

Termsheet as of 18/08/2020

## Tracker Certificate on Ethereum

Open End; issued in USD; listed on SIX Swiss Exchange AG

ISIN CH0481488002 | Swiss Security Number 48148800 | SIX Symbol UETHQ | WKN A2URL1

Investors should read the section "Significant Risks" below as well as the section "Risk Factors" of the relevant Programme. Investing in this product may put Investor's capital at risk. Investor may lose some or all of its investment.

Even though translation into other languages might be available, it is only the Final Termsheet and Programme in English which are legally binding.

In the European Economic Area this product may only be offered to qualified investors as defined in the Prospectus Regulation or in any other circumstances falling within Article 1(4) of the Prospectus Regulation, provided that no such offer shall require the publication of a prospectus or supplement pursuant to the Prospectus Regulation.

This Product is a derivative instrument according to Swiss law. It does not qualify as unit of a collective investment scheme pursuant to art. 7 et seqq. of the Swiss Federal Act on Collective Investment Schemes (CISA) and is therefore neither registered nor supervised by the Swiss Financial Market Supervisory Authority FINMA. Investors do not benefit from the specific investor protection provided under the CISA.

In addition, investors are subject to the credit risk of the Issuer.

This document is not a prospectus within the meaning of article 1156 of the Swiss Code of Obligations (CO) or article 40 et seqq. of the FinSA.

### I. PRODUCT DESCRIPTION

#### Product description

This Product replicates the price movements of and a direct exposure to the Underlying (adjusted by the  $AAF_t$ , Conversion Ratio<sub>t</sub>, and FX Rate<sub>t</sub> as further outlined herein) and is therefore in terms of risks comparable to a direct investment in the Underlying. On the Redemption Date the Investor will receive a Cash Settlement as further described under "Redemption".

**This Product exposes Investors to elevated risks. Investors must ensure that they understand and are prepared to assume the risks resulting from this Product and the direct exposure to the Underlying such as fraud, theft and cyber-attack risks. In case of fraud, theft and cyber-attack, the Issuer, inter alia, may, exercise its Issuer's Termination Right and early redeem the Product. Moreover, a termination of a hedge position in the Underlying (including, but not limited to, any loss realized by the Issuer resulting from fraud, theft and cyber-attacks relating to Service Providers and/or Reference Source(s) of the Issuer) could lead to a decreased Final Fixing Level and negatively impact the Redemption Amount. Consequently the decreased Final Fixing Level will negatively affect the financial interests of the Investor.**

Further information on potential risks relating to the Product and the Underlying is contained in the section "Risk Factors relating to the Product" and "Additional Risk Factors" of this Termsheet.

The Issuer will provide a limited secondary market under normal market conditions.

#### UNDERLYING

Underlying	Bloomberg Ticker	Reference Source(s)*	Initial Fixing Level	Conversion Ratio <sub>0</sub>
Ethereum	XETUSD	Bitstamp Limited	USD 177.39	0.1000

#### PRODUCT DETAILS

<b>Swiss Security Number</b>	<b>48148800</b>
<b>ISIN</b>	<b>CH0481488002</b>
<b>SIX Symbol</b>	<b>UETHQ</b>
<b>WKN</b>	<b>A2URL1</b>
<b>Issue Price*</b>	USD 17.739
<b>Issue Size</b>	1'000'000 Certificate(s) (can be increased at any time)
<b>Settlement Currency</b>	USD
<b>Administration Fee (AF)</b>	1.50% p.a., the Administration Fee is accrued daily and negatively impacts the Redemption Amount and secondary market prices of the Product subject to the holding period of the Product.

\* The Issuer (or a hedging party thereof) has an unconditional right to remove, add or change one or more Reference Source(s) at any time and as described under "Risk relating to Reference Sources and/or Service Providers"

<b>Initial Fixing Date</b> 21/10/2019	<b>First Exchange Trading Date</b> 01/11/2019				

**DATES**

<b>Initial Fixing Date</b>	21/10/2019
<b>Issue Date</b>	01/11/2019
<b>First Exchange Trading Date</b>	01/11/2019
<b>Last Trading Day/Time</b>	Open-end / Exchange market close or, in the case of an exercise of the Issuer's Termination Right two Trading Days prior to the Final Fixing Date
<b>Final Fixing Date</b>	Open-end or, in the case of an exercise of the Issuer's Termination Right, as specified in the Issuer's Termination Announcement or in case of an exercise of the Investor Redemption, the day for which the Paying Agent receives the duly signed Redemption Notice (subject to Market Disruption Event provisions) and subject to the Extension Event described in section "Redemption" and Market Disruption Event provisions
<b>Redemption Date</b>	Means the 5th Business Day following the Final Fixing Date (subject to Settlement Disruption Event provisions)
<b>Observation Date</b>	Quarterly, from (and excluding) the Initial Fixing Date

