

## **Supplemental Listing Document**

If you are in any doubt as to any aspect of this document, you should consult your stockbroker or other registered dealer in securities, bank manager, solicitor, accountant or other professional adviser.

Application has been made to the Singapore Exchange Securities Trading Limited (the “**SGX-ST**”) for permission to deal in and for quotation of the Certificates (as defined below). The SGX-ST takes no responsibility for the contents of this document, makes no representation as to its accuracy or completeness and expressly disclaims any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this document. Admission to the Official List of the SGX-ST is not to be taken as an indication of the merits of UBS AG, acting through its London branch, the Certificates, or the Company (as defined below).

**8,000,000 European Style Cash Settled Short Certificates relating to**

**the Class A ordinary shares of XPeng Inc.**

**with a Daily Leverage of -5x**

**UBS AG**  
**(Incorporated with limited liability in Switzerland)**  
**acting through its London Branch**

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**Issue Price: S\$1.00 per Certificate**

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This document is published for the purpose of obtaining a listing of all the above certificates (the “**Certificates**”) to be issued by UBS AG (the “**Issuer**”) acting through its London branch, and is supplemental to and should be read in conjunction with a base listing document dated 28 June 2025 (the “**Base Listing Document**”), including its supplements and addenda as executed from time to time, for the purpose of giving information with regard to the Issuer and the Certificates. Information relating to the Company (as defined below) is contained in this document.

This document does not constitute or form part of any offer, or invitation, to subscribe for or to sell, or solicitation of any offer to subscribe for or to purchase, Certificates or other securities of the Issuer, nor is it calculated to invite, nor does it permit the making of, offers by the public to subscribe for or purchase for cash or other consideration the Certificates or other securities of the Issuer. Restrictions have been imposed on offers and sales of the Certificates and on distributions of documents relating thereto in the United States, the United Kingdom, the European Economic Area, Singapore and Hong Kong (see “Placing and Sale” contained herein).

The Certificates are complex products. You should exercise caution in relation to them. Investors are warned that the price of the Certificates may fall in value as rapidly as it may rise and holders may sustain a total loss of their investment. The price of the Certificates also depends on the supply and demand for the Certificates in the market and the price at which the Certificates is trading at any time may differ from the underlying valuation of the Certificates because of market inefficiencies. It is not possible to predict the secondary market for the Certificates. Although the Issuer and/or any of its affiliates may from time to time purchase the Certificates or sell additional

Certificates on the market, the Issuer and/or any of its affiliates are not obliged to do so. Investors should also note that there are leveraged risks because the Certificates integrate an inverse leverage mechanism and the Certificates will amplify the movements in the increase, and in the decrease, of the value of the Underlying Stock (as defined below) and if the investment results in a loss, any such loss will be increased by the leverage factor of the Certificates. As such, investors could lose more than they would if they had invested directly in the Underlying Stock.

For the purpose of section 309B(1) of the Securities and Futures Act 2001 of Singapore (the "**SFA**"), the Issuer has determined, and hereby notifies all relevant persons (as defined in section 309A of the SFA) that the Certificates are classified as capital markets products other than prescribed capital markets products<sup>1</sup> and Specified Investment Products (SIPs)<sup>2</sup>, and may only be sold to retail investors with enhanced safeguards, including an assessment of such investors' investment knowledge or experience.

Prospective purchasers should therefore ensure that they understand the nature of the Certificates and carefully study the risk factors set out in the Base Listing Document and pages 5 to 10 of this document before they invest in the Certificates.

Application has been made to the SGX-ST for permission to deal in and for quotation of the Certificates and the SGX-ST has agreed in principle to grant permission to deal in and for quotation of the Certificates. It is expected that dealings in the Certificates will commence on or about 22 October 2025.

As at the date hereof, the Issuer's long term credit rating by S&P Global Ratings Europe Limited is A+, by Moody's Investors Service Ltd. is Aa2 and by Fitch Ratings Ireland Limited is A+.

The Issuer is regulated by, among others, the Swiss Federal Banking Commission. In the United Kingdom, it is authorised by the Prudential Regulatory Authority and subject to regulation by the Financial Conduct Authority and limited regulation by the Prudential Regulatory Authority.

21 October 2025

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<sup>1</sup> As defined in the Securities and Futures (Capital Markets Products) Regulations 2018.

<sup>2</sup> As defined in the MAS Notice SFA 04-N12: Notice on the Sale of Investment Products and MAS Notice FAA-N16: Notice on Recommendations on Investment Products.

Subject as set out below, the Issuer accepts full responsibility for the accuracy of the information contained in this document and the Base Listing Document in relation to itself and the Certificates. To the best of the knowledge and belief of the Issuer (which has taken all reasonable care to ensure that such is the case), the information contained in this document and the Base Listing Document for which it accepts responsibility (subject as set out below in respect of the information contained herein with regard to the Company) is in accordance with the facts and does not omit anything likely to affect the import of such information. The information with regard to the Company as set out herein is extracted from publicly available information. The Issuer accepts responsibility only for the accurate reproduction of such information. No further or other responsibility or liability in respect of such information is accepted by the Issuer.

No persons have been authorised to give any information or to make any representation save as contained in this document or otherwise authorised by the Issuer in connection with the Certificates and, if given or made, such information or representations must not be relied upon as having been authorised by the Issuer. Neither the delivery of this document nor any sale made hereunder shall under any circumstances create any implication that there has been no change in the affairs of the Issuer or its subsidiaries and associates since the date hereof.

This document does not constitute an offer or solicitation by or on behalf of the Issuer to purchase or subscribe for any of the Certificates. The distribution of this document and the offering of the Certificates may, in certain jurisdictions, be restricted by law. The Issuer requires persons into whose possession this document comes to inform themselves of and observe all such restrictions. In particular, the Certificates have not been, and will not be, registered under the United States Securities Act of 1933, as amended (the “**Securities Act**”). Subject to certain exceptions, Certificates, or interests therein, may not at any time be offered, sold, resold or delivered, directly or indirectly, in the United States or to, or for the account or benefit of, any U.S. person (as defined in Regulation S under the Securities Act) or to others for offering, sale or resale in the United States or to any such U.S. person. Offers and sales of Certificates, or interests therein, in the United States or to U.S. persons would constitute a violation of United States securities laws unless made in compliance with registration requirements of the Securities Act or pursuant to an exemption therefrom. A further description of certain restrictions on offering and sale of the Certificates and distribution of this document is given in the section headed “Placing and Sale” contained herein.

The SGX-ST has made no assessment of, nor taken any responsibility for, the financial soundness of the Issuer or the merits of investing in the Certificates, nor have they verified the accuracy or the truthfulness of statements made or opinions expressed in this document.

The Issuer and/or any of its affiliates may repurchase Certificates at any time on or after the date of issue and any Certificates so repurchased may be offered from time to time in one or more transactions in the over-the-counter market or otherwise at prevailing market prices or in negotiated transactions, at the discretion of the Issuer and/or any of its affiliates. Investors should not therefore make any assumption as to the number of Certificates in issue at any time.

References in this document to the “**Conditions**” shall mean references to the Terms and Conditions of the European Style Cash Settled Long/Short Certificates on Single Equities contained in the Base Listing Document. Terms not defined herein shall have the meanings ascribed thereto in the Conditions.

## Table of Contents

	<i>Page</i>
<b>Risk Factors</b>	<b>5</b>
<b>Terms and Conditions of the Certificates</b>	<b>11</b>
<b>    Terms and Conditions of the European Style Cash Settled Long/Short Certificates on Single Equities</b>	<b>20</b>
<b>    Summary of the Issue</b>	<b>31</b>
<b>    Information relating to the European Style Cash Settled Short Certificates on Single Equities</b>	<b>33</b>
<b>    Information relating to the Company</b>	<b>48</b>
<b>    Information relating to the Designated Market Maker</b>	<b>49</b>
<b>    Placing and Sale</b>	<b>51</b>
<b>    Supplemental Information relating to the Issuer</b>	<b>56</b>
<b>    Supplemental General Information</b>	<b>57</b>
<b>Appendix I</b>	
<b>Appendix II</b>	
<b>Appendix III</b>	
<b>Appendix IV</b>	

## RISK FACTORS

The following risk factors are relevant to the Certificates:-

- (a) investment in Certificates involves substantial risks including market risk, liquidity risk, and the risk that the Issuer will be unable to satisfy its obligations under the Certificates. Investors should ensure that they understand the nature of all these risks before making a decision to invest in the Certificates. You should consider carefully whether Certificates are suitable for you in light of your experience, objectives, financial position and other relevant circumstances. Certificates are not suitable for inexperienced investors;
- (b) the Certificates constitute direct, general and unsecured contractual obligations of the Issuer and if you purchase the Certificates you are relying upon the creditworthiness of the Issuer and have no rights under the Certificates against any other person. In particular, it should be noted that the Issuer issues a large number of financial instruments, including Certificates, on a global basis and, at any given time, the financial instruments outstanding may be substantial. If you purchase the Certificates you are relying upon the creditworthiness of the Issuer and have no rights under the Certificates against the Company which has issued the Underlying Stock (as defined below). The Issuer has substantially no obligation to a Certificate Holder (as defined in the Conditions) other than to pay amounts in accordance with the terms thereof as set forth herein and in the Base Listing Document. The Issuer does not in any respect underwrite or guarantee the performance of any Certificate. Any profit or loss realised by a Certificate Holder in respect of a Certificate upon exercise or otherwise due to changes in the value of such Certificate or the Underlying Stock is solely for the account of such Certificate Holder. In addition, the Issuer shall have the absolute discretion to put in place any hedging transaction or arrangement which it deems appropriate in connection with any Certificate or the Underlying Stock. A reduction in the rating, if any, accorded to outstanding debt securities of the Issuer by any one of its rating agencies could result in a reduction in the trading value of the Certificates;
- (c) since the Certificates relate to the price of the Underlying Stock, certain events relating to the Underlying Stock may cause adverse movements in the value and the price of the Underlying Stock, as a result of which, the Certificate Holders may, in extreme circumstances, sustain a significant loss of their investment if the price of the Underlying Stock has risen sharply;
- (d) in the event that the Company is subject to any sanction by governmental authorities, (i) such sanction may impact general investor interest in the Underlying Stock, which may in turn affect the liquidity and market price of the Underlying Stock, and (ii) investors should consult their own legal advisers to check whether and to what extent investing in the Certificates will be in violation of applicable laws and regulations;
- (e) in the event that the Company is controlled through weighted voting rights, certain individuals who own shares of a class which is being given more votes per share may have the ability to determine the outcome of most matters, and depending on the action taken by the Company, the market price of the Certificates could be adversely affected;
- (f) due to their nature, the Certificates can be volatile instruments and may be subject to considerable fluctuations in value. The price of the Certificates may fall in value as rapidly as it may rise due to, including but not limited to, variations in the frequency and magnitude of the changes in the price of the Underlying Stock, the time remaining to expiry and the creditworthiness of the Issuer;

