FINMA determines a write-down is required to prevent UBS Group AG's insolvency, bankruptcy or failure; or UBS Group AG receives a commitment of governmental support that FINMA determines necessary to prevent UBS Group AG's insolvency, bankruptcy or failure. Subject to applicable conditions |
| 32 | If write-down, full or partial | Full |
| 33 | If write-down, permanent or temporary | Permanent |
| 34 | If temporary write-down, description of write-up mechanism | - |
| 34a | Type of subordination | Contractual |
| 35 | Position in subordination hierarchy in liquidation (specify instrument type immediately senior to instrument in the insolvency creditor hierarchy of the legal entity concerned) | Outside the occurrence of a Trigger Event or Viability Event, the holder under DCCP will have a claim ranking junior to all rights and claims of priority creditors of the issuer (i.e., claims in respect of obligations of the issuer (i) that are unsubordinated, or (ii) that are subordinated (including tier 2 instruments) and do not, or are expressly not stated to, rank pari passu with, or junior to, the issuer's obligations under DCCP or any of the issuer's obligations ranking pari passu with the issuer's obligations under DCCP) |
| 36 | Non-compliant transitioned features | No |
| 37 | If yes, specify non-compliant features | - |

¹ Based on Swiss SRB (including transitional arrangement) requirements; information as of 31 December 2019. ² Based on Swiss SRB requirements applicable as of 1 January 2020. ³ As applied in the financial statements of UBS Group AG or UBS AG under IFRS, except where indicated. ⁴ Comprised of Deferred Contingent Capital Plan (DCCP) issuances. Subject to forfeiture and vesting provisions.

Capital instruments of UBS Group AG consolidated and UBS AG consolidated and standalone after 31 December 2019 – Key features