**REDEMPTION**

The Investor is entitled to receive from the Issuer on the Redemption Date per each Product a Cash Settlement in the Settlement Currency equal to the **Redemption Amount** on the Final Fixing Date and calculated as follows:

$$\text{Conversion Ratio}_t \times \text{Final Fixing Level} \times \text{Final FX Rate} - \text{AAF}_t$$

<b>Initial Fixing Level</b>	An observed price or combination of observed prices (volume-weighted) quoted on the Reference Source(s) on the Initial Fixing Date, adjusted by any fees or costs, in particular trading commissions, levied on the Issuer (or a hedging party thereof) for establishing a hedge position in the Underlying and as determined by the Calculation Agent in its reasonable discretion ( <i>billiges Ermessen</i> ).
<b>Final Fixing Level</b>	An observed price or combination of observed prices (volume-weighted) quoted on the Reference Source(s) for the Underlying on Final Fixing Date, adjusted by any fees or costs, in particular trading commissions, levied on the Issuer (or a hedging party thereof) and profits and losses resulting from the termination of a hedge position in the Underlying (including, but not limited to, any loss realized by the Issuer resulting from fraud, theft and cyber-attacks relating to Service Provider(s) and/or Reference Source(s) of the Issuer and directly affecting the Underlying), as determined by the Calculation Agent in its reasonable discretion ( <i>billiges Ermessen</i> ).
<b>Fixing Level<sub>t</sub></b>	An observed price quoted on the Reference Source(s) on Trading Day <sub>t</sub> and as determined by the Calculation Agent in its reasonable discretion ( <i>billiges Ermessen</i> ).
<b>Final FX Rate</b>	Prevailing foreign exchange rate on the Final Fixing Date used for exchanging USD into the Settlement Currency, as determined by the Calculation Agent in its reasonable discretion ( <i>billiges Ermessen</i> ). If Settlement Currency is USD, Final FX Rate is equal to 1.0.
<b>FX Rate<sub>t</sub></b>	Prevailing foreign exchange rate on the Trading Day <sub>t</sub> used for exchanging USD into the Settlement Currency, as determined by the Calculation Agent in its reasonable discretion ( <i>billiges Ermessen</i> ). If Settlement Currency is USD, FX Rate <sub>t</sub> is equal to 1.0.
<b>Conversion Ratio<sub>t</sub></b>	Means the notional conversion ratio of the Underlying per Product on Trading Day t.  Provided Trading Day t does not coincide with an Observation Date: <b>Conversion Ratio<sub>t</sub> = Conversion Ratio<sub>t-1</sub></b>  Otherwise: <b>Conversion Ratio<sub>t</sub> = Conversion Ratio<sub>t-1</sub> - AAF<sub>t</sub> / (Fixing Level<sub>t</sub> × FX Rate<sub>t</sub>)</b>  Following the adjustment of Conversion Ratio <sub>t</sub> , AAF <sub>t</sub> is set to zero.
<b>AAF<sub>t</sub></b>	Means the accrued administration fee in the Settlement Currency on Trading Day <sub>t</sub> and equal to the sum  <b>AAF<sub>t</sub> = AAF<sub>t-1</sub> + Conversion Ratio<sub>t</sub> × Fixing Level<sub>t</sub> × FX Rate<sub>t</sub> × AF × DayCount<sub>t</sub></b>  AAF <sub>0</sub> is equal to zero. On each Observation Date, AAF <sub>t</sub> is reset to zero as described in the definition of "Conversion Ratio <sub>t</sub> ".
<b>DayCount<sub>t</sub></b>	Means the actual number of calendar days between Trading Day <sub>t-1</sub> and Trading Day <sub>t</sub> divided by 360.
<b>Trading Day<sub>t</sub></b>	Means a calendar day on which commercial banks in Zurich are open for general business (including dealings in foreign exchange and foreign currency deposits). The Initial Fixing Date corresponds to Trading Day 0 and for any subsequent Trading Day variable t is incremented by one.
<b>Extension Event</b>	In case the Calculation Agent cannot determine the Final Fixing Level on the Final Fixing Date, among others, due to illiquidity in the hedge position of the Underlying, the Issuer has the right to postpone the Final Fixing Date until the calendar day on which the Calculation Agent can determine the Final Fixing Level (such day being the " <b>Late Final Fixing Date</b> ") and such extension being the " <b>Extension Event</b> ".
<b>Issuer's Termination Right</b>	The Issuer has the unconditional right to call all Certificates with immediate effect, with a five Business Days period of notice prior to the Final Fixing Date (the " <b>Termination Right</b> ") by announcement (the " <b>Termination Announcement</b> ") on the Paying Agent's website, all in accordance with the General Terms and Conditions of the Programme. The Termination Announcement will specify the Last Trading Day and Final Fixing Date. In case of an exercise of the Issuer's Termination Right, the Issuer will pay to the Investor a Cash Settlement in the Settlement Currency equal to the Redemption Amount.
<b>Investor Redemption</b>	Each Investor has an annual right, on 21/10 for the first time on 21/10/2020 (such day being the Final Fixing Date; Following Business Day Convention will apply) to call the Certificates for redemption (taking into account any Minimum and/or Maximum Redemption Number, if such is applicable as stated under "General Information" herein), by delivering

a duly completed and signed Redemption Notice to the Paying Agent in accordance with General Terms and Conditions of the Programme (notice to be received by the Paying Agent no later than 07.00 am CET on the 10th Business Day preceding the respective Final Fixing Date).