- (g) fluctuations in the price of the Underlying Stock will affect the price of the Certificates but not necessarily in the same magnitude and direction, therefore, prospective investors intending to purchase Certificates to hedge their market risk associated with investing in the Underlying Stock which may be specified herein, should recognise the complexities of utilising the Certificates in this manner;
- (h) a Certificate Holder must tender a specified number of Certificates at any one time in order to exercise. Thus, Certificate Holders with fewer than the specified minimum number of Certificates in a particular series will either have to sell their Certificates or purchase additional Certificates, incurring transactions costs in each case, in order to realise their investment;
- (i) if, whilst any of the Certificates remain unexercised, trading in the Underlying Stock is suspended or halted on the relevant stock exchange, trading in the Certificates may be suspended for a similar period;
- (j) investors should note that the Issuer's obligations to pay amounts in accordance with the terms thereof as set forth herein shall be discharged by delivery of the aggregate Cash Settlement Amount (if positive) to all Certificate Holders in accordance with the agreement with the Warrant Agent;
- (k) investors should note that in the event of there being a Market Disruption Event (as defined in the Conditions) determination or payment of the Cash Settlement Amount (as defined in the Conditions) may be delayed, all as more fully described in the Conditions;
- (l) certain events relating to the Underlying Stock require or, as the case may be, permit the Issuer to make certain adjustments or amendments to the Conditions;
- (m) the Certificates are only exercisable on the expiry date and may not be exercised by Certificate Holders prior to such expiry date. Accordingly, if on such expiry date the Cash Settlement Amount is zero, a Certificate Holder will lose the value of his investment;
- (n) the total return on an investment in any Certificate may be affected by the Hedging Fee Factor (as defined below), Management Fee (as defined below) and Gap Premium (as defined below);
- (o) investors holding their position overnight should note that they would be required to bear the annualised cost which consists of the Management Fee and Gap Premium, which are calculated daily and applied to the value of the Certificates, as well as certain costs embedded within the Leverage Inverse Strategy (as described below) including the Stock Borrowing Cost (as defined below) and the Rebalancing Cost (as defined below);
- (p) investors should note that there may be an exchange rate risk where the Cash Settlement Amount may be converted from a foreign currency into Singapore dollars. Exchange rates between currencies are determined by forces of supply and demand in the foreign exchange markets. These forces are, in turn, affected by factors such as international balances of payments and other economic and financial conditions, government intervention in currency markets and currency trading speculation. Fluctuations in foreign exchange rates, foreign political and economic developments, and the imposition of exchange controls or other foreign governmental laws or restrictions applicable to such investments may affect the foreign currency market price and the exchange rate-adjusted equivalent price of the Certificates. Fluctuations in the exchange rate of any one currency may be offset by fluctuations in the exchange rate of other relevant currencies;

- (q) investors should note that there are leveraged risks because the Certificates integrate an inverse leverage mechanism and the Certificates will amplify the movements in the increase, and in the decrease, of the value of the Underlying Stock and if the investment results in a loss, any such loss will be increased by the leverage factor of the Certificates. As such, investors could lose more than they would if they had invested directly in the Underlying Stock;
- (r) when held for longer than a day, the performance of the Certificates could be more or less than the leverage factor that is embedded within the Certificates. The performance of the Certificates each day is locked in, and any subsequent returns are based on what was achieved the previous trading day. This process, referred to as compounding, may lead to a performance difference from 5 times the inverse performance of the Underlying Stock over a period longer than one day. This difference may be amplified in a volatile market with a sideway trend, where market movements are not clear in direction, whereby investors may sustain substantial losses;
- (s) the Air Bag Mechanism (as defined below) is triggered only when the Underlying Stock is calculated or traded, which may not be during the trading hours of the Relevant Stock Exchange for the Certificates (as defined below);
- (t) investors should note that the Air Bag Mechanism reduces the impact on the Leverage Inverse Strategy if the Underlying Stock rises further, but will also maintain a reduced exposure to the Underlying Stock in the event the Underlying Stock starts to fall after the Air Bag Mechanism is triggered, thereby reducing its ability to recoup losses;
- (u) there is no assurance that the Air Bag Mechanism will prevent investors from losing the entire value of their investment, in the event of (i) an overnight rise in the Underlying Stock, where there is a 20% or greater gap between the previous trading day closing price and the opening price of the Underlying Stock the following trading day, as the Air Bag Mechanism will only be triggered when the market (in respect of which the Underlying Stock is listed) opens the following trading day (including pre-opening session or opening auction, as the case may be) or (ii) a sharp intraday rise in the Underlying Stock of 20% or greater during the observation period compared to the reference price, being: (a) if air bag event has not been previously triggered on the same day, the previous closing price of the Underlying Stock, or (b) if one or more air bag events have been previously triggered on the same day, the latest new observed price. Investors may refer to pages 41 to 42 of this document for more information;
- (v) certain events may, pursuant to the terms and conditions of the Certificates, trigger (A) the implementation of methods of adjustment or (B) the early termination of the Certificates. The Issuer will give the investors reasonable notice of any early termination. If the Issuer terminates the Certificates early, then the Issuer will, if and to the extent permitted by applicable law, pay an amount to each Certificate Holder in respect of each Certificate held by such holder equal to the fair market value of the Certificate less the cost to the Issuer of unwinding any underlying related hedging arrangements, all as determined by the Issuer in its sole and absolute discretion. The performance of this commitment shall depend on (A) general market conditions and (B) the liquidity conditions of the underlying instrument(s) and, as the case may be, of any other hedging transactions. Investors should note that the amount repaid by the Issuer may be less than the amount initially invested. Investors may refer to Condition 13 on pages 28 to 29 of this document for more information;
- (w) investors should note that it is not possible to predict the price at which the Certificates will trade in the secondary market or whether such market will be liquid or illiquid. To the extent Certificates of a particular issue are exercised, the number of Certificates of such issue

outstanding will decrease, resulting in a diminished liquidity for the remaining Certificates of such issue. A decrease in the liquidity of an issue of Certificates may cause, in turn, an increase in the volatility associated with the price of such issue of Certificates. The Issuer may, but is not obligated to, at any time, purchase Certificates at any price in the open market or by tender or private agreement. Any Certificates so purchased may be held or resold or surrendered for cancellation. To the extent that an issue of Certificates becomes illiquid, an investor may have to exercise such Certificates to realise value;

- (x) two or more risk factors may simultaneously have an effect on the value of a Certificate such that the effect of any individual risk factor may not be predicted. No assurance can be given as to the effect any combination of risk factors may have on the value of a Certificate;
- (y) investors should note that they may be required to pay stamp taxes or other documentary charges in accordance with the laws and practices of the country where the Certificates are transferred. Investors who are in any doubt as to their tax position should consult their own independent tax advisers. In addition, investors should be aware that tax regulations and their application by the relevant taxation authorities change from time to time. Accordingly, it is not possible to predict the precise tax treatment which will apply at any given time. Investors should refer to the Taxation Section in the Base Listing Document;
- (z) investors should note that the Issuer may enter into discount, commission or fee arrangements with brokers and/or any of its subsidiaries or affiliates with respect to the primary or secondary market in the Certificates. The arrangements may result in the benefit to investors in Certificates buying and selling Certificates through nominated brokers by reducing or eliminating the commission payable by such Certificate Holders. In the event that the commission payable by Certificate Holders is eliminated, fee arrangements between the Issuer and brokers and/or any of its subsidiaries or affiliates will continue to apply. Investors in the Certificates should note that any brokers with whom the Issuer has a commission arrangement does not, and cannot be expected to, deal exclusively in the Certificates, therefore any broker and/or any of its subsidiaries or affiliates may from time to time engage in transactions involving the Underlying Stock and/or structured products of other issuers over the Underlying Stock as the Certificates for their proprietary accounts and/or accounts of their clients. The fact that the same broker may deal simultaneously for different clients in competing products in the market place may affect the value of the Certificates and present certain conflicts of interests;
- (aa) various potential and actual conflicts of interest may arise from the overall activities of the Issuer and any of its subsidiaries and affiliates.

The Issuer and any of its subsidiaries and affiliates are diversified financial institutions with relationships in countries around the world. These entities engage in a wide range of commercial and investment banking, brokerage, funds management, hedging transactions and investment and other activities for their own account or the account of others. In addition, the Issuer and any of its subsidiaries and affiliates, in connection with their other business activities, may possess or acquire material information about the Underlying Stock. Such activities and information may involve or otherwise affect issuers of the Underlying Stock in a manner that may cause consequences adverse to the Certificate Holders or otherwise create conflicts of interests in connection with the issue of Certificates by the Issuer. Such actions and conflicts may include, without limitation, the exercise of voting power, the purchase and sale of securities, financial advisory relationships and exercise of creditor rights. The Issuer and any of its subsidiaries and affiliates have no obligation to disclose such information about the Underlying Stock or such activities. The Issuer and any of its subsidiaries and affiliates

and their officers and directors may engage in any such activities without regard to the issue of Certificates by the Issuer or the effect that such activities may directly or indirectly have on any Certificate;

- (bb) in the ordinary course of their business, including without limitation in connection with the Issuer or its appointed designated market maker's market making activities, the Issuer and any of its respective subsidiaries and affiliates may effect transactions for their own account or for the account of their customers and hold long or short positions in the Underlying Stock and/or related derivatives. In addition, in connection with the offering of any Certificates, the Issuer and any of its respective subsidiaries and affiliates may enter into one or more hedging transactions with respect to the Underlying Stock and/or related derivatives. In connection with such hedging or market-making activities or with respect to proprietary or other trading activities by the Issuer and any of its respective subsidiaries and its affiliates, the Issuer and any of its respective subsidiaries and affiliates may enter into transactions in the Underlying Stock and/or related derivatives which may affect the market price, liquidity or value of the Certificates and which may affect the interests of Certificate Holders;
- (cc) the value of the Certificates depends on the Leverage Inverse Strategy performance built in the Certificate. The Calculation Agent will make the Leverage Inverse Strategy last closing level and a calculation tool available to the investors on a website;
- (dd) certain risks relating to the Issuer's operating environment and strategy, including those as set out in Appendix 2 of the Base Listing Document, may impact the Issuer's ability to execute its strategy and directly affect its business activities, financial condition, results of operations and prospects. As a broad-based international financial services firm, the Issuer is inherently exposed to risks that become apparent only with the benefit of hindsight, risks of which it is not presently aware or which it currently does not consider to be material could also materially affect its business activities, financial condition, results of operations and prospects. The sequence in which the risk factors are set out in Appendix 2 of the Base Listing Document is not indicative of their likelihood of occurrence or the potential magnitude of their financial consequences;
- (ee) as the Certificates are represented by a global warrant certificate which will be deposited with The Central Depository (Pte) Limited ("CDP"):-
  - (i) investors should note that no definitive certificate will be issued in relation to the Certificates;
  - (ii) there will be no register of Certificate Holders and each person who is for the time being shown in the records maintained by CDP as entitled to a particular number of Certificates by way of interest (to the extent of such number) in the global warrant certificate in respect of those Certificates represented thereby shall be treated as the holder of such number of Certificates;
  - (iii) investors will need to rely on any statements received from their brokers/custodians as evidence of their interest in the Certificates; and
  - (iv) notices to such Certificate Holders will be published on the website of the SGX-ST. Investors will need to check the website of the SGX-ST regularly and/or rely on their brokers/custodians to obtain such notices;
- (ff) investing in the Certificates may involve risks related to the discontinuance, changes or adjustments to benchmarks generally.

