

# Express Certificate

Linked to Unicredit SpA

Issued by UBS AG, London Branch



Cash settled / EUR

EUSIPA Product Type: Express Certificate (1260)

WKN: UY5C70 / ISIN: DE000UY5C705

## Public offer

## Final Termsheet

### Information on Underlying

Underlying(s)	Reference Level	Early Redemption Level	Kick-In Level
<b>Unicredit S.p.A.</b>	10.02	10.02	6.513
Bloomberg: UCG IM Equity ISIN: IT0005239360 RIC: CRDI.MI	(Official closing price of the Underlying on the Fixing Date)	(100.00% of the Reference Level)	(65.00% of the Reference Level)

### Product Detail

Security Numbers	ISIN: DE000UY5C705 Valor: 48044227 WKN: UY5C70 Common Code: 200911628
Issue Size	up to 100,000 certificates (with reopening clause)
Redemption Currency	EUR
Selling Commission	Up to 1.00% per annum (included in the Issue Price)
Nominal Amount	EUR 100.00
Issue Price	EUR 100.00 ( <b>units quotation</b> )
Quoting	Dirty (accrued coupon will be included in the secondary price)

### Dates

Fixing Date*	07 June 2019
Issue Date / Initial Payment Date*	14 June 2019
Last Trading Date	05 June 2024
Expiration Date	07 June 2024
Redemption Date	14 June 2024
Banking Day	TARGET

### Coupon Payment

Coupon Amount

Coupon Observation Date(i)	Coupon Amount (EUR)
i=1	12.0
i=2	15.0
i=3	18.0
i=4	21.0
i=5	24.0
i=6	27.0

i=7	30.0
i=8	33.0
i=9	36.0
i=10	39.0
i=11	42.0
i=12	45.0
i=13	48.0
i=14	51.0
i=15	54.0
i=16	57.0
i=17	60.0

Coupon Observation Date(s)

Coupon Observation Date(i)	Coupon Observation Date	Coupon Payment Date
i=1	08-Jun-2020	15-Jun-2020
i=2	07-Sep-2020	14-Sep-2020
i=3	07-Dec-2020	14-Dec-2020
i=4	08-Mar-2021	15-Mar-2021
i=5	07-Jun-2021	14-Jun-2021
i=6	07-Sep-2021	14-Sep-2021
i=7	07-Dec-2021	14-Dec-2021
i=8	07-Mar-2022	14-Mar-2022
i=9	07-Jun-2022	14-Jun-2022
i=10	07-Sep-2022	14-Sep-2022
i=11	07-Dec-2022	14-Dec-2022
i=12	07-Mar-2023	14-Mar-2023
i=13	07-Jun-2023	14-Jun-2023
i=14	07-Sep-2023	14-Sep-2023
i=15	07-Dec-2023	14-Dec-2023
i=16	07-Mar-2024	14-Mar-2024
i=17	07-Jun-2024	14-Jun-2024

Record Date

The Record Date means 1 Banking Day before the relevant Coupon Payment Date<sub>(n)</sub>.

Coupon Payment Date<sub>(n)</sub>

The Coupon Payment Date means the fifth Banking Day after the relevant Coupon Observation Date<sub>(n)</sub>.

Coupon Payment

The investor receives a Coupon on the Coupon Payment Date<sub>(n)</sub> provided that the

Underlying closes at or above the Early Redemption Level on the respective Coupon Observation Date<sub>(n)</sub>. If the Underlying closes below its Early Redemption Level on the Coupon Observation Date<sub>(n)</sub>, no Coupon will be paid

### Early Redemption

Early Settlement Amount                      Nominal Amount

Early Redemption Observation Date<sub>(j)</sub>

Early Redemption Observation Date(j)	Early Redemption Observation Date	Early Redemption Payment Date
j=1	08-Jun-2020	15-Jun-2020
j=2	07-Sep-2020	14-Sep-2020
j=3	07-Dec-2020	14-Dec-2020
j=4	08-Mar-2021	15-Mar-2021
j=5	07-Jun-2021	14-Jun-2021
j=6	07-Sep-2021	14-Sep-2021
j=7	07-Dec-2021	14-Dec-2021
j=8	07-Mar-2022	14-Mar-2022
j=9	07-Jun-2022	14-Jun-2022
j=10	07-Sep-2022	14-Sep-2022
j=11	07-Dec-2022	14-Dec-2022
j=12	07-Mar-2023	14-Mar-2023
j=13	07-Jun-2023	14-Jun-2023
j=14	07-Sep-2023	14-Sep-2023
j=15	07-Dec-2023	14-Dec-2023
j=16	07-Mar-2024	14-Mar-2024

Early Redemption Date                      The Early Redemption Date means the Early Redemption Observation Date<sub>(j)</sub>, on which the Early Redemption Event occurs.

Early Redemption Event                      An Early Redemption Event occurs if the closing price of the Underlying is on any of the Early Redemption Observation Dates **equal to or higher than the Early Redemption Level**.

Early Redemption                              **In case of the occurrence of an Early Redemption Event**, the Securities will expire early on the respective Early Redemption Date, and the Securityholder is entitled to receive five Banking Days after the Early Redemption Date the Early Settlement Amount commercially rounded two decimal places.