Following such announcement the Certificates will be redeemed on the Redemption Date for a value equal to the Redemption Amount on the Final Fixing Date as determined by the Calculation Agent.

**Amendments to the Product** The Issuer may make (but has no obligation to make) an adjustment to the Product and/or Underlying including, but not limited to, an issuance of an additional product in its reasonable discretion (*billiges Ermessen*) as a result of adjustment events in the Underlying technology (such as a Hard Fork). “**Hard Fork**” shall mean an event where the Underlying will split (or fork out) into two or more incompatible versions as a result of competing changes to technology relating to the Underlying. Further information is contained in the section “Risk Factors relating to the Product”.

## GENERAL INFORMATION

<b>Issuer</b>	Leonteq Securities AG, Zurich, Switzerland (Rating: Fitch BBB- with stable outlook, JCR BBB+ with stable outlook, Supervisory Authority: FINMA)
<b>Lead Manager</b>	Leonteq Securities AG, Zurich, Switzerland
<b>Calculation Agent</b>	Leonteq Securities AG, Zurich, Switzerland
<b>Paying Agent</b>	Leonteq Securities AG, Zurich, Switzerland
<b>Distribution Fees</b>	Up to 0.50% p.a. (incl. VAT, if any. Reference is made to section “Remunerations to Third Parties” herein and to the General Terms and Conditions of the Programme.)
<b>Listing/Exchange</b>	SIX Swiss Exchange AG; traded on SIX Swiss Exchange - Structured Products Listing will be applied for.
<b>Secondary Market</b>	<b>The Issuer will provide a limited secondary market under normal market conditions.</b> Investors should note that when the Issuer (or a hedging party thereof) is unable to enter into hedging transactions, or where such transactions are very difficult to enter into, the bid/offer spread may be expanded (temporarily or indefinitely), in order to limit the economic risks of the Issuer (or hedging party thereof). Further information relating to the risk of a wider bid/offer spread is contained in the section “Risk Factors relating to the Product” and “Additional Risk Factors” of this Termsheet.  Price indications under normal market conditions will be available from 09:15 - 17:15 CET on <a href="http://www.leonteq.com">www.leonteq.com</a> , Refinitiv [SIX Symbol]=LEOZ or [ISIN]=LEOZ and Bloomberg [ISIN] Corp or on LEOZ.
<b>Quotation Type</b>	Secondary market prices are quoted in the Settlement Currency, per Product.
<b>Settlement Type</b>	Cash Settlement
<b>Minimum Investment</b>	1 Certificate(s)
<b>Minimum Trading Lot</b>	1 Certificate(s)
<b>Selling Restrictions</b>	No action has been or will be taken to permit a public offering of the Products or possession or distribution of any offering material in relation to the Products in any jurisdiction, where such action for that purpose is required. Consequently, any offer, sale or delivery of the Products, or distribution or publication of any offering material relating to the Products, may only be made in or from any jurisdiction in compliance with applicable laws and regulations not imposing any obligations on the Issuing Parties or the Lead Manager. Possible limitations resulting from legal restrictions with regard to cross-border communication and cross-border business concerning the Products and related information remain reserved. Most important jurisdictions where the Products may not be publicly distributed are EEA, UK, Hong Kong and Singapore. The Products may not be offered or sold within the United States or to, or for the account or benefit of US persons (as defined in Regulation S).  Detailed information on Selling Restrictions is published in the Programme which is available on <a href="http://www.leonteq.com">www.leonteq.com</a> and can be ordered free of charge from the Lead Manager. The Products must not be offered, sold or otherwise made available to any retail investor within the meaning of the Regulation (EU) No 1286/2014 (the “PRIIPs Regulation”) in the EEA. Consequently no key information document required by the PRIIPs Regulation for offering or selling the Products or otherwise making them available to retail investors in the EEA has been prepared and therefore offering or selling the Products or otherwise making them available to any retail investor in the EEA may be unlawful under the PRIIPs Regulation.
<b>Clearing</b>	SIX SIS Ltd, Euroclear, Clearstream
<b>Depository</b>	SIX SIS Ltd
<b>Public Offering only in</b>	Switzerland
<b>Form</b>	Uncertificated Security / Book-entry
<b>Governing Law / Jurisdiction</b>	Swiss / Zurich
<b>Minimum Redemption Number</b>	1 Certificate(s)
<b>Maximum Redemption Number</b>	1 Certificate(s)
<b>Service Provider</b>	Any counterparty used by the Issuer (or a hedging party thereof) for hedging of, trading of or holding/storing of the Underlying.