Discontinuance of, or changes to, benchmarks may require adjustments to the Issuer's agreements, systems and processes. The interbank offered rate(s) and other interest rate, equity, commodity, foreign exchange and other types of indices which are deemed to be "benchmarks", are the subject of national, international and other regulatory guidance and proposals for reform. Some of these reforms are already effective whilst others are still to be or may be implemented. These reforms may cause such benchmarks to perform differently than in the past, to disappear entirely, or have other consequences which cannot be predicted. Any such consequence could have a material adverse effect on any Certificates referencing such a benchmark. Investors should consult their own independent advisers and make their own assessment about the potential risks or any of the international or national reforms in making any investment decision with respect to any Certificates referencing a benchmark; and

- (gg) specifically, the reform of HIBOR may adversely affect the value of the Certificates

The Hong Kong Inter-bank Offered Rate ("HIBOR") benchmark is referenced in the Leverage Inverse Strategy.

It is not possible to predict with certainty whether, and to what extent, HIBOR will continue to be supported going forwards. This may cause HIBOR to perform differently than they have done in the past, and may have other consequences which cannot be predicted. Such factors may have (without limitation) the following effects: (i) discouraging market participants from continuing to administer or contribute to a benchmark; (ii) triggering changes in the rules or methodologies used in the benchmark and/or (iii) leading to the disappearance of the benchmark. Any of the above changes or any other consequential changes as a result of international or national reforms or other initiatives or investigations, could have a material adverse effect on the value of and return on the Certificates.

In addition, the occurrence of a modification or cessation of HIBOR may cause adjustment of the Certificates which may include selecting one or more successor benchmarks and making related adjustments to the Certificates, including if applicable to reflect increased costs.

The Calculation Agent may make adjustments as it may determine appropriate if any of the following circumstances occurs or may occur: (1) HIBOR is materially changed or cancelled or (2)(i) the relevant authorisation, registration, recognition, endorsement, equivalence decision or approval in respect of the benchmark or the administrator or sponsor of the benchmark is not obtained, (ii) an application for authorisation, registration, recognition, endorsement, equivalence decision, approval or inclusion in any official register is rejected or (iii) any authorisation, registration, recognition, endorsement, equivalence decision or approval is suspended or inclusion in any official register is withdrawn.

Investors should consult their own independent advisers and make their own assessment about the potential risks imposed by any of the international or national reforms in making any investment decision with respect to any Certificate.

## TERMS AND CONDITIONS OF THE CERTIFICATES

*The following are the terms and conditions of the Certificates and should be read in conjunction with, and are qualified by reference to, the other information set out in this document and the Base Listing Document.*

The Conditions are set out in the section headed “Terms and Conditions of the European Style Cash Settled Long/Short Certificates on Single Equities” in the Base Listing Document. For the purposes of the Conditions, the following terms shall have the following meanings:

Certificates:	8,000,000 European Style Cash Settled Short Certificates relating to the Class A ordinary shares of XPeng Inc. traded in HKD (the “ <b>Underlying Stock</b> ” or the “ <b>Underlying</b> ”)
ISIN:	CH1465034093
Company:	XPeng Inc. (RIC: 9868.HK)
Underlying Price <sup>3</sup> and Source:	HK\$84.40 (Bloomberg)
Calculation Agent:	UBS AG acting through its London Branch
Strike Level:	Zero
Daily Leverage:	-5x (within the Leverage Inverse Strategy as described below)
Notional Amount per Certificate:	SGD 1.00
Management Fee (p.a.) <sup>4</sup> :	0.40%
Gap Premium (p.a.) <sup>5</sup> :	16.00%, is a hedging cost against extreme market movements overnight.
Stock Borrowing Cost <sup>6</sup> :	The annualised costs for borrowing stocks in order to take an inverse exposure on the Underlying Stock.
Rebalancing Cost <sup>6</sup> :	The transaction costs (if applicable), computed as a function of leverage and daily inverse performance of the Underlying Stock.
Launch Date:	13 October 2025
Closing Date:	21 October 2025

<sup>3</sup> These figures are calculated as at, and based on information available to the Issuer on or about 21 October 2025. The Issuer is not obliged, and undertakes no responsibility to any person, to update or inform any person of any changes to the figures after 21 October 2025.

<sup>4</sup> Please note that the Management Fee is calculated on a 360-day basis and may be increased up to a maximum of 3% p.a. on giving one month's notice to investors. Any increase in the Management Fee will be announced on the SGXNET. Please refer to “Fees and Charges” below for further details of the fees and charges payable and the maximum of such fees as well as other ongoing expenses that may be borne by the Certificates.

<sup>5</sup> Please note that the Gap Premium is calculated on a 360-day basis.

<sup>6</sup> These costs are embedded within the Leverage Inverse Strategy. Please note that the Stock Borrowing Cost may be changed on giving 5 Business Days' notice to investors. Any change in the Stock Borrowing Cost will be announced on the SGXNET.

Expected Listing Date:	22 October 2025
Last Trading Date:	The date falling 5 Business Days immediately preceding the Expiry Date, currently being 24 August 2027
Expiry Date:	31 August 2027 (if the Expiry Date is not a Business Day, then the Expiry Date shall fall on the preceding Business Day and subject to adjustment of the Valuation Date upon the occurrence of Market Disruption Events as set out in the Conditions of the Certificates)
Board Lot:	100 Certificates
Valuation Date:	30 August 2027 or if such day is not an Exchange Business Day, the immediately preceding Exchange Business Day.
Exercise:	The Certificates may only be exercised on the Expiry Date or if the Expiry Date is not a Business Day, the immediately preceding Business Day, in a Board Lot or integral multiples thereof. Certificate Holders shall not be required to deliver an exercise notice. Exercise of Certificates shall be determined by whether the Cash Settlement Amount (less any Exercise Expenses) is positive. If the Cash Settlement Amount (less any Exercise Expenses) is positive, all Certificates shall be deemed to have been automatically exercised at 5:00 p.m. (Singapore time) on the Expiry Date or if the Expiry Date is not a Business Day, the immediately preceding Business Day. The Cash Settlement Amount less the Exercise Expenses in respect of the Certificates shall be paid in the manner set out in Condition 4(c) of the Conditions. In the event the Cash Settlement Amount (less any Exercise Expenses) is zero, all Certificates shall be deemed to have expired at 5:00 p.m. (Singapore time) on the Expiry Date or if the Expiry Date is not a Business Day, the immediately preceding Business Day, and Certificate Holders shall not be entitled to receive any payment from the Issuer in respect of the Certificates.
Cash Settlement Amount:	In respect of each Certificate, shall be an amount (if positive) payable in the Settlement Currency equal to:  Closing Level multiplied by the Notional Amount per Certificate  Please refer to the "Information relating to the European Style Cash Settled Short Certificates on Single Equities" section on pages 33 to 47 of this document for examples and illustrations of the calculation of the Cash Settlement Amount.
Hedging Fee Factor:	In respect of each Certificate, shall be an amount calculated as: Product (for $t$ from Expected Listing Date to Valuation Date) of $(1 - \text{Management Fee} \times (\text{ACT}(t-1;t) \div 360)) \times (1 - \text{Gap Premium}(t-1) \times (\text{ACT}(t-1;t) \div 360))$ , where: " $t$ " refers to " <b>Observation Date</b> " which means each Underlying

Stock Business Day (subject to Market Disruption Event) from (and including) the Underlying Stock Business Day immediately preceding the Expected Listing Date to the Valuation Date; and

ACT (t-1;t) means the number of calendar days between the Underlying Stock Business Day immediately preceding the Observation Date (which is "t-1") (included) and the Observation Date (which is "t") (excluded).

An "**Underlying Stock Business Day**" is a day on which The Stock Exchange of Hong Kong Limited (the "**HKEX**") is open for dealings in Hong Kong during its normal trading hours and banks are open for business in Hong Kong.

Please refer to the "Information relating to the European Style Cash Settled Short Certificates on Single Equities" section on pages 33 to 47 of this document for examples and illustrations of the calculation of the Hedging Fee Factor.

Closing Level:

In respect of each Certificate, shall be an amount payable in the Settlement Currency equal to:

$$\left( \frac{\text{Final Reference Level} \times \text{Final Exchange Rate}}{\text{Initial Reference Level} \times \text{Initial Exchange Rate}} - \text{Strike Level} \right) \times \text{Hedging Fee Factor}$$

Initial Reference Level:

1,000

Final Reference Level:

The closing level of the Leverage Inverse Strategy (as described below) on the Valuation Date

The calculation of the closing level of the Leverage Inverse Strategy is set out in the "Specific Definitions relating to the Leverage Inverse Strategy" section on pages 15 to 19 below.

Initial Exchange Rate<sup>3</sup>:

0.1669283738

Final Exchange Rate:

The rate for the conversion of HKD to SGD as at 5:00pm (Singapore Time) on the Valuation Date as shown on Reuters, provided that if the Reuters service ceases to display such information, as determined by the Issuer by reference to such source(s) as the Issuer may reasonably determine to be appropriate at such a time.

Air Bag Mechanism:

The "**Air Bag Mechanism**" refers to the mechanism built in the Leverage Inverse Strategy and which is designed to reduce the Leverage Inverse Strategy exposure to the Underlying Stock during extreme market conditions. If the Underlying Stock rises by 15% or more ("**Air Bag Trigger Price**") during the trading day (which represents approximately 75% loss after a 5 times inverse leverage), the Air Bag Mechanism is triggered and the Leverage Inverse Strategy is adjusted intra-day. The Air Bag Mechanism reduces the impact on the Leverage Inverse Strategy if the Underlying Stock

rises further, but will also maintain a reduced exposure to the Underlying Stock in the event the Underlying Stock starts to fall after the Air Bag Mechanism is triggered, thereby reducing its ability to recoup losses.

Trading of Certificates is suspended for at least 30 minutes of continuous trading after the Air Bag is triggered. The resumption of trading is subject to the SGX-ST's requirements of at least 15 minutes after the SGX-ST approves the request from the Issuer to resume trading on the Certificates, rounded to the next quarter of an hour.

The Leverage Inverse Strategy is floored at 0 and the Certificates cannot be valued below zero.

Please refer to the "Air Bag Mechanism" section on page 19 below and the "Description of Air Bag Mechanism" section on pages 39 to 40 of this document for further information of the Air Bag Mechanism.

**Adjustments and Extraordinary Events:**

The Issuer has the right to make adjustments to the terms of the Certificates if certain events, including any capitalisation issue, rights issue, extraordinary distributions, merger, delisting, insolvency (as more specifically set out in the terms and conditions of the Certificates) occur in respect of the Underlying Stock. For the avoidance of doubt, no notice will be given if the Issuer determines that adjustments will not be made.

