



Termsheet

Public Offering only in: CH Exchange Traded Product (ETP) TCM-Collateralised Products

# **Exchange Traded Product on Adaptivy Downside Control Bitcoin ETF Index**

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

ISIN CH1314031258 | Swiss Security Number 131403125 | SIX Symbol ADBI | BX Symbol ADBI

This Product is collateralised in accordance with the terms and conditions of the TCM Security Agreement for Triparty Collateral Management Products ("TCM Products"). More detailed information regarding the collateralisation can be found in the section "Information about TCM-Collateralisation" below.

Investors should read the section "Significant Risks" below as well as the section "Risk Factors" of the relevant Issuance and Offering Programme, as amended from time to time. By investing in this product (the "Product"), the Investor may put the capital that he invested in this Product at risk and, in addition, transaction costs may incur. Investors may lose some or all of their capital invested in the Product as well as the transaction costs. Investors are exposed to the credit risk of the Issuer.

Even though translations into other languages might be available, only the English version of the Final Terms or Pricing Supplement and the relevant Issuance and Offering Programme are legally binding.

The Investor's exposure to the credit risk of the Issuer is only mitigated due to collateralization.

#### For Switzerland

This Product is a derivative instrument according to Swiss law. It does not qualify as unit of a collective investment scheme pursuant to articles 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. This document constitutes advertising within the meaning of article 68 of the Swiss Federal Act on Financial Services ("FinSA").

This document is a termsheet prepared in view of the issuance of the Products and neither a prospectus within the meaning of articles 35 et seqq. of the FinSA, nor a private placement documentation, nor a key information document according to articles 58 et seqq. of the FinSA or any equivalent document under the FinSA. The information contained in this document is not complete and is subject to completion and amendment. This document has neither been reviewed nor approved by a reviewing body pursuant to articles 51 et seqq. FinSA. This document does not, and is not intended to, constitute or contain an offer or invitation to sell, and it is not soliciting offers to buy, the Product in any jurisdiction where such offer or sale is not permitted.

### **Product Description**

This Product replicates the price movements of the Underlying (adjusted by the AMF., ACAF., Units., and FX Rate. 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". The Product is an Exchange Traded Product, which is issued as a TCM Product and collateralised in accordance with the Terms for TCM Products pursuant to the TCM Security Agreement and subject to compliance with the SIX Additional Rules for the Listing of Exchange Traded Products of SIX Swiss Exchange.

TCM Products are products with a reduced issuer risk as further described under "Information about TCM-Collateralisation". This protection is provided by means of a collateral pledge. The Issuer ("Collateral Provider") has entered into the Security Agreement with SIX Repo AG ("Collateral Agent") and SIX SIS AG ("Collateral Custodian") to secure the value of the TCM Product at any given time. The collateral is booked to an account ("Collateral Account") of the Collateral Provider with the Collateral Custodian. The Collateral Custodian, acting as an independent third party, manages both the Collateral Account and the collateral assignment for the TCM Product. The Collateral Provider has no right to dispose of the collateral in the Collateral Account or to close or transfer the Collateral Account. The Collateral Agent acts in accordance with the Security Agreement as the direct representative of the Investors. In the case of certain events, the Collateral Agent will use and liquidate the collateral in favour of the Investors.

# **Index Description**

The Underlying is a dynamic, actively managed index (the "Index") which is discretionarily managed by the Index Sponsor and calculated by the Index Calculation Agent. The components of the Underlying (the "Components") may – subject to Index Calculation Agent's veto right – be rebalanced by the Index Sponsor on a regular basis. The Index Sponsor determines and is responsible for the composition of the Index and may add, replace or remove Components in accordance with a set of predefined rules set out in the Index Rule Book "Adaptivy Downside Control Bitcoin ETF Index", Version ID I3G98, dated 19/01/2024 (the "Index Rule Book").