**The definition “Issuing Party/Parties” as used herein, means the Issuer, as indicated in section “General Information”.**

## TAXATION SWITZERLAND

<b>Swiss Federal Stamp Duty</b>	Secondary market transactions are not subject to Swiss stamp duty.
<b>Swiss Federal Income Tax (for private investors with tax domicile in Switzerland)</b>	For private investors with tax domicile in Switzerland holding the Product as part of their private property, gains realised during the term of the Product and on the Redemption Date qualify as capital gains and are therefore not subject to the Federal Direct Tax.

The tax treatment regarding the cantonal and communal income taxes can differ from the tax treatment regarding the Federal Direct Tax. But in general the income tax treatments are corresponding.

**Swiss Withholding Tax** The Product is not subject to the Swiss withholding tax.

On 1 January 2017, Switzerland has implemented the Automatic Exchange of Information in Tax Matters ("AEOI") with the EU and Australia, Jersey, Guernsey, Isle of Man, Iceland, Norway, Japan, Canada and South Korea. Switzerland is also negotiating the introduction of the AEOI with other countries. In this context, the EU Savings Tax for Swiss paying agents and the Final Withholding Tax with UK and Austria was repealed.

The tax information is a non-binding summary and only provides a general overview of the potential Swiss tax consequences linked to this Product at the time of issue. Tax laws and tax interpretation may change at any time, possibly with retroactive effect.

Investors and prospective Investors are advised to consult with their tax advisers with respect to the Swiss tax consequences of the purchase, ownership, disposition, lapse or exercise or redemption of a Product in light of their particular circumstances. The Issuing Parties and the Lead Manager hereby expressly exclude any liability in respect of any possible tax implications.

#### **Information with regards to bond floor taxation**

Updated bondfloor information, if a bondfloor is applicable to the Product (according to "Product Details" and "Taxation Switzerland" herein), can be found on the following web page of the Swiss Federal Tax Administration (FTA): [www.ictax.admin.ch](http://www.ictax.admin.ch). The Investor must be aware that for tax purposes the value of the bond floor is converted into Swiss Francs (CHF) at inception/purchase as well as at sale/redemption of the Product, in case the Product is denominated in another currency than CHF. Thus, the Investor is exposed to the foreign exchange risk with regard to the taxable income calculation and thus also the withholding tax calculation, if applicable. However, withholding tax on the bondfloor only applies if the Bondfloor at redemption (in %) is greater than the bondfloor at issuance (in %).

### **PRODUCT DOCUMENTATION**

The Termsheet which will be available no later than on the Issue Date, as well as the Final Termsheet include the information required for a definitive simplified prospectus pursuant to article 5 the Collective Investment Schemes Act ("CISA"), as such article was in effect immediately prior to the entry into effect of the Swiss Financial Services Act ("FinSA"), but not a prospectus pursuant to article 40 of the FinSA or article 1156 of the Swiss Code of Obligations. No basic information document according to article 60 of the FinSA or any equivalent document under the FinSA has been or will be prepared in relation to the Products. No prospectus has been reviewed or approved by a Swiss review body pursuant to article 52 FinSA, and the documentation prepared in relation to the Products may not comply with the disclosure requirements applicable to a prospectus approved by such a review body under the FinSA. The Termsheet contains a summary of information of the Product and is for information purposes only. **Only the Final Termsheet together with the Issuance and Offering Programme of the relevant Issuer valid as per the Initial Fixing Date containing all further relevant terms and conditions, as such is amended from time to time (the "Programme"), shall form the entire and legally binding documentation for this Product ("Product Documentation"),** and accordingly the Final Termsheet should always be read together with the Programme. Definitions used in the Final Termsheet, but not defined therein, shall have the meaning given to them in the Programme. **Even though translation into other languages might be available, it is only the Final Termsheet and Programme in English which are legally binding.**

Notices to Investors in connection with this Product shall be validly given in accordance with the terms and conditions of the Programme. In addition, any changes with regard to the terms and conditions of this Product will be published on the relevant Termsheet on [www.leonteq.com](http://www.leonteq.com) under the section "Products" or, for listed products, in any other form as permitted by the rules and regulations of the SIX Exchange Regulation AG. Notices to Investors relating to the Issuing Parties will be published under the section "About Leonteq" on [www.leonteq.com](http://www.leonteq.com) and/or on the web page of the respective Issuing Party.