**Underlying Stock Currency:**

Hong Kong Dollar ("HKD")

**Settlement Currency:**

Singapore Dollar ("SGD")

**Exercise Expenses:**

Certificate Holders will be required to pay all charges which are incurred in respect of the exercise of the Certificates.

**Relevant Stock Exchange for the Certificates:**

The Singapore Exchange Securities Trading Limited ("SGX-ST")

**Relevant Stock Exchange for the Underlying Stock:**

HKEX

**Business Day, Settlement Business Day and Exchange Business Day:**

A "**Business Day**" or a "**Settlement Business Day**" is a day (excluding Saturdays, Sundays and public holidays) on which the SGX-ST is open for dealings in Singapore during its normal trading hours and banks are open for business in Singapore.

An "**Exchange Business Day**" is a day on which the SGX-ST and the HKEX are open for dealings in Singapore and Hong Kong respectively during its normal trading hours and banks are open for business in Singapore and Hong Kong.

Warrant Agent:	The Central Depository (Pte) Limited ("CDP")
Clearing System:	CDP
Fees and Charges:	<p>Normal transaction and brokerage fees shall apply to the trading of the Certificates on the SGX-ST. Investors should note that they may be required to pay stamp taxes or other documentary charges in accordance with the laws and practices of the country where the Certificates are transferred. Investors who are in any doubt as to their tax position should consult their own independent tax advisers. In addition, investors should be aware that tax regulations and their application by the relevant taxation authorities change from time to time. Accordingly, it is not possible to predict the precise tax treatment which will apply at any given time.</p> <p>Investors holding position overnight would also be required to bear the Management Fee and Gap Premium, which are calculated daily and applied to the value of the Certificates, as well as certain costs embedded within the Leverage Inverse Strategy including the Stock Borrowing Cost and the Rebalancing Cost. The Management Fee may be increased up to a maximum of 3% p.a. on giving one month's notice to investors in accordance with the terms and conditions of the Certificates. Any increase in the Management Fee will be announced on the SGXNET.</p>
Further Information:	<p>Please refer to the website at <a href="http://dlc.ubs.com">http://dlc.ubs.com</a> for more information on the theoretical closing price of the Certificates on the previous trading day, the closing price of the Underlying Stock on the previous trading day, the Air Bag Trigger Price for each trading day and the Management Fee and Gap Premium.</p>

### **Specific Definitions relating to the Leverage Inverse Strategy**

#### **Description of the Leverage Inverse Strategy**

The Leverage Inverse Strategy is designed to track a 5 times daily leveraged inverse exposure to the Underlying Stock.

At the end of each trading day of the Underlying Stock, the exposure of the Leverage Inverse Strategy to the Underlying Stock is reset within the Leverage Inverse Strategy in order to retain a daily leverage of 5 times the inverse performance of the Underlying Stock (excluding costs) regardless of the performance of the Underlying Stock on the preceding day. This mechanism is referred to as the Daily Reset.

The Leverage Inverse Strategy incorporates an air bag mechanism which is designed to reduce exposure to the Underlying Stock during extreme market conditions, as further described below.

**Leverage Inverse Strategy Formula**

**LSL<sub>t</sub>** means the Leverage Inverse Strategy Level as of the Leverage Reset Time (t), calculated in accordance with the following formulae:

On Leverage Reset Time(1):

$$LSL_1 = 1000$$

On each subsequent Leverage Reset Time(t):

$$LSL_t = \text{Max}\left[LSL_{r(t)} \times \left(1 + LR_{r(t),t} - FC_{r(t),t} - SB_{r(t),t} - RC_{r(t),t}\right), 0\right]$$

**Leverage Reset Time (t)** means

1) the scheduled closing time for the Relevant Stock Exchange for the Underlying Stock (or any successor thereto) on any Observation Date; and

2) end of any Intraday Restrike Event Observation Period.

Leverage Reset Time (1) is the scheduled close for the Relevant Stock Exchange for the Underlying Stock on Issue Date.

**Leverage Reset Time r(t)** means the Leverage Reset Time immediately preceding the Leverage Reset Time (t).

**LR<sub>r(t),t</sub>** means the Leveraged Return of the Underlying Stock between Leverage Reset Time r(t) and Leverage Reset Time (t), calculated as follows:

$$LR_{r(t),t} = \text{Leverage} \times \left( \frac{S_t}{S_{r(t)} \times Rf_{r(t)}} - 1 \right)$$

**FC<sub>r(t),t</sub>** means, the Funding Cost between the Leverage Reset Time r(t) (included) and the Leverage Reset Time (t) (excluded) calculated as follows:

If the Leverage Reset Time r(t) is at the scheduled closing time for the Relevant Stock Exchange for the Underlying Stock (or any successor thereto) on any Observation Date,

$$FC_{r(t),t} = (\text{Leverage} - 1) \times \frac{\text{Rate}_{r(t)} \times ACT(r(t), t)}{\text{DayCountBasisRate}}$$

Otherwise,  $FC_{r(t),t} = 0$

**SB<sub>r(t),t</sub>** means the Stock Borrowing Cost between the Leverage Reset Time r(t) (included) and the Leverage Reset Time (t) (excluded) calculated as follows:

If the Leverage Reset Time r(t) is at the scheduled closing time for the Relevant Stock Exchange for the Underlying Stock (or any successor thereto) on any Observation Date,

$$SB_{r(t),t} = -\text{Leverage} \times \frac{CB \times ACT(r(t), t)}{\text{DayCountBasisRate}}$$

Otherwise,  $SB_{r(t),t} = 0$

**CB** means the Cost of Borrowing applicable that is equal to: 4.00%

**RC<sub>r(t),t</sub>** means the Rebalancing Cost of the Leverage Inverse Strategy as at Leverage Reset Time (t), calculated as follows :

$$RC_{r(t),t} = \text{Leverage} \times (\text{Leverage} - 1) \times \left( \left| \frac{S_t}{S_{r(t)} \times Rfactor_t} - 1 \right| \right) \times TC$$

**TC** means the Transaction Costs applicable as determined by the Calculation Agent (including Stamp Duty and any other applicable taxes, levies and costs which may be levied on the stock transactions on the Relevant Stock Exchange for the Underlying Stock by the applicable regulatory authorities from time to time) that are currently equal to :

0.11%

“Stamp Duty” refers to the applicable rate of stamp duty on the stock transactions in the jurisdiction of the Relevant Stock Exchange for the Underlying Stock, which may be changed by the applicable regulatory authorities from time to time.

**Leverage** -5

**S<sub>t</sub>** means the Underlying Stock Price as of Leverage Reset Time (t) computed as follows, subject to the adjustments and provisions of the Conditions:

If the Leverage Reset Time (t) is at the scheduled closing time for the Relevant Stock Exchange for the Underlying Stock (or any successor thereto) on any Observation Date,

$S_t$  is the Closing Price of the Underlying Stock as of such Observation Date.

Otherwise,

$S_t$  is the highest price of the Underlying Stock during the respective Intraday Restrike Observation Period.

**Rfactor<sub>t</sub>** means an amount determined by the Calculation Agent, according to the following formula, subject to the adjustments and provisions of the Conditions:

If in respect of the Leverage Reset Time (t), the immediately preceding Leverage Reset Time  $r(t)$  is at the scheduled closing time for the Relevant Stock Exchange for the Underlying Stock (or any successor thereto) on any Observation Date,

$$Rfactor_t = 1 - \frac{Div_t}{S_{r(t)}}$$

Otherwise,

$$Rfactor_t = 1$$

Where

$Div_t$  is the dividend to be paid out in respect of the Underlying Stock on the Observation Date of the Leverage Reset Time (t) if such Observation Date is an ex-dividend date, otherwise is zero. The dividend shall be considered gross of any applicable withholding taxes.

**Rate<sub>t</sub>** means, in respect of the Observation Date of Leverage Reset Time (t), the Overnight HKD Hong Kong Interbank Offered Rate (HIBOR) Fixing,

as published on Reuters RIC HIHKDOND= or any successor page, being the rate as of day (t), provided that if such rate is not available, then the rate shall be determined by reference to the latest available rate that was published on the relevant Reuters page. Upon the occurrence or likely occurrence, as determined by the Calculation Agent, of a Benchmark Event, the Calculation Agent may make adjustments as it may determine appropriate to account for the relevant event or circumstance, including but not limited to using any alternative rates from such date, with or without retroactive effect as the Calculation Agent may in its sole and absolute discretion determine.

**Benchmark Event**

means:

- (a) the relevant reference rate has ceased to be published on the relevant screen page as a result of such benchmark ceasing to be calculated or administered; or
- (b) a public statement by the administrator of the relevant reference rate that (in circumstances where no successor administrator has been or will be appointed that will continue publication of such reference rate) it has ceased publishing such reference rate permanently or indefinitely or that it will cease to do so by a specified future date (the "**Specified Future Date**"); or
- (c) a public statement by the supervisor of the administrator of the relevant reference rate that such reference rate has been or will, by a specified future date (the "**Specified Future Date**"), be permanently or indefinitely discontinued; or
- (d) a public statement by the supervisor of the administrator of the relevant reference rate as a consequence of which Reference Rate will, by a specified future date (the "**Specified Future Date**"), be prohibited from being used, or that its use will be subject to restrictions or adverse consequences, either generally or in respect of the Certificates; or
- (e) a public statement by the supervisor of the administrator of the relevant reference rate that, in the view of such supervisor, such reference rate is or will, by a specified future date (the "**Specified Future Date**"), be no longer representative of an underlying market or the methodology to calculate such reference rate has materially changed; or
- (f) it has or will, by a specified date within the following six months, become unlawful for the Calculation Agent or the Issuer to calculate any payments due to be made to any holder of the Certificates using the relevant reference rate (including, without limitation, under the Benchmarks Regulation (EU) 2016/1011, if applicable).

Notwithstanding the subparagraphs above, where the relevant Benchmark Event is a public statement within subparagraphs (b), (c), (d)

or (e) above and the Specified Future Date in the public statement is more than six months after the date of that public statement, the Benchmark Event shall not be deemed to occur until the date falling six months prior to such Specified Future Date.

**ACT(r(t),t)** ACT (r(t),t) means the number of calendar days between the Observation Date of the Leverage Reset Time r(t) (included) and the Observation Date of the Leverage Reset Time (t) (excluded).

**DayCountBasisRate** 365

### Air Bag Mechanism

**Intraday Restrike Event** means in respect of an Observation Date, the increase at any Calculation Time of the Underlying Stock price by 15% or more compared with the amount of  $S_{r(t)} \times R\text{factor}_t$  where r(t) means the immediately preceding Leverage Reset Time prior to such Calculation Time.

**Calculation Time** means any time between the TimeReferenceOpening and the TimeReferenceClosing, provided that the relevant data is available to enable the Calculation Agent to determine the Leverage Inverse Strategy Level.