Objective: The objective of the Index is to provide an improved risk/return profile compared to a passive investment in Bitcoin ETF's and to protect against major drawdowns during severe market crises.

The Index dynamically allocates – using a rule-based methodology – between the Bitcoin ETF's and a money market instrument using variance-weighted trend indicators adjusted for regime shifts. Conceptually, the allocation model weights on the assumption that Bitcoin can undergo sudden changes (regime shifts) in its price dynamic.

Bitcoin exposure is represented through several ETFs and the weighting of each Bitcoin ETF is limited to a maximum of 30% on each rebalancing date.

The Index Sponsor aims to rebalance the components of the Index on a weekly basis (ad-hoc rebalancings e.g. in case of news flow etc. are possible).

The Index Sponsor is exclusively responsible for compliance of the Index at all times with the investment objective.

Universe: The Index universe consists of eligible Components and may include Cash Instruments, ETFs, as determined by the Index Sponsor and subject to the restrictions defined in the Index Rule Book.

Distributions: Net distributions with respect to Components (after deduction of any expenses and taxes) will lead to an adjustment of the Index (as specified in the Index Rule Book).

The Index represents a hypothetical portfolio. There is no obligation on the Index Calculation Agent, the Issuer or any other party to purchase and/or hold any Components of the Index and there is no actual portfolio of assets to which any person is entitled or in which any person has any ownership interest. The Index is merely comprised of Components, the performance of which will be used as a

<sup>\*</sup> levels are expressed in percentage of the Initial Fixing Level

reference point for the purposes of calculating the value of the Index. The Issuer shall be free to choose how to invest or further proceed with any proceeds of the issuance of any of the Products.

References to any rebalancing of the Index or addition, adjustment, substitution, replacement or removal of Components should not be construed as imposing an obligation on the Issuer, the Index Calculation Agent or any person actually to acquire or dispose of any securities, investments, assets or other property but are references to the change in, and relate solely to the calculation of, the value of the Index, which is relevant for the determination of any amount payable in respect of the Product.

Upon request, the Index Rule Book and the latest composition of the Index are available free of charge from the Lead Manager (Leonteq Securities AG, Europaallee 39, 8004 Zurich, Switzerland or termsheet@leonteq.com).

Underlying						
Underlying	Index Sponsor	Index Calculation Agent	Units₀	Initial FX Rate (FX Rate <sub>o</sub> )	Currency	Initial Fixing Level (100%)* (Index Value。)
Adaptivv Downside Control Bitcoin ETF Index	Adaptivv Financial Technologies AG	Leonteq Securities AG	1.00000	1.00000	USD	USD 25.0000

## **Product Details**

Swiss Security Number 131403125
ISIN CH1314031258

SIX Symbol ADBI
BX Symbol ADBI
Issue Price USD 25.00

Issue Size 1'000'000 Product(s) (can be increased at any time)

Settlement Currency USD

Dates

 Initial Fixing Date
 19/01/2024

 Issue Date
 26/02/2024

Observation Dates Quarterly, from (and including) 31/03/2024; if a specific Observation Date is not a Scheduled Trading Day then

the following Scheduled Trading Day will be deemed to be an Observation Date.

First Exchange Trading Date 26/02/2024 (anticipated)

Last Trading Day/Time Open-end, or in the case of an exercise of the Issuer's Termination Right or the Investor's Termination Right,

two Scheduled Trading Days prior to the Final Fixing Date

Final Fixing Date Open-end or, in 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's Termination Right, the date on which the exercise of such Investor's Termination Right becomes effective (as indicated in the section "Investor's Termination Right")

(subject to Market Disruption Event provisions)

Redemption Date Open-End or in 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's Termination Right, the 5th business day following

the Final Fixing Date (subject to Settlement Disruption Event provisions)

Fees

**Distribution Fee**No Distribution Fees

Management Fee (MF) 0.43% p.a.

The Management Fee reduces the redemption amount subject to the holding period and has a negative effect

on the secondary market prices. The Management Fee will be paid quarterly on the Observation Dates.