Insofar as this publication contains information relating to a Packaged Retail and Insurance-based Investment Product (PRIIP), a Key Information Document in accordance with Regulation (EU) No 1286/2014 (PRIIPs Regulation) is available and can be obtained from [www.priipkidportal.com](http://www.priipkidportal.com).

During the whole term of this Product, the Product Documentation can be ordered free of charge from the Lead Manager at Europaallee 39, 8004 Zurich (Switzerland), via telephone (+41 58 800 1111\*), fax (+41-(0)58-800 1010) or via e-mail ([termsheet@leonteq.com](mailto:termsheet@leonteq.com)). Please note that all calls made to numbers marked with an asterisk (\*) are recorded. By calling such number, your consent to the recording is deemed given.

## **II. PROSPECTS FOR PROFIT AND LOSS**

This Product falls within the category "Participation Products". The profit the Investor could realize with this Product at redemption is unlimited. The redemption amount is linked to the performance of the Underlying considering any participation rates or other features such as foreign exchange conversions, administration fees and additional costs and losses resulting from fraud, theft and cyberattacks (see below).

On the downside the Investor is exposed to the negative development of the Underlying. This might lead to a partial or even a total loss of the investment.

The Investor is exposed to any loss resulting from fraud, theft and cyberattacks relating to Service Provider(s) of the Issuer and/or Reference Source(s). Due to this exposure a partial or total loss of the investment may as well be realized regardless of the development of the Underlying (i.e. the redemption could be partially or even fully reduced in case of a positive or neutral development of the Underlying).

Please refer to the sections "Product Description" and "Redemption" for more detailed information on the characteristics of this Product.

## **III. SIGNIFICANT RISKS**

### **RISK FACTORS RELATING TO THE PRODUCT**

The downside risk of this Product is the same as for the Underlying, i.e. the Investor could lose all of the investment if the Underlying's value falls to zero.

**Any of the factors below may negatively impact the value, tradability, liquidity and security of the Underlying and/or the Product or may result in the early termination of the Product:**

#### **Volatility of Underlying**

The value of the Underlying may change significantly on an intraday basis. Changes and advances in technology, fraud, theft and cyber-attacks and regulatory changes, among others, may increase volatility significantly – elevating the potential of investment losses in the Product. In addition, the market for the Underlying is still at an early stage and the number of market participants is limited and may stay limited over the lifetime of the Product. A small number of market participants may result in potentially significant (and adverse) price swings and illiquidity (see Underlying Illiquidity Risk).

#### **Underlying Illiquidity Risk**

The Underlying might be or become illiquid over the lifetime of the Product. Illiquidity of the Underlying may negatively impact the Issuer's ability to provide a secondary market for the Product, may result in a temporary or even indefinite increase of the bid/offer spread for the Product or result in the (early) termination of the Product.

#### **Risk relating to Technology**

Technology relating to the Underlying is still at an early stage and best practices are still to be determined and implemented. The technology is likely to undergo significant changes in the future. Technological advances in cryptography, code breaking or quantum computing etc. may pose a risk to the security of the Underlying and may facilitate price manipulation or forced consensus attacks by miners and others. In addition, alternative technologies could be established, making the Underlying less relevant or obsolete. The functioning of the Underlying may rely on (potentially open-source) software. Developers of such software are not employed or controlled by the Issuer, a hedging party thereof or any other party related to this Product. Developers may introduce weaknesses and programming errors into the software or may stop developing the software (potentially at a critical stage where a security update is required), keeping the Underlying exposed to weaknesses, programming errors and threats of fraud, theft and cyber-attacks (see also "Fraud, Theft and Cyber-Attack Risk"). The inability to implement required changes to technology relating to the Underlying may negatively impact the Issuer's ability to provide a secondary market for the Product and may result in an increased bid/offer spread (potentially indefinitely) for the Product.

#### **Adjustment Event Risk**

As a result of one or more Adjustment Events, trading venues on which the Underlying is traded may suspend (temporarily or indefinitely) the ability to trade the Underlying or in the case of a Hard Fork a particular version of the "underlying". Consequently, the Investors in the Product may (i) not get exposure (indefinitely) to all "underlying" versions following a Hard Fork and forego the value of one or more versions, or (ii) may get exposure to a version on a delayed basis (in which case that version might have a significant change in its value), or (iii) may not benefit or be negatively affected by an Adjustment Event relating to the Underlying. Following an Adjustment Event, the Issuer may make (but has no obligation to make) an amendment to the Product and/or Underlying including, but not limited to, an issuance of an additional product in its reasonable discretion (billiges Ermessen).

In addition, Adjustment Events may result in instability of the Underlying or an "underlying" version and Adjustment Events or the threat of a potential Adjustment Event may prevent the establishment of the Underlying. (Potential) Adjustment Events may negatively impact the Issuer's ability to provide a secondary market for the Product, may result in an increased bid/offer spread (potentially indefinitely) for the Product or result in the (early) termination of the Product.