**TimeReferenceOpening** means the scheduled opening time (including pre-opening session or opening auction, as the case may be) for the Relevant Stock Exchange for the Underlying Stock (or any successor thereto).

**TimeReferenceClosing** means the scheduled closing time (including closing auction session) for the Relevant Stock Exchange for the Underlying Stock (or any successor thereto).

**Intraday Restrike Event Observation Period** means in respect of an Intraday Restrike Event, the period starting on and excluding the Intraday Restrike Event Time and finishing on and including the sooner between (1) the time falling 15 minutes of continuous trading after the Intraday Restrike Event Time and (2) the TimeReferenceClosing.

Where, during such period, the Calculation Agent determines that (1) the trading in the Underlying Stock is disrupted or subject to suspension or limitation or (2) the Relevant Stock Exchange for the Underlying Stock is not open for continuous trading, the Intraday Restrike Event Observation Period will be extended to the extent necessary until (1) the trading in the Underlying Stock is no longer disrupted, suspended or limited and (2) the Relevant Stock Exchange for the Underlying Stock is open for continuous trading.

**Intraday Restrike Event Time** means in respect of an Intraday Restrike Event, the Calculation Time on which such event occurs.

*The Conditions set out in the section headed "Terms and Conditions of the European Style Cash Settled Long/Short Certificates on Single Equities" in the Base Listing Document are set out below. This section is qualified in its entirety by reference to the detailed information appearing elsewhere in this document which shall, to the extent so specified or to the extent inconsistent with the relevant Conditions set out below, replace or modify the relevant Conditions for the purpose of the Certificates.*

**TERMS AND CONDITIONS OF  
THE EUROPEAN STYLE CASH SETTLED LONG/SHORT CERTIFICATES ON SINGLE EQUITIES**

**1. Form, Status, Transfer and Title**

- (a) *Form.* The Certificates (which expression shall, unless the context otherwise requires, include any further certificates issued pursuant to Condition 11) are issued subject to and with the benefit of:
  - (i) a master instrument by way of deed poll (the "**Master Instrument**") dated 28 June 2025, made by UBS AG (the "**Issuer**") acting through its London Branch; and
  - (ii) a warrant agent agreement (the "**Master Warrant Agent Agreement**" or "**Warrant Agent Agreement**") dated any time on or before the Closing Date, made between the Issuer and the Warrant Agent for the Certificates.

Copies of the Master Instrument and the Master Warrant Agent Agreement or Warrant Agent Agreement are available for inspection at the specified office of the Warrant Agent.

The Certificate Holders (as defined below) are entitled to the benefit of, are bound by and are deemed to have notice of all the provisions of the Master Instrument and the Master Warrant Agent Agreement or Warrant Agent Agreement.

- (b) *Status.* The Certificates constitute direct, general and unsecured contractual obligations of the Issuer and rank, and will rank, equally among themselves and *pari passu* with all other present and future unsecured and unsubordinated obligations of the Issuer (save for statutorily preferred exceptions). The Certificates provide for cash settlement on exercise and, in particular, the Certificates will not be secured by any underlying assets. The Certificates do not entitle Certificate Holders to the delivery of any Underlying Stock, are not secured by the Underlying Stock and do not entitle Certificate Holders to any interest in any Underlying Stock.
- (c) *Transfer.* The Certificates are represented by a global warrant certificate ("**Global Warrant**") which will be deposited with The Central Depository (Pte) Limited ("**CDP**"). Certificates in definitive form will not be issued. Transfers of Certificates may be effected only in Board Lots or integral multiples thereof. All transactions in (including transfers of) Certificates, in the open market or otherwise, must be effected through a securities account with CDP. Title will pass upon registration of the transfer in the records maintained by CDP.
- (d) *Title.* Each person who is for the time being shown in the records maintained by CDP as entitled to a particular number of Certificates shall be treated by the Issuer and the Warrant Agent as the holder and absolute owner of such number of Certificates, notwithstanding any notice to the contrary. The expression "**Certificate Holder**" shall be construed accordingly.

## 2. Certificate Rights and Exercise Expenses

(a) *Certificate Rights.* Every Certificate entitles each Certificate Holder, upon due exercise and on compliance with Condition 4, to payment by the Issuer of the Cash Settlement Amount (as defined below) (if any) in the manner set out in Condition 4.

The "Cash Settlement Amount", in respect of each Certificate, shall be an amount (if positive) payable in the Settlement Currency equal to the Closing Level multiplied by the Notional Amount per Certificate.

The "Closing Level", in respect of each Certificate, shall be an amount payable in the Settlement Currency equal to:

$$\left( \frac{\text{Final Reference Level} \times \text{Final Exchange Rate}}{\text{Initial Reference Level} \times \text{Initial Exchange Rate}} - \text{Strike Level} \right) \times \text{Hedging Fee Factor}$$

If the Issuer determines, in its sole discretion, that on the Valuation Date or any Observation Date a Market Disruption Event has occurred, then that Valuation Date or Observation Date shall be postponed until the first succeeding Exchange Business Day or Underlying Stock Business Day, as the case may be, on which there is no Market Disruption Event, unless there is a Market Disruption Event on each of the five Exchange Business Days or Underlying Stock Business Days, as the case may be, immediately following the original date that, but for the Market Disruption Event, would have been a Valuation Date or an Observation Date. In that case:-

- (i) that fifth Exchange Business Day or Underlying Stock Business Day, as the case may be, shall be deemed to be the Valuation Date or the Observation Date notwithstanding the Market Disruption Event; and
- (ii) the Issuer shall determine the Final Reference Level or the relevant closing level on the basis of its good faith estimate of the Final Reference Level or the relevant closing level that would have prevailed on that fifth Exchange Business Day or Underlying Stock Business Day, as the case may be, but for the Market Disruption Event provided that the Issuer, if applicable, may, but shall not be obliged to, determine such Final Reference Level or the relevant closing level by having regard to the manner in which futures contracts relating to the Underlying Stock are calculated.

**"Market Disruption Event"** means the occurrence or existence of (i) any suspension of trading on the Relevant Stock Exchange of the Underlying Stock requested by the Company if that suspension is, in the determination of the Issuer, material, (ii) any suspension of or limitation imposed on trading (including but not limited to unforeseen circumstances such as by reason of movements in price exceeding limits permitted by the Relevant Stock Exchange or any act of God, war, riot, public disorder, explosion, terrorism or otherwise) on the Relevant Stock Exchange in the Underlying Stock if that suspension or limitation is, in the determination of the Issuer, material, or (iii) the closing of the Relevant Stock Exchange or a disruption to trading on the Relevant Stock Exchange, if that disruption is, in the determination of the Issuer, material as a result of the occurrence of any act of God, war, riot, public disorder, explosion or terrorism.

(b) *Exercise Expenses.* Certificate Holders will be required to pay all charges which are incurred in respect of the exercise of the Certificates (the "Exercise Expenses"). An amount equivalent to the Exercise Expenses will be deducted by the Issuer from the Cash Settlement Amount in accordance with Condition 4. Notwithstanding the

foregoing, the Certificate Holders shall account to the Issuer on demand for any Exercise Expenses to the extent that they were not or could not be deducted from the Cash Settlement Amount prior to the date of payment of the Cash Settlement Amount to the Certificate Holders in accordance with Condition 4.

- (c) No Rights. The purchase of Certificates does not confer on the Certificate Holders any right (whether in respect of voting, dividend or other distributions in respect of the Underlying Stock or otherwise) which the holder of an Underlying Stock may have.

### 3. Expiry Date

Unless automatically exercised in accordance with Condition 4(b), the Certificates shall be deemed to expire at 5:00 p.m. (Singapore time) on the Expiry Date or if the Expiry Date is not a Business Day (as defined below), the immediately preceding Business Day.

### 4. Exercise of Certificates

- (a) *Exercise.* Certificates may only be exercised on the Expiry Date or if the Expiry Date is not a Business Day, the immediately preceding Business Day, in accordance with Condition 4(b).
- (b) *Automatic Exercise.* Certificate Holders shall not be required to deliver an exercise notice. Exercise of Certificates shall be determined by whether the Cash Settlement Amount (less any Exercise Expenses) is positive. If the Cash Settlement Amount (less any Exercise Expenses) is positive, all Certificates shall be deemed to have been automatically exercised at 5:00 p.m. (Singapore time) on the Expiry Date or if the Expiry Date is not a Business Day, the immediately preceding Business Day. The Cash Settlement Amount less the Exercise Expenses in respect of the Certificates shall be paid in the manner set out in Condition 4(c) below. In the event the Cash Settlement Amount (less any Exercise Expenses) is zero, all Certificates shall be deemed to have expired at 5:00 p.m. (Singapore time) on the Expiry Date or if the Expiry Date is not a Business Day, the immediately preceding Business Day, and Certificate Holders shall not be entitled to receive any payment from the Issuer in respect of the Certificates.
- (c) *Settlement.* In respect of Certificates which are automatically exercised in accordance with Condition 4(b), the Issuer will pay to the Warrant Agent who will then pay to the relevant Certificate Holder the Cash Settlement Amount (if any) in the Settlement Currency. The aggregate Cash Settlement Amount (less any Exercise Expenses) shall be dispatched by the Warrant Agent as soon as practicable and no later than five Settlement Business Days (as defined in the relevant Supplemental Listing Document) following the Expiry Date (subject to extension upon the occurrence of a Market Disruption Event (as defined above) by way of crossed cheque or other payment in immediately available funds drawn in favour of the Certificate Holder only (or, in the case of joint Certificate Holders, the first-named Certificate Holder) appearing in the records maintained by CDP. Any payment made pursuant to this Condition 4(c) shall be delivered at the risk and expense of the Certificate Holder and posted to the Certificate Holder's address appearing in the records maintained by CDP (or, in the case of joint Certificate Holders, to the address of the first-named Certificate Holder appearing in the records maintained by CDP). If the Cash Settlement Amount is equal to or less than the determined Exercise Expenses, no amount is payable.

The Issuer's obligations to pay the Cash Settlement Amount shall be discharged by payment to the Warrant Agent in accordance with the Master Warrant Agent Agreement or Warrant Agent Agreement.

- (d) *CDP not liable.* CDP shall not be liable to any Certificate Holder with respect to any action taken or omitted to be taken by the Issuer or the Warrant Agent in connection with the exercise of the Certificates or otherwise pursuant to or in connection with these Conditions.
- (e) *Business Day.* In these Conditions, a "**Business Day**" shall be a day (excluding Saturdays, Sundays and public holidays) on which the SGX-ST is open for dealings in Singapore during its normal trading hours and banks are open for business in Singapore.

## 5. Warrant Agent

- (a) *Warrant Agent.* The Issuer reserves the right, subject to the appointment of a successor, at any time to vary or terminate the appointment of the Warrant Agent and to appoint another Warrant Agent provided that it will at all times maintain a Warrant Agent which, so long as the Certificates are listed on the SGX-ST, shall be in Singapore. Notice of any such termination or appointment and of any change in the specified office of the Warrant Agent will be given to the Certificate Holders in accordance with Condition 9.
- (b) *Agent of Issuer.* The Warrant Agent will be acting as agent of the Issuer and will not assume any obligation or duty to or any relationship of agency or trust for the Certificate Holders. All determinations and calculations by the Warrant Agent under these Conditions shall (save in the case of manifest error) be final and binding on the Issuer and the Certificate Holders.