Calculation Agent Fee (CAF) 0.32% p.a.

The Calculation Agent Fee reduces the redemption amount subject to the holding period and has a negative

effect on the secondary market prices. The Calculation Agent Fee will be paid quarterly on the Observation

Dates.

Performance Fee (PF) 10.00% (fee split: 10.00% Index Sponsor, 0.00% Calculation Agent)

The Performance Fee reduces the redemption amount subject to the holding period and has a negative effect

on the secondary market prices. The Performance Fee will be paid quarterly on the Observation Dates.

Rebalancing Fee

A Rebalancing Fee is levied by the Index Calculation Agent inside the Index for each Component adjustment within the Index. The Rebalancing Fee represents a percentage amount of up to 0.05% of the notional volume of each of the transactions in the Components. Component adjustments exceeding a certain number per

calendar year may be subject to increased Rebalancing Fees.

For the avoidance of doubt, the Rebalancing Fee does not apply to changes in Units, in the Underlying. Market charges, such as e.g. stamp duty or execution costs incurred by a hypothetical hedging entity as determined by the Index Calculation Agent in its sole discretion, will always be charged in addition to the Rebalancing Fee.

Other fees Additional fees may be charged within individual Components (e.g. structured products) as outlined in the

product documentation of the relevant Component available from the Index Sponsor upon request. Such fees

may also be paid to the Issuer and/or to third parties such as the Index Sponsor.

### Redemption

The Investor is entitled to receive from the Issuer, subject to an Extraordinary Termination, on the Redemption Date per Product a Cash Settlement in the Settlement Currency corresponding to the value of the Underlying on the Final Fixing Date adjusted by the Units, the Management Fee, the Performance Fee, the Calculation Agent Fee and, as the case may be, the FX Rate. This amount equals Value, on the Final Fixing Date, where Value is calculated according to the following formula and reasonably determined by the Calculation Agent.

Value, = FX Rate, X Units, X Index Value, - AMF, - APF, - ACAF,

Index Value Means the official closing price of the Underlying on Scheduled Trading Day t as published by the Index

Calculation Agent, and as reasonable determined by the Calculation Agent.

FX Rate Means the prevailing exchange rate on the Scheduled Trading Day t as reasonably determined by the

Calculation Agent. The exchange rate is expressed as units of the Settlement Currency per one unit of currency

of the Underlying (if both currencies are identical then FX Rate, is equal to 1.0).

Units. Means the notional units of the Underlying per Product on Scheduled Trading Day t. Provided Scheduled

Trading Day t is not an Observation Date:

Units, = Units,

If Scheduled Trading Day t is an Observation Date:

Units, = Units, - (AMF, + APF, + ACAF,) / (Index Value, x FX Rate,)

Where Index Value, means Index Value, of the Underlying on Scheduled Trading Day t, adjusted by any costs incurred by the Issuer or a hedging party thereof for unwinding risk reducing hedging transactions relating to the Issuer's obligations under the Product, as reasonable determined by the Calculation Agent. Units, are

rounded in accordance with the Rounding Convention.

Following the adjustment of Units, by AMF, AMF, is reset to zero. Following the adjustment of Units, by ACAF, ACAF, is reset to zero. Following the adjustment of Units, by APF, APF, is reset to zero.

AMF, Means the accrued management fees on Scheduled Trading Day t and is determined by the Calculation Agent

as follows:

 $AMF_t = AMF_{t-1} + Value_{t-1} \times MF \times DayCount_t$  and  $AMF_0 = 0.00$ 

ACAF. Means the accrued calculation agent fees on Scheduled Trading Day t and is determined by the Calculation

Agent as follows:

 $ACAF_t = ACAF_{t+1} + Value_{t+1} \times CAF \times DayCount_t$  and  $ACAF_0 = 0.00$ 

Day Count Means the actual number of calendar days between (and including) Scheduled Trading Day t-1 to (and

excluding) the current Scheduled Trading Day t divided by 360.