#### **Fraud, Theft and Cyber-Attack Risk**

The particular characteristics of the Underlying (e.g. only exist virtually on a computer network, transactions in the Underlying are not reversible and are done largely anonymously) make it an attractive target for fraud, theft and cyber-attacks.

Investors in the Product are exposed to fraud, theft and cyber-attacks: (i) any high profile losses as a result of such events may raise skepticism over the long-term future of the Underlying and may prevent the establishment of the Underlying and increase the volatility and illiquidity of the Underlying; (ii) any loss resulting from fraud, theft and cyber-attacks relating to Service Provider(s) and/or Reference Source(s) of the Issuer will be indirectly borne by the Investors as the respectively decreased Final Fixing Level will be negatively impacting the redemption. Investors in the Product are exposed to such risks and the redemption of the Product could be negatively affected (as defined in the section "Redemption"). However, the issuer and its Service Provider(s) and/or Reference Source(s) have established appropriate measures to limit the exposure of Investors.

#### **Connected Party Risk**

Depending on the Underlying and the design of the Underlying (centralized, decentralized), certain connected parties (management, developers, miners etc. as applicable) may pursue a strategy which may negatively impact the value, tradability, liquidity and security of the Underlying.

#### **Regulatory Risk**

The Underlying and products relating to the Underlying have been in existence for relatively short time only and various regulatory bodies in Switzerland and globally have or are in the process of taking a view on required regulatory actions relating to the Underlying and related products (e.g. regulation concerning money laundering, taxation, consumer protection, publication requirements or capital flows etc.). Any forthcoming regulatory actions may result in the illegality of the Underlying (and products relating to the Underlying) or the implementation of controls relating to the trading (and therefore liquidity) of the Underlying.

Forthcoming regulatory actions may also restrict the availability of markets and/or market participants permitted to be engaged in transactions related to the Underlying. In addition, control mechanisms may increase transaction fees in the Underlying significantly (and therefore impact the bid/offer spread of the Product). Investors should ensure that investing in this Product complies with their local regulation.

#### **No Supervision**

As of Initial Fixing Date, the Underlying does not have a function as and/or the full characteristics of a legal tender and is currently not supervised by any authority or institution such as a central bank. Consequently, there is no authority or institution which may intervene in the Underlying market to stabilize the value of the Underlying or prevent, mitigate or counter-attack irrational price developments of the Underlying.

#### **Risk relating to Public Data**

Investors should be aware that any purchase and sale of the Underlying is stored in a ledger (blockchain) and may be visible to the public. Such ledger is neither a property of nor under control of the Issuer, a hedging party thereof or any other party related to this Product. Information available on the ledger may be exploited or mis-used in, as of today, unforeseen ways.

#### **Risk relating to Reference Sources and/or Service Providers**

Reference Sources and or Service Providers used by the Issuer (or a hedging party thereof) for trading and holding/storing the Underlying, (i) may cease to exist, (ii) may be exposed to fraud, theft and cyber-attacks (see separate risk factor "Fraud, Theft and Cyber-Attack Risk"), or (iii) regulatory requirements and the Issuer's internal compliance requirements may prevent the Issuer (or a hedging party thereof) to use a particular Reference Source or Service Provider for trading the Underlying. The Issuer (or a hedging party thereof) has an unconditional right to remove, add or change one or more Reference Sources at any time without previous notice related to Reference Sources by announcement on the Paying Agent's website ([www.leonteq.com](http://www.leonteq.com)), all in accordance with the General Terms and Conditions of the Programme, and, for listed products, in the form as permitted by the rules and regulations of the SIX Exchange Regulation AG. This potentially results in a wider bid/offer spread for the Product (e.g. due to a change of trading commission payable to the Reference Source and/or Service Provider). The Issuer (or a hedging party thereof) may not be able to replace a Reference Source or Service Provider resulting in an early termination of the Product.

#### **Trust in the Underlying**

The Underlying only exist virtually and has no physical equivalent. Establishing a value for the Underlying is or may become difficult as the value

depends on the expectation and trust that the Underlying has a future use. Among others, persistent high volatility, changes and advances in technology, fraud, theft and cyber-attacks and regulatory changes may prevent the establishment of the Underlying for future use and potentially rendering the Underlying worthless.

#### **No Direct Access to Underlying/No Transfer**

Investors in the Product do not have direct access to the Underlying or all information relating to the Underlying (among others such as information about storage, Service Provider(s) used for trading the Underlying or the so called "private keys" required for accessing and transferring the Underlying) and cannot transfer the Underlying related to the Product to a private storage facility.