Ordered by issuance date within each category

Published on 27 May 2020

| | | Total loss-absorbing capacity instruments | |
|-----------------------------|--|--|---|
| | | Eligible for TLAC purposes | |
| 1 | Issuer | UBS Group AG | UBS Group AG |
| 1a | Instrument number | 2 | 3 |
| 2 | Unique identifier (e.g., CUSIP, ISIN or Bloomberg identifier for private placement) | CH0520042489 | CH0521617321 |
| 3 | Governing law(s) of the instrument | Swiss | Swiss |
| 3a | Means by which enforceability requirement of Section 13 of the TLAC Term Sheet is achieved (for other TLAC-eligible instruments governed by foreign law) | n/a | n/a |
| Regulatory treatment | | | |
| 4 | Transitional Basel III rules ¹ | -2 | -2 |
| 5 | Post-transitional Basel III rules | -2 | -2 |
| 6 | Eligible at solo / group / group and solo | UBS Group AG (consolidated) | UBS Group AG (consolidated) |
| 7 | Instrument type (types to be specified by each jurisdiction) | Senior unsecured debt | Senior unsecured debt |
| 8 | Amount recognized in regulatory capital (currency in millions) ¹ | To be provided with the publication as of 30 June 2020 | To be provided with the publication as of 30 June 2020 |
| 9 | Par value of instrument (currency in millions) | EUR 1,500 | USD 120 |
| 10 | Accounting classification | Debt issued measured at amortized cost | Debt issued measured at fair value |
| 11 | Original date of issuance | 29 January 2020 | 4 March 2020 |
| 12 | Perpetual or dated | Dated | Dated |
| 13 | Original maturity date | 29 January 2026 | 4 March 2050 |
| 14 | Issuer call subject to prior supervisory approval | Yes | Yes |
| 15 | Optional call date, contingent call dates and redemption amount | Optional call date (Issuer Call): 29 January 2025. Early redemption possible due to a Tax or Ineligibility Event. Subject to satisfaction of conditions for early redemption. Redemption amount: EUR 1,000 per Calculation Amount | Optional call date (Issuer Call): 4 March 2025. Early redemption possible due to a Tax or Ineligibility Event. Subject to satisfaction of conditions for early redemption. Redemption amount: Amortised Face Amount |
| 16 | Subsequent call dates, if applicable | n/a | Subsequent optional redemption dates: every year after the first optional call date, to and including 4 March 2049 |
| Coupons | | | |
| 17 | Fixed or floating dividend/coupon | Fixed | Zero Coupon Accreting |
| 18 | Coupon rate and any related index | 0.25% until first Reset Date; 1-year EUR Mid-Swap Rate + 55bps thereafter | Zero Coupon Accreting (annual accrual yield of 3.60%) |
| 19 | Existence of a dividend stopper | No | No |
| 20 | Fully discretionary, partially discretionary or mandatory | Mandatory | Mandatory |
| 21 | Existence of step-up or other incentive to redeem | No | No |
| 22 | Non-cumulative or cumulative | Non-cumulative | Non-cumulative |
| 23 | Convertible or non-convertible | Convertible | Convertible |
| 24 | If convertible, conversion trigger(s) | Exercise of Swiss Resolution Power with respect to UBS Group AG. Authority: FINMA or any other authority in Switzerland that is competent under Swiss law to exercise Swiss Resolution Power. Legal basis: statutory approach | Exercise of Swiss Resolution Power with respect to UBS Group AG. Authority: FINMA or any other authority in Switzerland that is competent under Swiss law to exercise Swiss Resolution Power. Legal basis: statutory approach |
| 25 | If convertible, fully or partially | Fully or partially | Fully or partially |
| 26 | If convertible, conversion rate | Discretionary (Swiss Resolution Authority) | Discretionary (Swiss Resolution Authority) |
| 27 | If convertible, mandatory or optional conversion | Optional (at discretion of Swiss Resolution Authority) | Optional (at discretion of Swiss Resolution Authority) |
| 28 | If convertible, specify instrument type convertible into | Common equity tier 1 (CET1) | Common equity tier 1 (CET1) |
| 29 | If convertible, specify issuer of instrument it converts into | UBS Group AG | UBS Group AG |
| 30 | Write-down feature | Yes | Yes |
| 31 | If write-down, write-down trigger(s) | Exercise of Swiss Resolution Power with respect to UBS Group AG. Authority: FINMA or any other authority in Switzerland that is competent under Swiss law to exercise Swiss Resolution Power. Legal basis: statutory approach | Exercise of Swiss Resolution Power with respect to UBS Group AG. Authority: FINMA or any other authority in Switzerland that is competent under Swiss law to exercise Swiss Resolution Power. Legal basis: statutory approach |
| 32 | If write-down, full or partial | Full or partial | Full or partial |
| 33 | If write-down, permanent or temporary | Permanent | Permanent |
| 34 | If temporary write-down, description of write-up mechanism | n/a | n/a |
| 34a | Type of subordination | Structural | Structural |
| 35 | Position in subordination hierarchy in liquidation (specify instrument type immediately senior to instrument in the insolvency creditor hierarchy of the legal entity concerned) | n/a | n/a |
| 36 | Non-compliant transitioned features | - | - |
| 37 | If yes, specify non-compliant features | - | - |

¹ Based on Swiss SRB (including transitional arrangement) requirements; information as of 31 December 2019. ² Eligible under the gone concern loss-absorbing capacity category.

Capital instruments of UBS Group AG consolidated and UBS AG consolidated and standalone after 31 December 2019 – Key features