## 6. Adjustments

- (a) *Potential Adjustment Event.* Following the declaration by a Company of the terms of any Potential Adjustment Event (as defined below), the Issuer will determine whether such Potential Adjustment Event has a dilutive or concentrative or other effect on the theoretical value of the Underlying Stock and, if so, will (i) make the corresponding adjustment, if any, to any one or more of the Conditions as the Issuer determines appropriate to account for that dilutive or concentrative or other effect, and (ii) determine the effective date of that adjustment. The Issuer may, but need not, determine the appropriate adjustment by reference to the adjustment in respect of such Potential Adjustment Event made by an exchange on which options or futures contracts on the Underlying Stock are traded.
- (b) *Definitions.* "*Potential Adjustment Event*" means any of the following:
  - (i) a subdivision, consolidation, reclassification or other restructuring of the Underlying Stock (excluding a Merger Event) or a free distribution or dividend of any such Underlying Stock to existing holders by way of bonus, capitalisation or similar issue;
  - (ii) a distribution or dividend to existing holders of the Underlying Stock of (1) such Underlying Stock, or (2) other share capital or securities granting the right to payment of dividends and/or the proceeds of liquidation of the Company equally or proportionately with such payments to holders of such Underlying Stock, or (3) share capital or other securities of another issuer

acquired by the Company as a result of a “spin-off” or other similar transaction, or (4) any other type of securities, rights or warrants or other assets, in any case for payment (in cash or otherwise) at less than the prevailing market price as determined by the Issuer;

- (iii) an extraordinary dividend;
- (iv) a call by the Company in respect of the Underlying Stock that is not fully paid;
- (v) a repurchase by the Company of the Underlying Stock whether out of profits or capital and whether the consideration for such repurchase is cash, securities or otherwise;
- (vi) with respect to a Company an event that results in any shareholder rights pursuant to a shareholder rights agreement or other plan or arrangement of the type commonly referred to as a “poison pill” being distributed, or becoming separated from shares of common stock or other shares of the capital stock of such Company (provided that any adjustment effected as a result of such an event shall be readjusted upon any redemption of such rights); or
- (vii) any other event that may have, in the opinion of the Issuer, a dilutive or concentrative or other effect on the theoretical value of the Underlying Stock.

(c) *Merger Event, Tender Offer, Nationalisation and Insolvency.* If a Merger Event, Tender Offer, Nationalisation or Insolvency occurs in relation to the Underlying Stock, the Issuer may take any action described below:

- (i) determine the appropriate adjustment, if any, to be made to any one or more of the Conditions to account for the Merger Event, Tender Offer, Nationalisation or Insolvency, as the case may be, and determine the effective date of that adjustment. The Issuer may, but need not, determine the appropriate adjustment by reference to the adjustment in respect of the Merger Event, Tender Offer, Nationalisation or Insolvency made by an options exchange to options on the Underlying Stock traded on that options exchange;
- (ii) cancel the Certificates by giving notice to the Certificate Holders in accordance with Condition 9. If the Certificates are so cancelled, the Issuer will pay an amount to each Certificate Holder in respect of each Certificate held by such Certificate Holder which amount shall be the fair market value of a Certificate taking into account the Merger Event, Tender Offer, Nationalisation or Insolvency, as the case may be, less the cost to the Issuer and/or any of its affiliates of unwinding any underlying related hedging arrangements, all as determined by the Issuer in its reasonable discretion. Payment will be made in such manner as shall be notified to the Certificate Holders in accordance with Condition 9; or
- (iii) following any adjustment to the settlement terms of options on the Underlying Stock on such exchange(s) or trading system(s) or quotation system(s) as the Issuer in its reasonable discretion shall select (the “**Option Reference Source**”) make a corresponding adjustment to any one or more of the Conditions, which adjustment will be effective as of the date determined by the Issuer to be the effective date of the corresponding adjustment made by the Option Reference Source. If options on the Underlying Stock are not traded on the Option Reference Source, the Issuer will make such adjustment, if any, to any one or

more of the Conditions as the Issuer determines appropriate, with reference to the rules and precedents (if any) set by the Option Reference Source, to account for the Merger Event, Tender Offer, Nationalisation or Insolvency, as the case may be, that in the determination of the Issuer would have given rise to an adjustment by the Option Reference Source if such options were so traded.

Once the Issuer determines that its proposed course of action in connection with a Merger Event, Tender Offer, Nationalisation or Insolvency, it shall give notice to the Certificate Holders in accordance with Condition 9 stating the occurrence of the Merger Event, Tender Offer, Nationalisation or Insolvency, as the case may be, giving details thereof and the action proposed to be taken in relation thereto. Certificate Holders should be aware that due to the nature of such events, the Issuer will not make an immediate determination of its proposed course of action or adjustment upon the announcement or occurrence of a Merger Event, Tender Offer, Nationalisation or Insolvency.

- (d) *Definitions.* “**Insolvency**” means that by reason of the voluntary or involuntary liquidation, bankruptcy, insolvency, dissolution or winding-up of or any analogous proceeding affecting a Company (i) all the Underlying Stock of that Company is required to be transferred to a trustee, liquidator or other similar official or (ii) holders of the Underlying Stock of that Company become legally prohibited from transferring them. “**Merger Date**” means the closing date of a Merger Event or, where a closing date cannot be determined under the local law applicable to such Merger Event, such other date as determined by the Issuer. “**Merger Event**” means, in respect of the Underlying Stock, any (i) reclassification or change of such Underlying Stock that results in a transfer of or an irrevocable commitment to transfer all of such Underlying Stock outstanding to another entity or person, (ii) consolidation, amalgamation, merger or binding share exchange of a Company with or into another entity or person (other than a consolidation, amalgamation, merger or binding share exchange in which such Company is the continuing entity and which does not result in reclassification or change of all of such Underlying Stock outstanding), (iii) takeover offer, exchange offer, solicitation, proposal or other event by any entity or person to purchase or otherwise obtain 100 per cent. of the outstanding Underlying Stock of the Company that results in a transfer of or an irrevocable commitment to transfer all such Underlying Stock (other than such Underlying Stock owned or controlled by such other entity or person), or (iv) consolidation, amalgamation, merger or binding share exchange of the Company or its subsidiaries with or into another entity in which the Company is the continuing entity and which does not result in a reclassification or change of all such Underlying Stock outstanding but results in the outstanding Underlying Stock (other than Underlying Stock owned or controlled by such other entity) immediately prior to such event collectively representing less than 50 per cent. of the outstanding Underlying Stock immediately following such event, in each case if the Merger Date is on or before the Valuation Date. “**Nationalisation**” means that all the Underlying Stock or all or substantially all of the assets of a Company are nationalised, expropriated or are otherwise required to be transferred to any governmental agency, authority, entity or instrumentality thereof. “**Tender Offer**” means a takeover offer, tender offer, exchange offer, solicitation, proposal or other event by any entity or person that results in such entity or person purchasing, or otherwise obtaining or having the right to obtain, by conversion or other means, greater than 10 per cent. and less than 100 per cent. of the outstanding voting shares of the Company, as determined by the Issuer, based upon the making of filings with governmental or self-regulatory agencies or such other information as the Issuer deems relevant.

- (e) *Subdivision or Consolidation of the Certificates.* The Issuer reserves the right to subdivide or consolidate the Certificates, provided that such adjustment is considered by the Issuer not to be materially prejudicial to the Certificate Holders generally (without considering the circumstances of any individual Certificate Holder or the tax or other consequences of such adjustment or amendment in any particular jurisdiction).
- (f) *Other Adjustments.* Except as provided in this Condition 6 and Conditions 10 and 12, adjustments will not be made in any other circumstances, subject to the right reserved by the Issuer (such right to be exercised in the Issuer's sole and unfettered discretion and without any obligation whatsoever) to make such adjustments and amendments as it believes appropriate in circumstances where an event or events (including the events as contemplated in Conditions 6(a) to 6(e)) occur which it believes in its sole discretion (and notwithstanding any prior adjustment made pursuant to the above) and irrespective of, in substitution for, or in addition to the provisions contemplated in Conditions 6(a) to 6(e) should, in the context of the issue of the Certificates and the obligations of the Issuer, give rise to such adjustment or as the case may be, amendment provided that such adjustment or as the case may be, amendment is considered by the Issuer not to be materially prejudicial to the Certificate Holders generally (without considering the circumstances of any individual Certificate Holder or the tax or other consequences of such adjustment or amendment in any particular jurisdiction).
- (g) *Notice of Adjustments.* All determinations made by the Issuer pursuant hereto will be conclusive and binding on the Certificate Holders. The Issuer will give, or procure that there is given notice as soon as practicable of any adjustment and of the date from which such adjustment is effective in accordance with Condition 9. For the avoidance of doubt, no notice will be given if the Issuer determines that adjustments will not be made.

## 7. Purchases

The Issuer or its related corporations may at any time purchase Certificates at any price in the open market or by tender or by private treaty. Any Certificates so purchased may be held or resold or surrendered for cancellation.

## 8. Meetings of Certificate Holders; Modification

- (a) *Meetings of Certificate Holders.* The Master Warrant Agent Agreement or Warrant Agent Agreement contains provisions for convening meetings of the Certificate Holders to consider any matter affecting their interests, including the sanctioning by Extraordinary Resolution (as defined in the Master Warrant Agent Agreement or Warrant Agent Agreement) of a modification of the provisions of the Certificates or of the Master Warrant Agent Agreement or Warrant Agent Agreement.

At least 21 days' notice (exclusive of the day on which the notice is given and of the day on which the meeting is held) specifying the date, time and place of the meeting shall be given to the Certificate Holders.

Such a meeting may be convened by the Issuer or by Certificate Holders holding not less than ten per cent. of the Certificates for the time being remaining unexercised. The quorum at any such meeting for passing an Extraordinary Resolution will be two or more persons holding or representing not less than 25 per cent. of the Certificates for the time being remaining unexercised, or at any adjourned meeting two or more

persons being or representing Certificate Holders whatever the number of Certificates so held or represented.

A resolution will be an Extraordinary Resolution when it has been passed at a duly convened meeting by not less than three-quarters of the votes cast by such Certificate Holders who, being entitled to do so, vote in person or by proxy.

An Extraordinary Resolution passed at any meeting of the Certificate Holders shall be binding on all the Certificate Holders whether or not they are present at the meeting. Resolutions can be passed in writing if passed unanimously.

- (b) *Modification.* The Issuer may, without the consent of the Certificate Holders, effect (i) any modification of the provisions of the Certificates or the Master Instrument which is not materially prejudicial to the interests of the Certificate Holders or (ii) any modification of the provisions of the Certificates or the Master Instrument which is of a formal, minor or technical nature, which is made to correct an obvious error or which is necessary in order to comply with mandatory provisions of Singapore law. Any such modification shall be binding on the Certificate Holders and shall be notified to them by the Warrant Agent before the date such modification becomes effective or as soon as practicable thereafter in accordance with Condition 9.