#### **Limited Trading Hours**

Investors should note that the Underlying typically trade 24 hours on all weekdays (incl. Saturday, Sunday and public holidays). The trading hours of the Product however are restricted to 09:15 - 17:15 CET on every Exchange Business Day (subject to market disruption events). Investors therefore cannot invest in or divest the Product and react to price movements or volatility of the Underlying outside the Product's trading hours. In addition, the secondary market is limited (see "Secondary Market" in section "General Information"),

#### **Termination Risk**

The Issuer may terminate the Product in accordance with the provisions as set forth above (please refer to section "Redemption"). Such (early) termination may adversely affect the Investors' financial interests.

#### **Tax Impact**

There may be a tax impact on investing in the Product. The Issuing Parties and the Lead Manager do not provide any tax opinion. Any Investor should consult with its own tax advisor prior to investing in the Product. In addition, Investors should be aware that taxation with respect to the Underlying and therefore this Product may (adversely) change over the lifetime of the Product. In accordance with the General Terms and Conditions the Issuer and the Paying Agent have the right, but not the duty, to withhold or deduct any such taxes, duties, fees and/or charges.

#### **Foreign Exchange Risk**

The Investor in the Product is exposed to foreign exchange rate risk if the currency of the Underlying and Settlement Currency are not identical.

### **ADDITIONAL RISK FACTORS**

Prospective Investors should ensure that they fully understand the nature of this Product and the extent of their exposure to risks and they should consider the suitability of this Product as an investment in the light of their own circumstances and financial condition. Products involve a high degree of risk, including the potential risk of expiring worthless. Potential Investors should be prepared in certain circumstances to sustain a total loss of the capital invested to purchase this Product. Prospective Investors shall consider the following important risk factors and see the section "Risk Factors" of the Programme for details on all other risk factors to be considered.

This is a structured product involving derivative components. Investors should make sure that their advisors have verified that this Product is suitable for the portfolio of the investor taking into account the investor's financial situation, investment experience and investment objectives.

The terms and conditions of the Product may be subject to adjustments during the lifetime of the Product as set out in the Programme.

Investors whose usual currency is not the currency in which the Product is redeemed should be aware of their possible currency risk.

The value of the Product may not correlate with the value of the Underlying(s).

#### **Market Risks**

The general market performance of securities is dependent, in particular, on the development of the capital markets which, for their part, are influenced by the general global economic situation as well as by the economic and political framework conditions in the respective countries (so-called market risk). Changes to market prices such as interest rates, commodity prices or corresponding volatilities may have a negative effect on the valuation of the Underlying(s) or the Product. There is also the risk of market disruptions (such as trading or stock market interruptions or discontinuation of trading) or other unforeseeable occurrences concerning the respective Underlyings and/or their stock exchanges or markets taking place during the term or upon maturity of the Products. Such occurrences can have an effect on the time of redemption and/or on the value of the Products.

#### **No dividend payment**

This Product does not confer any claim to receive rights and/or payments of the underlying, such as dividend payments, unless explicitly stated herein, and therefore, without prejudice to any coupon or dividend payments provided for in this Termsheet, does not yield any current income. This means that potential losses in value of the Product cannot be compensated by other income.

#### **Credit Risk of Issuing Parties**

Investors bear the credit risk of the Issuing Parties of the Product. The Products constitute unsubordinated and unsecured obligations of the relevant Issuing Party and rank pari passu with each and all other current and future unsubordinated and unsecured obligations of the relevant Issuing Party. The insolvency of an Issuing Party may lead to a partial or total loss of the invested capital.

#### **Secondary Market**

The Issuer and/or the Lead Manager or any third party appointed by the Issuer, as applicable, intends, under normal market conditions, to provide bid and offer prices for the Products on a regular basis (if specified in the section "General Information"). However, the Issuer and/or the Lead Manager, as applicable, make no firm commitment to provide liquidity by means of bid and offer prices for the Products, and assume no legal obligation to quote any such prices or with respect to the level or determination of such prices. In special market situations, where the Issuer and/or the Lead Manager is/are unable to enter into hedging transactions, or where such transactions are very difficult to enter into, the spread between the bid and offer prices may be temporarily expanded, in order to limit the economic risks of the Issuer and/or the Lead Manager.

#### **Illiquidity Risk**

One or, if applicable, more of the Underlyings might be or become illiquid over the life time of the Product. Illiquidity of an Underlying might lead to larger bid/offer spreads of the Product and/or to an extended time period for buying and/or selling the Underlying respective to acquire, unwind or dispose of the hedging transaction(s) or asset(s) or to realise, recover or remit the proceeds of such hedging transaction(s) or asset(s) which might implicate a postponed redemption or delivery and/or a modified redemption amount, as reasonably determined by the Calculation Agent.

### **ADDITIONAL INFORMATION / DISCLAIMER**

#### **Prudential Supervision**

Leonteq Securities AG is authorised as securities firm and subject to prudential supervision by FINMA.