**Rounding Convention** Numbers are rounded down to five (5) decimal places.

APF. Means the accrued performance fees on Scheduled Trading Day t and is determined by the Calculation Agent

as follows:

APF₁ = APF₂₁ + PF × Max(0; Value₂₁ - Watermark₂₁) and Watermark₂ = Watermark₁ = Value₂ and APF₂ = 0.00

Means the maximum of Value, on any Scheduled Trading Day since the Initial Fixing Date up to (and including) Watermark<sub>t</sub>

Scheduled Trading Day t-2.

Scheduled Trading Day t Means any calendar day on which the Index Calculation Agent is scheduled to publish a value for the

Underlying. The Initial Fixing Date corresponds to Scheduled Trading Day 0 and for any subsequent Scheduled

Means the official closing price of the Underlying on the Initial Fixing Date as determined by the Calculation

Trading Day variable t is incremented by one (1.0).

**Initial Fixing Level** 

(Index Value<sub>0</sub>)

Agent.

**Issuer's Termination Right** 

The Issuer has the right to call all Products for early redemption (the "Termination Right") at any time with a 15 Business Days (prior to the respective Final Fixing Date) notice by announcement (the "Termination Announcement") on the Lead Manager's website, all in accordance with the General Terms and Conditions of the Programme. The Termination Announcement will specify the Final Fixing Date and the respective Redemption Date. Following the announcement, the Products will be redeemed on the Redemption Date for a value equal to the Value, on the Final Fixing Date as determined by the Calculation Agent.

Investor's Termination Right Each Investor has an annual right, on 19/01 and for the first time on 19/01/2025, to call the Products for redemption (such day the Investor's Termination Right becomes effective being the Final Fixing Date, as defined herein) by delivering a duly completed and signed Redemption Notice to the Authorized Participant in accordance with the General Terms and Conditions of the Programme (the Redemption Notice to be received by the Authorized Participant no later than 12:00 am CET on the 15th Business Day preceding the respective Final Fixing Date). Thereafter, the Products will be redeemed on the Redemption Date for a value equal to the Value, on the Final Fixing Date as determined by the Calculation Agent.

General Information

Leonteq Securities AG, Guernsey Branch, St Peter Port, Guernsey

(Rating: Fitch BBB with stable outlook, JCR BBB+ with stable outlook, Supervisory Authority: FINMA / GFSC)

Collateral Provider (TCM) Leonteq Securities AG, Guernsey Branch, St Peter Port, Guernsey

Collateral Agent (TCM) SIX Repo AG, Zurich, Switzerland **Collateral Custodian (TCM)** SIX SIS AG, Olten, Switzerland

**Authorized Participant** Leonteq Securities AG, Zurich, Switzerland

Leonteg Securities AG

Lead Manager Leonteq Securities AG, Zurich, Switzerland Calculation Agent Leonteq Securities AG, Zurich, Switzerland **Paying Agent** Leonteq Securities AG, Zurich, Switzerland

**Index Sponsor** Adaptivv Financial Technologies AG, Talstrasse 9, Zurich 8001, Switzerland. The Index Sponsor is supervised

by: FINMA Swiss Financial Markets Supervisory Authority.

Listing/Exchange SIX Swiss Exchange AG; traded on SIX Swiss Exchange - Exchange Traded Products (ETPs)

BX Swiss AG; traded on BX Swiss Exchange - Exchange Traded Products (ETPs)

There is no obligation of the Issuer and/or the Lead Manager or any third party to list the Product or apply for admission to trading at issuance or during the term of the Product. In case of a listed/admitted Product, there

is no obligation to maintain a listing/admission during the term of the Product.

Daily price indications will be available from 09:00 - 17:30 CET on www.leonteg.com, Refinitiv [SIX Symbol].S **Secondary Market** 

or [ISIN]=LEOZ and Bloomberg [ISIN] SW Equity or on LEOZ.