## 9. Notices

- (a) *Documents.* All cheques and other documents required or permitted by these Conditions to be sent to a Certificate Holder or to which a Certificate Holder is entitled or which the Issuer shall have agreed to deliver to a Certificate Holder may be delivered by hand or sent by post addressed to the Certificate Holder at his address appearing in the records maintained by CDP or, in the case of joint Certificate Holders, addressed to the joint holder first named at his address appearing in the records maintained by CDP, and airmail post shall be used if that address is not in Singapore. All documents delivered or sent in accordance with this paragraph shall be delivered or sent at the risk of the relevant Certificate Holder.
- (b) *Notices.* All notices to Certificate Holders will be validly given if published in English on the website of the SGX-ST. Such notices shall be deemed to have been given on the date of the first such publication. If publication on the website of the SGX-ST is not practicable, notice will be given in such other manner as the Issuer may determine. The Issuer shall, at least one month prior to the expiry of any Certificate, give notice of the date of expiry of such Certificate in the manner prescribed above.

## 10. Liquidation

In the event of a liquidation or dissolution of the Company or the appointment of a liquidator (including a provisional liquidator) or receiver or judicial manager or trustee or administrator or analogous person under Singapore or other applicable law in respect of the whole or substantially the whole of its undertaking, property or assets, all unexercised Certificates will lapse and shall cease to be valid for any purpose, in the case of voluntary liquidation, on the effective date of the relevant resolution and, in the case of an involuntary liquidation or dissolution, on the date of the relevant court order or, in the case of the appointment of a liquidator (including a provisional liquidator) or receiver or judicial manager or trustee or administrator or analogous person under Singapore or other applicable law in respect of the whole or substantially the whole of its undertaking, property or assets, on the date when such appointment is effective but subject (in any such case) to any contrary mandatory requirement of law. In the event of the voluntary liquidation of the Company, the Issuer shall make such adjustments or amendments as it reasonably believes are appropriate in the circumstances.

## 11. Further Issues

The Issuer shall be at liberty from time to time, without the consent of the Certificate Holders, to create and issue further certificates so as to form a single series with the Certificates.

## 12. Delisting

- (a) *Delisting.* If at any time, the Underlying Stock ceases to be listed on the Relevant Stock Exchange, the Issuer shall give effect to these Conditions in such manner and make such adjustments and amendments to the rights attaching to the Certificates as it shall, in its absolute discretion, consider appropriate to ensure, so far as it is reasonably able to do so, that the interests of the Certificate Holders generally are not materially prejudiced as a consequence of such delisting (without considering the individual circumstances of any Certificate Holder or the tax or other consequences that may result in any particular jurisdiction).
- (b) *Issuer's Determination.* The Issuer shall determine, in its absolute discretion, any adjustment or amendment and its determination shall be conclusive and binding on the Certificate Holders save in the case of manifest error. Notice of any adjustments or amendments shall be given to the Certificate Holders in accordance with Condition 9 as soon as practicable after they are determined.

## 13. Early Termination

- (a) *Early Termination for Illegality etc.* The Issuer shall have the right to terminate the Certificates if it shall have determined in its absolute discretion that a Regulatory Event (as defined below) has occurred and, for reasons beyond its control its performance thereunder shall have become unlawful in whole or in part under any applicable present or future law, rule, regulation, judgment, order or directive of any governmental, administrative, legislative or judicial authority or power ("Applicable Law").

For the purposes of this Condition:

**"Regulatory Event"** means, following the occurrence of a Change in Law (as defined below) with respect to the Issuer and/or any of its affiliates involved in the issue of the Certificates (hereafter the **"Relevant Affiliates"** and each of the Issuer and the Relevant Affiliates, a **"Relevant Entity"**) that, after the Certificates have been issued, (i) any Relevant Entity would incur a materially increased (as compared with circumstances existing prior to such event) amount of tax, duty, liability, penalty, expense, fee, cost or regulatory capital charge however defined or collateral requirements for performing its obligations under the Certificates or hedging the Issuer's obligations under the Certificates, including, without limitation, due to clearing requirements of, or the absence of, clearing of the transactions entered into in connection with the issue of, or hedging the Issuer's obligation under, the Certificates, (ii) it is or will become for any Relevant Entity impracticable, impossible (in each case, after using commercially reasonable efforts), unlawful, illegal or otherwise prohibited or contrary, in whole or in part, under any law, regulation, rule, judgement, order or directive of any governmental, administrative or judicial authority, or power, applicable to such Relevant Entity (a) to hold, acquire, issue, reissue, substitute, maintain, settle, or as the case may be, guarantee, the Certificates, (b) to acquire, hold, sponsor or dispose of any asset(s) (or any interest thereof) of any other transaction(s) such Relevant Entity may use in connection with the issue of the Certificates or to hedge the Issuer's obligations under the Certificates, (c) to perform obligations in connection with, the Certificates or any contractual arrangement entered into between the Issuer and any Relevant Affiliate (including without limitation to hedge the Issuer's obligations under the Certificates) or (d) to hold, acquire, maintain, increase,

substitute or redeem all or a substantial part of its direct or indirect shareholding in the Issuer's capital or the capital of any Relevant Affiliate or to directly or indirectly sponsor the Issuer or any Relevant Affiliate, or (iii) there is or may be a material adverse effect on a Relevant Entity in connection with the issue of the Certificates.

**"Change in Law"** means (i) the adoption, enactment, promulgation, execution or ratification of any applicable new law, regulation or rule (including, without limitation, any applicable tax law, regulation or rule) after the Certificates have been issued, (ii) the implementation or application of any applicable law, regulation or rule (including, without limitation, any applicable tax law, regulation or rule) already in force when the Certificates have been issued but in respect of which the manner of its implementation or application was not known or unclear at the time, or (iii) the change of any applicable law, regulation or rule existing when the Certificates are issued, or the change in the interpretation or application or practice relating thereto, existing when the Certificates are issued of any applicable law, regulation or rule, by any competent court, tribunal, regulatory authority or any other entity exercising executive, legislative, judicial, taxing, regulatory or administrative powers or functions of or pertaining to government (including any additional or alternative court, tribunal, authority or entity, to that existing when the Certificates are issued).

- (b) *Early Termination for other reasons.* The Issuer reserves the right (such right to be exercised in the Issuer's sole and unfettered discretion and without any obligation whatsoever) to terminate the Certificates in accordance with Condition 13(c) where an event or events occur which it believes in its sole discretion should, in the context of the issue of the Certificates and the obligations of the Issuer, give rise to such termination provided that such termination is considered by the Issuer not to be materially prejudicial to the interests of Certificate Holders generally (without considering the circumstances of any individual Certificate Holder or the tax or other consequences of such termination in any particular jurisdiction).
- (c) *Termination.* If the Issuer terminates the Certificates early, then the Issuer will give notice to the Certificate Holders in accordance with Condition 9. The Issuer will, if and to the extent permitted by the Applicable Law, pay to each Certificate Holder in respect of each Certificate held by such Certificate Holder an amount calculated by it as the fair market value of the Certificate immediately prior to such termination (ignoring such illegality) less the cost to the Issuer of unwinding any related hedging arrangements. Payment will be made to the Certificate Holder in such manner as shall be notified to the Certificate Holder in accordance with Condition 9.

#### 14. Governing Law

The Certificates, the Master Instrument and the Master Warrant Agent Agreement or Warrant Agent Agreement will be governed by and construed in accordance with Singapore law. The Issuer and each Certificate Holder (by its purchase of the Certificates) shall be deemed to have submitted for all purposes in connection with the Certificates, the Master Instrument and the Master Warrant Agent Agreement or Warrant Agent Agreement to the non-exclusive jurisdiction of the courts of Singapore.

#### 15. Prescription

Claims against the Issuer for payment of any amount in respect of the Certificates will become void unless made within six years of the Expiry Date and, thereafter, any sums payable in respect of such Certificates shall be forfeited and shall revert to the Issuer.

**16. Contracts (Rights of Third Parties) Act 2001 of Singapore**

Unless otherwise expressly provided in the Global Warrant, the Master Instrument and the Master Warrant Agent Agreement or Warrant Agent Agreement, a person who is not a party to any contracts made pursuant to the Global Warrant, the Master Instrument and the Master Warrant Agent Agreement or Warrant Agent Agreement has no rights under the Contracts (Rights of Third Parties) Act 2001 of Singapore to enforce any terms of such contracts. Except as expressly provided herein, the consent of any third party is not required for any subsequent agreement by the parties hereto to amend or vary (including any release or compromise of any liability) or terminate such contracts.

## SUMMARY OF THE ISSUE

*The following is a summary of the issue and should be read in conjunction with, and is qualified by reference to, the other information set out in this document and the Base Listing Document. Terms used in this Summary are defined in the Conditions.*

Issuer:	UBS AG acting through its London Branch
Company:	XPeng Inc.
The Certificates:	European Style Cash Settled Short Certificates relating to the Underlying Stock
Number:	8,000,000 Certificates
Form:	The Certificates will be issued subject to, and with the benefit of, a master instrument by way of deed poll dated 28 June 2025 (the “ <b>Master Instrument</b> ”) and executed by the Issuer and a master warrant agent agreement dated 27 February 2008 (the “ <b>Master Warrant Agent Agreement</b> ”) and made between the Issuer and the Warrant Agent.
Cash Settlement Amount:	In respect of each Certificate, is the amount (if positive) equal to:  Notional Amount per Certificate x Closing Level
Denominations:	Certificates are represented by a global warrant in respect of all the Certificates.
Exercise:	The Certificates may only be exercised on the Expiry Date or if the Expiry Date is not a Business Day, the immediately preceding Business Day, in a Board Lot or integral multiples thereof. Certificate Holders will not be required to deliver an exercise notice. If the Cash Settlement Amount (less any Exercise Expenses) is positive, all Certificates will be deemed to have been automatically exercised at 5:00 p.m. (Singapore time) on the Expiry Date or if the Expiry Date is not a Business Day, the immediately preceding Business Day. The Cash Settlement Amount less the Exercise Expenses in respect of the Certificates shall be paid in the manner set out in Condition 4(c) of the Conditions. In the event the Cash Settlement Amount (less any Exercise Expenses) is zero, all Certificates shall be deemed to have expired at 5:00 p.m. (Singapore time) on the Expiry Date or if the Expiry Date is not a Business Day, the immediately preceding Business Day, and Certificate Holders shall not be entitled to receive any payment from the Issuer in respect of the Certificates.
Exercise and Trading Currency:	SGD
Board Lot:	100 Certificates

**Transfers of Certificates:** Certificates may only be transferred in Board Lots (or integral multiples thereof). All transfers in Certificates, in the open market or otherwise, must be effected through a securities account with CDP. Title will pass upon registration of the transfer in the records of CDP.