Ordered by issuance date within each category
Published on 27 May 2020

| | | Total loss-absorbing capacity instruments | |
|-----------------------------|--|---|---|
| | | Eligible for TLAC purposes | |
| 1 | Issuer | UBS Group AG | UBS Group AG |
| 1a | Instrument number | 4 | 5 |
| 2 | Unique identifier (e.g., CUSIP, ISIN or Bloomberg identifier for private placement) | CH0535271214 | CH0547243250 |
| 3 | Governing law(s) of the instrument | Swiss | Swiss |
| 3a | Means by which enforceability requirement of Section 13 of the TLAC Term Sheet is achieved (for other TLAC-eligible instruments governed by foreign law) | n/a | n/a |
| Regulatory treatment | | | |
| 4 | Transitional Basel III rules ¹ | -2 | -2 |
| 5 | Post-transitional Basel III rules | -2 | -2 |
| 6 | Eligible at solo / group / group and solo | UBS Group AG (consolidated) | UBS Group AG (consolidated) |
| 7 | Instrument type (types to be specified by each jurisdiction) | Senior unsecured debt | Senior unsecured debt |
| 8 | Amount recognized in regulatory capital (currency in millions) ¹ | To be provided with the publication as of 30 June 2020 | To be provided with the publication as of 30 June 2020 |
| 9 | Par value of instrument (currency in millions) | USD 200 | USD 100 |
| 10 | Accounting classification | Debt issued measured at fair value | Debt issued measured at fair value |
| 11 | Original date of issuance | 14 April 2020 | 22 May 2020 |
| 12 | Perpetual or dated | Dated | Dated |
| 13 | Original maturity date | 14 April 2050 | 22 May 2050 |
| 14 | Issuer call subject to prior supervisory approval | Yes | Yes |
| 15 | Optional call date, contingent call dates and redemption amount | Optional call date (Issuer Call): 14 April 2025. Early redemption possible due to a Tax or Ineligibility Event. Subject to satisfaction of conditions for early redemption. Redemption amount: Amortised Face Amount | Optional call date (Issuer Call): 22 May 2025. Early redemption possible due to a Tax or Ineligibility Event. Subject to satisfaction of conditions for early redemption. Redemption amount: Amortised Face Amount |
| 16 | Subsequent call dates, if applicable | Subsequent optional redemption dates: every year after the first optional call date, to and including 14 April 2049 | Subsequent optional redemption dates: every year after the first optional call date, to and including 22 May 2049 |
| Coupons | | | |
| 17 | Fixed or floating dividend/coupon | Zero Coupon Accreting | Zero Coupon Accreting |
| 18 | Coupon rate and any related index | Zero Coupon Accreting (annual accrual yield of 4.00%) | Zero Coupon Accreting (annual accrual yield of 3.50%) |
| 19 | Existence of a dividend stopper | No | No |
| 20 | Fully discretionary, partially discretionary or mandatory | Mandatory | Mandatory |
| 21 | Existence of step-up or other incentive to redeem | No | No |
| 22 | Non-cumulative or cumulative | Non-cumulative | Non-cumulative |
| 23 | Convertible or non-convertible | Convertible | Convertible |
| 24 | If convertible, conversion trigger(s) | Exercise of Swiss Resolution Power with respect to UBS Group AG. Authority: FINMA or any other authority in Switzerland that is competent under Swiss law to exercise Swiss Resolution Power. Legal basis: statutory approach | Exercise of Swiss Resolution Power with respect to UBS Group AG. Authority: FINMA or any other authority in Switzerland that is competent under Swiss law to exercise Swiss Resolution Power. Legal basis: statutory approach |
| 25 | If convertible, fully or partially | Fully or partially | Fully or partially |
| 26 | If convertible, conversion rate | Discretionary (Swiss Resolution Authority) | Discretionary (Swiss Resolution Authority) |
| 27 | If convertible, mandatory or optional conversion | Optional (at discretion of Swiss Resolution Authority) | Optional (at discretion of Swiss Resolution Authority) |
| 28 | If convertible, specify instrument type convertible into | Common equity tier 1 (CET1) | Common equity tier 1 (CET1) |
| 29 | If convertible, specify issuer of instrument it converts into | UBS Group AG | UBS Group AG |
| 30 | Write-down feature | Yes | Yes |
| 31 | If write-down, write-down trigger(s) | Exercise of Swiss Resolution Power with respect to UBS Group AG. Authority: FINMA or any other authority in Switzerland that is competent under Swiss law to exercise Swiss Resolution Power. Legal basis: statutory approach | Exercise of Swiss Resolution Power with respect to UBS Group AG. Authority: FINMA or any other authority in Switzerland that is competent under Swiss law to exercise Swiss Resolution Power. Legal basis: statutory approach |
| 32 | If write-down, full or partial | Full or partial | Full or partial |
| 33 | If write-down, permanent or temporary | Permanent | Permanent |
| 34 | If temporary write-down, description of write-up mechanism | n/a | n/a |
| 34a | Type of subordination | Structural | Structural |
| 35 | Position in subordination hierarchy in liquidation (specify instrument type immediately senior to instrument in the insolvency creditor hierarchy of the legal entity concerned) | n/a | n/a |
| 36 | Non-compliant transitioned features | - | - |
| 37 | If yes, specify non-compliant features | - | - |

¹ Based on Swiss SRB (including transitional arrangement) requirements; information as of 31 December 2019. ² Eligible under the gone concern loss-absorbing capacity category.