Products may only be sold to a third party with the prior consent of the Lead Manager and only in form of a Resale

private placement. Thus, Investors must contact the Lead Manager before they resell the Products.

**Quotation Type** Secondary market prices are quoted in the Settlement Currency, per Product.

Cash Settlement Settlement Type(s) 1 Product(s) Minimum Investment Minimum Trading Lot 1 Product(s) Minimum Redemption 1 Product(s) Number

**Maximum Redemption** 

Number

1 Product(s)

Clearing SIX SIS Ltd, Euroclear, Clearstream

Depository SIX SIS Ltd **Public Offering only in** Switzerland

Private Placement in

Uncertificated Securities Form

Governing Law /

Jurisdiction

Swiss / Zurich

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

### Taxation Switzerland

**Swiss Federal Stamp** Duty

For Swiss stamp duty purpose, the Product is treated as analogous to a share/unit in a foreign investment fund. Therefore, primary and secondary market transactions are in principle subject to Swiss stamp duty (TK24).

tax domicile in Switzerland)

Swiss Federal Income Tax For Swiss income tax purpose, the Product is treated as analogous to a share/unit in an investment fund. Any (for private investors with reinvested dividend and interest income from the Underlying are subject to income tax. The taxable income (if any) earned by the Product is annually reported to the Swiss Federal Tax Administration. For private Investors with tax domicile in Switzerland holding the Product as part of their private property, the reported income (if any) is subject to the Federal Direct Tax.

> In the absence of tax reporting, taxable income is determined based on a fair market return, taking into account the asset classes of the Underlying.

> Any dividend payments are subject to the Federal Direct Tax on the respective payment date. 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 Swiss withholding tax.

The tax information provided herein 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.

# Product Documentation

It is intended that the Products will be issued under a base prospectus ("Base Prospectus") as per article 45 FinSA approved by SIX Exchange Regulation AG ("SIX Exchange Regulation") in its capacity as Swiss Prospectus Office. Only the Final Terms, which will be available no later than on the Issue Date, together with the Base Prospectus of the relevant Issuance and Offering Programme (the "Programme") dated 21 September 2023 containing all further relevant terms and conditions, shall form the entire and legally binding documentation for this Product ("Product Documentation"). The Final Terms will be registered with SIX Exchange Regulation in its capacity as Swiss Prospectus Office. The Final Terms should always be read together with the Base Prospectus. Definitions used in this Termsheet, but not defined herein, shall have the meaning given to them in the Final Terms and the Base Prospectus. Even though a translation into other languages might be available, only the English version of the Final Terms jointly with the Base Prospectus are legally binding.

The Products may be offered, sold or advertised, directly or indirectly, in Switzerland to retail clients (Privatkundinnen und -kunden) in the

meaning of the FinSA ("Retail Clients") in accordance with the FinSA.

A Swiss key information document / key information document in accordance with Regulation (EU) No 1286/2014 (the "PRIIPs Regulation") has been prepared in relation to the Products and may be obtained, free of charge, upon request from the Lead Manager (see the contact details below).

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 www.leonteq.com under the section "Products" or, for listed products, in any other form as permitted by the rules and regulations of the relevant Exchange. Notices to Investors relating to the Issuing Parties will be published under the section "About Leonteq" on 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 the PRIIPs Regulation is available and can be obtained from www.priipkidportal.com. Other regulatory documents including the Target Market Assessment are also available, or can be requested, from the same portal.

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). 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.

## Significant Risks

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 as well as the transaction costs. Prospective Investors shall consider the following important risk factors and read the section "Risk Factors" of the Programme for details on all other risk factors to be considered.

Investors should make sure that their advisors have verified that this Product is suitable for their portfolio 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.