### **Conflict of Interests**

The Issuing Parties and/or the Lead Manager and/or any third party appointed by them, as the case may be, may from time to time, as principal or agent, have positions in, or may buy or sell, or make a market as well as be active on both sides of the market at the same time in any securities, currencies, financial instruments or other assets underlying the products to which this document relates. The Issuer's and Lead Manager's and/or the appointed third party's trading and/or hedging activities related to this transaction may have an impact on the price of the Underlying and may affect the likelihood that any relevant Barrier Level, if any, is reached.

### **Remunerations to Third Parties**

Depending on the circumstances the Issuer and/or Lead Manager may sell this Product to financial institutions or intermediaries at a discount to the Issue Price or reimburse a certain amount to such financial institutions or intermediaries (reference is made to section "General Information" herein). For open-end products such fees will be split linearly over ten years.

In addition, for certain services rendered by distribution partners and to increase quality and services relating to the Products, the Issuer and/or Lead Manager may from time to time pay trailer fees to such third parties.

Further information is available on request.

### **Payment of a Coupon**

If the Product stipulates the Payment of a Coupon, the Investor is only entitled to receive the respective coupon payment, if he has purchased/not sold the Product at the latest on the Business Day preceding the respective Coupon Ex-Date for the then prevailing price.

### **No Offer**

The Termsheet is primarily provided for information purposes and does not constitute a recommendation, an offer or a solicitation of an offer to buy financial products.

### **No Representation**

The Issuer, the Lead Manager and any third party appointed by them make no representation or warranty relating to any information herein which is derived from independent sources.

## **ADDITIONAL INFORMATION WITH REGARDS TO THE PRIVATE OFFERING IN THE EEA**

**The following terms apply only to the non-public offering in the European Economic Area (EEA) and are to be understood in addition to the afore-mentioned provisions.**

### **Product Documentation**

This document does not constitute a prospectus within the meaning of the Regulation (EU) 2017/1129 of the European Parliament and of the Council of 14 June 2017 (the "Prospectus Regulation"), as amended from time to time.

### **Secondary Market**

The Issuer and/or the Lead Manager or any third party appointed by the Issuer, as applicable, will, under normal market conditions, provide bid and offer prices for the Products on a regular basis. In special market situations, where the Issuer and/or the Lead Manager is/are unable to enter into hedging transactions, or where such transactions are very difficult to enter into, the spread between the bid and offer prices may be temporarily expanded, in order to limit the economic risks of the Issuer and/or the Lead Manager.

### **No Offer**

The indicative Termsheet has been prepared for discussion purposes only. It is not an offer to buy the Product described within or enter into any agreement. Neither the Issuer nor any of their officers or employees is soliciting any action based upon it. The Final Termsheet is subject to further discussion and negotiation and also subject to internal approval.

### **No Representation**

The Issuer and/or Lead Manager makes no representation or warranty relating to any information herein which is derived from independent sources. Furthermore, the Issuer makes no representations as to (i) the suitability of the Product for any particular Investor and (ii) the appropriate accounting treatment or possible tax consequences of investing in the Product or (iii) the future performance of the Product either in absolute terms or relative to competing investments.

### **No Advice**

This Termsheet should not be construed as investment, financial, strategic, legal, regulatory, accounting or tax advice. It does not take into account the particular investment objectives, financial situation or needs of individual Investors. Certain transactions, including those involving futures, options and high yield securities, give rise to substantial risk and are not suitable for all investors. Accordingly Investors should consider whether the Product described herein is suitable for their particular circumstances and should consult their own accounting, tax, investment and legal advisors before investing. The Issuer does not accept any responsibility to update any opinions or other information contained in this Termsheet.

### **EEA Selling Restrictions**

Each purchaser of the Products represents and agrees that it has not made and will not make an offer of the Products to the public in any Member State of the European Economic Area (each, a "Member State") prior to the publication of a prospectus in relation to the Products which has been approved by the competent authority in the relevant Member State or, where appropriate, approved in another Member State and notified to the competent authority in the relevant Member State, all in accordance with the applicable law, and the Issuer has consented in writing to the use of the prospectus for the purpose of that offer, except the purchaser may make an offer of Products in that relevant Member State:

- solely to legal entities which are qualified investors as defined in the Prospectus Regulation,
- at any time to fewer than 150 natural or legal persons (other than qualified investors as defined in the Prospectus Regulation) subject to obtaining the prior consent of the Lead Manager; or,
- in any other circumstances falling within Article 1(4) of the Prospectus Regulation,

provided that no such offer of Products shall require the Issuer or the Lead Manager to publish a prospectus pursuant to Article 1 of the Prospectus Regulation or supplement a prospectus pursuant to Article 23 of the Prospectus Regulation.

For the purposes of this provision, the expression an "offer of Products 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.

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