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Published on 27 May 2020

| | | Total loss-absorbing capacity instruments |
|-----------------------------|--|---|
| | | Eligible for TLAC purposes |
| 1 | Issuer | UBS Group AG |
| 1a | Instrument number | 6 |
| 2 | Unique identifier (e.g., CUSIP, ISIN or Bloomberg identifier for private placement) | CH0543827189 |
| 3 | Governing law(s) of the instrument | Swiss |
| 3a | Means by which enforceability requirement of Section 13 of the TLAC Term Sheet is achieved (for other TLAC-eligible instruments governed by foreign law) | n/a |
| Regulatory treatment | | |
| 4 | Transitional Basel III rules ¹ | .2 |
| 5 | Post-transitional Basel III rules | .2 |
| 6 | Eligible at solo / group / group and solo | UBS Group AG (consolidated) |
| 7 | Instrument type (types to be specified by each jurisdiction) | Senior unsecured debt |
| 8 | Amount recognized in regulatory capital (currency in millions) ¹ | To be provided with the publication as of 30 June 2020 |
| 9 | Par value of instrument (currency in millions) | USD 500 |
| 10 | Accounting classification | Debt issued measured at fair value |
| 11 | Original date of issuance | 27 May 2020 |
| 12 | Perpetual or dated | Dated |
| 13 | Original maturity date | 27 May 2050 |
| 14 | Issuer call subject to prior supervisory approval | Yes |
| 15 | Optional call date, contingent call dates and redemption amount | Optional call date (Issuer Call): 27 May 2025. Early redemption possible due to a Tax or Ineligibility Event. Subject to satisfaction of conditions for early redemption. Redemption amount: Amortised Face Amount |
| 16 | Subsequent call dates, if applicable | Subsequent optional redemption dates: every year after the first optional call date, to and including 27 May 2049 |
| Coupons | | |
| 17 | Fixed or floating dividend/coupon | Zero Coupon Accreting |
| 18 | Coupon rate and any related index | Zero Coupon Accreting (annual accrual yield of 3.50%) |
| 19 | Existence of a dividend stopper | No |
| 20 | Fully discretionary, partially discretionary or mandatory | Mandatory |
| 21 | Existence of step-up or other incentive to redeem | No |
| 22 | Non-cumulative or cumulative | Non-cumulative |
| 23 | Convertible or non-convertible | Convertible |
| 24 | If convertible, conversion trigger(s) | Exercise of Swiss Resolution Power with respect to UBS Group AG. Authority: FINMA or any other authority in Switzerland that is competent under Swiss law to exercise Swiss Resolution Power. Legal basis: statutory approach |
| 25 | If convertible, fully or partially | Fully or partially |
| 26 | If convertible, conversion rate | Discretionary (Swiss Resolution Authority) |
| 27 | If convertible, mandatory or optional conversion | Optional (at discretion of Swiss Resolution Authority) |
| 28 | If convertible, specify instrument type convertible into | Common equity tier 1 (CET1) |
| 29 | If convertible, specify issuer of instrument it converts into | UBS Group AG |
| 30 | Write-down feature | Yes |
| 31 | If write-down, write-down trigger(s) | Exercise of Swiss Resolution Power with respect to UBS Group AG. Authority: FINMA or any other authority in Switzerland that is competent under Swiss law to exercise Swiss Resolution Power. Legal basis: statutory approach |
| 32 | If write-down, full or partial | Full or partial |
| 33 | If write-down, permanent or temporary | Permanent |
| 34 | If temporary write-down, description of write-up mechanism | n/a |
| 34a | Type of subordination | Structural |
| 35 | Position in subordination hierarchy in liquidation (specify instrument type immediately senior to instrument in the insolvency creditor hierarchy of the legal entity concerned) | n/a |
| 36 | Non-compliant transitioned features | - |
| 37 | If yes, specify non-compliant features | - |

¹ Based on Swiss SRB (including transitional arrangement) requirements; information as of 31 December 2019. ² Eligible under the gone concern loss-absorbing capacity category.



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