**Product Specific Risks**: To the extent that this Product is not capital protected, investors may lose some or all of their investment as well as the transaction costs as they are fully exposed to the performance of the Underlyings. The Product does not confer any claim to receive rights and/or payments of the Underlying, such as dividend payments, unless explicitly stated in the documentation governing the Product. Please refer to the Product Documentation as regards the further Product specific risk factors to be taken into account.

Issuer Risk: Investors are exposed to the credit risk of the Issuer. If the Issuer is not able to make a payment or becomes insolvent, investors could lose some or all of their investment.

Market Risk: Market risk may have a negative impact on the value of and the return on an investment in the Product. Market risk is the risk associated with the effect of changes in market factors such as interest and foreign exchange rates, equity and commodity prices, credit spreads or implied volatilities, on the value of assets and liabilities held for both the short and long term. Market risk may also lead to an early redemption of the Product (e.g. in the event of a hedging disruption).

**Liquidity Risk**: The Issuer or, as the case may be, the guarantor or a third party appointed by the Issuer or guarantor, if any, intends to act as market maker in relation to the Product and it will use commercially reasonable efforts to provide indicative bid and offer prices for the Product on a regular basis under normal market conditions. However, such market maker does not have an obligation to provide prices for the Product. Liquidity of the Product in the secondary market may be limited and an active trading market for the Product may not develop. Accordingly, investors may not be able to sell their Product.

Currency Risk: If the investor's reference currency is different from the currency, in which the Product is denominated, the investor bears the currency risk between the two currencies. The fluctuations in exchange rates could have an adverse effect on the value of or return on an investment in the Product, even if the redemption amount would otherwise provide for a positive return. If the Underlyings are calculated in a currency different from the Currency of the Product, the conversion into the Currency of the Product will be carried out at the relevant exchange rate.

Early Termination and Reinvestment Risk: The Product may be redeemed prior to its maturity (be it by declaration of the issuer or as a result of certain events specified in the terms of the Product) and investors must consider that in case of such an early redemption, investors will not receive any further coupon payments after the occurrence of the early redemption and the early redemption amount may be significantly below the issue / purchase price paid and the redemption amount payable at maturity. Investors may not be able to reinvest the early redemption amount in a financial instrument with the same profit potential and additional transaction costs may be incurred as a consequence of a reinvestment of the early redemption amount.

Illiquidity of Underlying: One or, if applicable, more of the Underlyings might be or become illiquid over the lifetime 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.

# 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 the total investment if the Underlying value falls to zero. However, the Value of the Product might differ from the Underlying's performance due to fee adjustments (if applicable). Investors may lose a significant part or all of their investment in this Product.

#### General

The Product provides exposure to a discretionary Index managed by the Index Sponsor. The Index Sponsor has a significant scope of discretion in terms of the Index' composition and will determine the initial composition of the Index and subsequent adjustments thereof, excluding adjustments and substitutions made by the Index Calculation Agent in accordance with the Index Rule Book or as defined herein and save where a rebalancing request of the Index Sponsor has been declined by the Index Calculation Agent. The performance of the Index and hence of the Product depends, inter alia, on the quality of the Index Sponsor's decisions as regards the composition of the Index (excluding adjustments and substitutions made by Index Calculation Agent in accordance with the Index Rule Book or as defined herein). Investors need to do their own due diligence with respect to the Index Sponsor.

### Index Success

Neither the Calculation Agent nor the Index Calculation Agent take any responsibility for the composition of, adjustment (excluding adjustments not due to a Non-Compliance Event and substitutions made by Index Calculation Agent in accordance with the Index Rule Book or as defined herein) to and the success of the Index.

### Diversification of the Index

If there are no minimum diversification criteria for the Index, as defined in the Index Rule Book, the Underlying may comprise of one single Component.

### Foreign Exchange Risk

The Investor in the Product may be exposed to foreign exchange rate risk depending on the composition of the Index.

### Interest Rate Risk

The Investor in the Product may be exposed to interest rate risk depending on the composition of the Index and the Settlement Currency.