### Redemption

Settlement Price                              Closing price of the Underlying on the Expiration Date

Kick-In Event                                  A Kick-In Event occurs if the Settlement Price of the Underlying is **lower than the Kick-In Level**.

Redemption                                      The Issuer hereby warrants to the Securityholder the following right:

If the Securities did not expire early

- a) **and if a Kick-In Event has not occurred** the Securityholder is entitled to receive the Nominal Amount.

b) **and if a Kick-In Event has occurred**

the Securityholder is entitled to receive the Settlement Amount calculated according to the following formula:

$$S = N * \frac{\text{Settlement Price}}{\text{Reference Level}}$$

with

"S" = Settlement Amount

"N" = Nominal Amount per Certificate

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**General Information**

Issuer	UBS AG, London Branch
Issuer Rating	Aa3 Moody's / A+ S&P's / AA- Fitch
Lead Manager	UBS Europe SE
Calculation Agent	UBS AG, London Branch
Paying Agent	UBS AG, London Branch
Status	Unsecured / Unsubordinated
Listing	EuroTLX
Trading Hours	09:00 CET - 17:30 CET
Secondary Market	Daily price indications will be available on Reuters/Bloomberg and <a href="http://www.ubs.com/keyinvest">www.ubs.com/keyinvest</a> .
Minimum Trading Lot	1 Certificate
Clearing	Euroclear, Clearstream Banking AG, Clearstream Banking S.A. (Global Note at Clearstream Banking AG)
Custody	Clearstream Banking AG eligible (up-to Global Note filed with Clearstream AG, Frankfurt am Main)
Public Offering	Italy
Form of Deed	Global Note
Governing Law / Jurisdiction	German / Frankfurt
Adjustments	The terms of the Product may be subject to adjustments during its lifetime. Detailed information on such adjustments is to be found in the Product Documentation.

**The validity of the subscription offer by the distributor vis-à-vis the Issuer is subject to the condition that the decision of admission to trading on EuroTLX is released by EuroTLX Sim S.p.A. by not later than on the day immediately preceding the Issue Date; otherwise, the offer by the distributor will be deemed withdrawn and the issuance cancelled. The Issuer undertakes vis-à-vis the distributor to file the relevant application with EuroTLX in due time to allow EuroTLX to release a decision, according to its rules, within the Issue Date (excluded). For the avoidance of doubt: The Issuer explicitly excludes all and any liability for any direct, indirect or consequential loss arising from the rejection of the listing application.**

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**Product Documentation**

The complete information regarding the securities, in particular to the terms and conditions as well as information to the Issuer shall be obtained in the respective Final Terms. The respective Final Terms and the associated UBS Base Prospectus along with the Risk Factors (including any supplements thereto) can be ordered free of charge from UBS Europe SE at Bockenheimer Landstrasse 2-4, 60306 Frankfurt am Main, via +49-(0) 69-1369 8989, fax (+49-(0) 69- 72 22 73) or via e-mail ([invest@ubs.com](mailto:invest@ubs.com)). In addition, the respective documents are available on the internet at <http://www.ubs.com/keyinvest>.

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## **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.**

**Europe** - Any public offer of this Product within an EEA jurisdiction (EU member states plus Norway, Iceland and Liechtenstein) shall only be possible if compliant with the requirements of the EUPD and with the law of that jurisdiction.

If the prospectus either does not qualify as a prospectus published in accordance with the requirements of the EUPD or is not filed with or notified to the relevant Financial Supervisory Authority, this Product may not be offered or sold in EEA jurisdictions other than 1) in minimum denominations of, or total consideration per investor of at least, EUR 50,000 (or equivalent in other currencies), provided that the offer is only being made in one or more EEA jurisdiction that will not, before the end of the offer period for the Securities, have implemented the provision under the Directive 2010/73/EU (the "PD Amending Directive") that increases this minimum denomination (or total consideration per investor) to EUR 100,000; or 2) only to Qualified Investors; and/or (aggregated for all distributors) to less than 100 or, if the relevant EEA jurisdiction has implemented the relevant provision of the 2010 PD Amending Directive, 150 natural or legal persons that are not Qualified Investors per EEA jurisdiction. "Qualified Investors" are persons or entities as defined in the Prospectus Directive.

For information on public offering in EEA jurisdictions please see under section "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 this Product may not be circulated or distributed, nor may this Product 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 under Section 274 of the Securities and Futures Act (Chapter 289) of Singapore (the "SFA"), (ii) to a relevant person 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, or (iii) otherwise pursuant to, and in accordance with the conditions of, any other applicable provision of the SFA.

Where this Product is 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 (as defined in Section 239(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 securities pursuant of 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; or

(4) as specified in Section 276 (7) of the SFA; or

(5) as specified in Regulation 32 of the Securities and Futures (Offers of Investments) (Shares and Debentures) Regulations 2005 of Singapore.

**UK** - For the purpose of non-discretionary accounts, this Product should not be sold with a consideration of less than EUR 100,000 or equivalent.

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