#### Valua Rick

For reasons not necessarily attributable to any of the risk factors set forth herein (for example, supply/demand imbalances or other market forces), the prices of the Components of the Index to which the Product is linked, may decline substantially.

#### 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 as well as the transaction costs. Prospective Investors shall consider the following important risk factors and read the section "Risk Factors" of the Programme for details on all other risk factors to be considered.

Investors should make sure that their advisors have verified that this Product is suitable for their portfolio 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.

# **Credit Risk of Issuing Parties**

The Investor's exposure to the credit risk of the Issuer of this Product is only mitigated due to collateralisation. In order to collateralize this Product, collateral is being deposited at SIX SIS Ltd. Following a so called Realization Event, e.g. in case of insolvency of the Issuer, the deposited securities will be used for the Redemption of the Product. For further information please see the section "Information about TCM-Collateralisation" below.

### **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 in accordance with the SIX Directive on Debt Securities with Specific Structures. However, the Issuer and/or the Lead Manager, as applicable, reserve the right to cease the posting of bid and offer prices upon the occurrence and for the duration of any exceptional market circumstances. 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.

### Additional Information / Disclaimer

### **Prudential Supervision**

Leonteq Securities AG is authorised as securities firm and subject to prudential supervision by FINMA. Leonteq Securities AG, Guernsey Branch is regulated by the Guernsey Financial Services Commission ("GFSC").

### **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 recurring 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

This 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.

### **ESG**

The Product is not classified as sustainable. No representation as to the sustainability – within the meaning of Regulation (EU) 2020/852 (Taxonomy Regulation) and Regulation (EU) 2019/2088 (Sustainable Finance Disclosure Regulation) or any other sustainability-related law or regulation – of the Product or any Underlying is provided. Any reference to sustainability-related terms in relation to the Product or any Underlying shall not imply the provision of any such representation by the Issuer, the Lead Manager or the Guarantor, as applicable. It is furthermore specified that the Product is not aimed at clients with specific needs regarding sustainability preferences pursuant to Art. 2 No. 7 of the MiFID II Delegated Regulation (EU) 2017/565.

# Information about TCM-Collateralisation

Triparty Collateral Management Products ("**TCM Products**") are products with a reduced issuer risk. This protection is provided by means of a collateral pledge. Investors thus profit from increased protection on the invested capital.

The Collateral Provider has entered into a security agreement (as amended or replaced from time to time, the "TCM Security Agreement") and TCM Products are collateralised in accordance with the terms of the TCM Security Agreement. The Collateral Provider will provide collateral to secure the value of TCM Products, whereby such collateral can consist among others of the securities that are the direct or indirect underlyings of TCM Products.

The legal position of the Investors and of all involved parties in relation to the collateralisation of TCM Products is determined by the provisions of the TCM Security Agreement. The Issuer shall, upon request, provide the TCM Security Agreement to the Investors free of charge. A copy of the TCM Security Agreement may be obtained from the Lead Manager at Europaallee 39, 8004 Zurich (Switzerland), or via telephone (+41 58 800 1111\*), fax (+41-(0)58-8001010) or email (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.

More detailed information regarding TCM collateralisation can also be found in the Programme.

The costs with respect to the collateralisation of TCM Products as well as the borrowing costs of the products' collateral may be taken into account for the pricing of TCM Products and may therefore be borne by the Investors, as the case may be.

The payment to the Investors in case of a so-called Realisation Event may be delayed for factual or legal reasons.

To the extent the calculation of the current value of a TCM Product, as published daily by the Collateral Provider on SIX Financial Information, proves to be incorrect, the collateralisation of the TCM Product may be insufficient.

This TCM Product does not constitute a collective investment scheme pursuant to the Federal Act on Collective Investment Schemes (CISA) and does not require authorisation or supervision by the Swiss Financial Market Supervisory Authority FINMA.

# Selling restrictions

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 www.leonteq.com and can be ordered free of charge from the Lead Manager.