**Listing:** Application has been made to the SGX-ST for permission to deal in and for quotation of the Certificates and the SGX-ST has agreed in principle to grant permission to deal in and for quotation of the Certificates. Issue of the Certificates is conditional on such listing being granted. It is expected that dealings in the Certificates on the SGX-ST will commence on or about 22 October 2025.

**Governing Law:** The laws of Singapore

**Warrant Agent:** The Central Depository (Pte) Limited  
4 Shenton Way  
#02-01 SGX Centre 2  
Singapore 068807

**Further Issues:** Further issues which will form a single series with the Certificates will be permitted.

The above summary is qualified in its entirety by reference to the detailed information appearing elsewhere in this document and the Base Listing Document.

**INFORMATION RELATING TO**  
**THE EUROPEAN STYLE CASH SETTLED SHORT CERTIFICATES ON SINGLE EQUITIES**

**What are European Style Cash Settled Short Certificates on Single Equities?**

European style cash settled short certificates on single equities (the “**Certificates**”) are structured products relating to the Underlying Stock and the return on a Certificate is linked to the performance of the Leverage Inverse Strategy.

**A) Cash Settlement Amount Payable upon the Exercise of the Certificates at Expiry**

Upon the exercise of the Certificates at expiry, the Certificate Holders would be paid a Cash Settlement Amount in respect of each Certificate.

The Cash Settlement Amount, in respect of each Certificate, shall be an amount payable in the Settlement Currency equal to the Closing Level multiplied by the Notional Amount per Certificate.

The Closing Level, in respect of each Certificate, shall be an amount payable in the Settlement Currency equal to (1) divided by (2) less (3) subject to any adjustments such as (4), where:

- (1) is the Final Reference Level multiplied by the Final Exchange Rate;
- (2) is the Initial Reference Level multiplied by the Initial Exchange Rate;
- (3) is the Strike Level; and
- (4) is the Hedging Fee Factor.

If the Cash Settlement Amount (less any Exercise Expenses) is positive, all Certificates shall be deemed to have been automatically exercised and investors will receive a Cash Settlement Amount. If the Cash Settlement Amount (less any Exercise Expenses) is zero, all Certificates shall be deemed to have expired. Please refer to the section headed “Terms and Conditions of the European Style Cash Settled Long/Short Certificates on Single Equities” for further details on the calculation of the Cash Settlement Amount.

The Certificates are only suitable for investors who believe that the price of the Underlying Stock will decrease and are seeking short-term leveraged inverse exposure to the Underlying Stock.

**B) Trading the Certificates before Expiry**

If the Certificate Holders want to cash out their investments in the Certificates before the expiry of the Certificates, they may sell the Certificates in the secondary market during the life of the Certificates, and would be subject to the following fees and charges:

- (i) For Certificate Holders who trade the Certificates intraday: shall pay normal transaction and brokerage fees for the trading of the Certificates on the SGX-ST, and may be required to pay stamp taxes or other documentary charges in accordance with the laws and practices of the country where the Certificates are transferred; and
- (ii) For Certificate Holders who hold the Certificates overnight: in addition to the normal transaction and brokerage fees and applicable stamp taxes, would also be required to bear the Management Fee and Gap Premium as well as certain costs embedded within the Leverage Inverse Strategy including the Stock Borrowing Cost and the Rebalancing Cost.

### Illustration of the Calculation of Hedging Fee Factor

Hedging Fee Factor	=	Product of the Daily Fees
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Daily Fees	=	<b>Daily Management Fee Adjustment</b> 1 – Management Fee x ACT (t-1;t) / 360
		<b>Daily Gap Premium Adjustment</b> 1 – Gap Premium (t-1) x ACT (t-1;t) / 360

### Illustration of the Calculation of Cash Settlement Amount

Cash Settlement Amount = Final Value of Certificates – Strike Level (zero)

Value of Certificates	=	$t=0$	$t=1$	$t=2$	$\dots$	$t=i$
		Notional Amount	x Leverage Inverse Strategy daily performance <sup>8</sup>	x Daily Fees	x ...	x Leverage Inverse Strategy daily performance
Value of Certificates	=	$t=0$	<b>Product of the daily Leverage Inverse Strategy Performance</b>	<b>Product of the Daily Fees (Hedging Fee Factor)</b>		
		Notional Amount	x Leverage Inverse Strategy daily performance	x Leverage Inverse Strategy daily performance	x Daily Fees	x Daily Fees
Final Value of Certificates	=	$t=0$	$\frac{\text{Final Reference Level} \times \text{Final Exchange Rate}}{\text{Initial Reference Level} \times \text{Initial Exchange Rate}}$		x Hedging Fee Factor	
		Notional Amount	÷			

### Illustration of the applicable fees and charges for an intraday trading scenario

Hedging Fee is implemented overnight in the price of the Certificate. As a consequence, when trading intraday, investors will not bear any Hedging Fee.

Investors will only support bid/ask costs, which are the difference between the price at which the Designated Market Maker purchases (bid) and sells (ask) the Certificate at any point of time.

<sup>7</sup> "t" refers to "**Observation Date**" which means each Underlying Stock Business Day (subject to Market Disruption Event) from (and including) the Underlying Stock Business Day immediately preceding the Expected Listing Date to the Valuation Date.

<sup>8</sup> Leverage Inverse Strategy daily performance is computed as the Leverage Inverse Strategy Level on Business Day (t) divided by the Leverage Inverse Strategy Level on Business Day (t-1).

### Example of Calculation of Hedging Fee Factor and Cash Settlement Amount

*The example is purely hypothetical. We include the example to illustrate how the Certificates work, and you MUST NOT rely on them as any indication of the actual return or what the payout on the Certificates might actually be. The example also assumes a product which expires 16 days after listing date, to illustrate the daily calculation of price, costs and fees from listing date to expiry date.*

Assuming an investor purchases the following Certificates at the Issue Price:

Underlying Stock:	<b>Class A ordinary shares of XPeng Inc. traded in HKD</b>
Expected Listing Date:	<b>01/02/2021</b>
Expiry Date:	<b>16/02/2021</b>
Initial Reference Level:	<b>1,000</b>
Initial Exchange Rate:	<b>1</b>
Final Reference Level:	<b>1,200</b>
Final Exchange Rate:	<b>1</b>
Issue Price:	<b>1.00 SGD</b>
Notional Amount per Certificate:	<b>1.00 SGD</b>
Management Fee (p.a.):	<b>0.40%</b>
Gap Premium (p.a.):	<b>16.00%</b>
Strike Level:	<b>Zero</b>

### Hedging Fee Factor

Hedging Fee Factor on the  $n^{\text{th}}$  Underlying Stock Business Day after issuance of Certificate ("HFF (n)") is calculated as follows:

$$\text{HFF}(0) = 100\%$$

On Next Calendar Day (assuming it is an Underlying Stock Business Day):

$$\begin{aligned} \text{HFF}(1) &= \text{HFF}(0) \times \left(1 - \text{Management Fee} \times \frac{\text{ACT}(t-1; t)}{360}\right) \\ &\quad \times \left(1 - \text{Gap Premium} \times \frac{\text{ACT}(t-1; t)}{360}\right) \end{aligned}$$

$$\text{HFF}(1) = 100\% \times \left(1 - 0.40\% \times \frac{1}{360}\right) \times \left(1 - 16.00\% \times \frac{1}{360}\right)$$

$$\text{HFF}(1) = 100\% \times 99.9989\% \times 99.9556\% \approx 99.9544\%$$

Assuming 2<sup>nd</sup> Underlying Stock Business Day falls 3 Calendar Days after 1<sup>st</sup> Underlying Stock Business Day:

$$HFF(2) = HFF(1) \times \left(1 - \text{Management Fee} \times \frac{ACT(t-1; t)}{360}\right) \times \left(1 - \text{Gap Premium} \times \frac{ACT(t-1; t)}{360}\right)$$

$$HFF(2) = 99.9544\% \times \left(1 - 0.40\% \times \frac{3}{360}\right) \times \left(1 - 16.00\% \times \frac{3}{360}\right)$$

$$HFF(2) = 99.9544\% \times 99.9967\% \times 99.8667\% \approx 99.8178\%$$

The same principle applies to the following Underlying Stock Business Days:

$$HFF(n) = HFF(n-1) \times \left(1 - \text{Management Fee} \times \frac{ACT(t-1; t)}{360}\right) \times \left(1 - \text{Gap Premium} \times \frac{ACT(t-1; t)}{360}\right)$$

In this example, the Hedging Fee Factor as of the Valuation Date would be equal to 99.3187% as illustrated below:

Date	HFF
2/1/2021	100.0000%
2/2/2021	99.9544%
2/3/2021	99.9089%
2/4/2021	99.8634%
2/5/2021	99.8179%
2/8/2021	99.6815%
2/9/2021	99.6361%
2/10/2021	99.5907%
2/11/2021	99.5453%
2/12/2021	99.5000%
2/15/2021	99.3640%
2/16/2021	99.3187%

### Cash Settlement Amount

In this example, the Closing Level and the Cash Settlement Amount would be computed as follows:

Closing Level = [(Final Reference Level x Final Exchange Rate) / (Initial Reference Level x Initial Exchange Rate) – Strike Level] x Hedging Fee Factor

$$= [(1200 \times 1) / (1000 \times 1) - 0] \times 99.3187\%$$

$$= 119.18\%$$

Cash Settlement Amount = Closing Level x Notional Amount per Certificate

$$= 119.18\% \times 1.00 \text{ SGD}$$

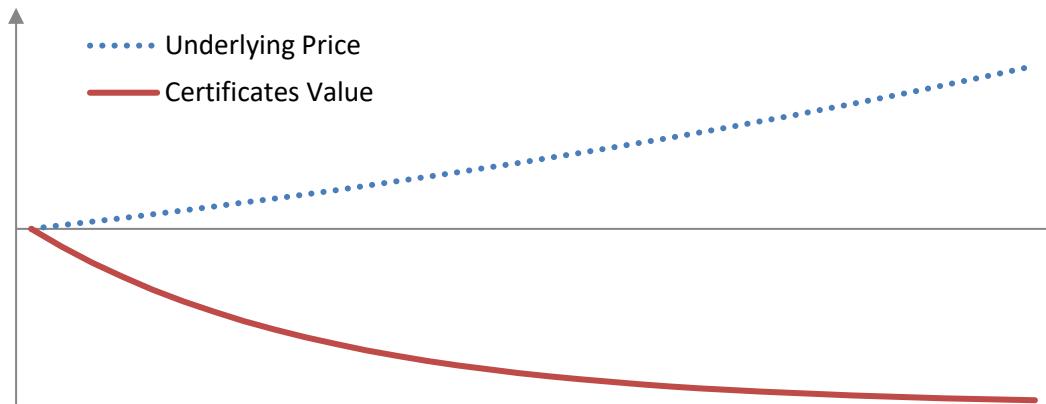
$$= \mathbf{1.192 \text{ SGD}}$$

### Illustration on how returns and losses can occur under different scenarios

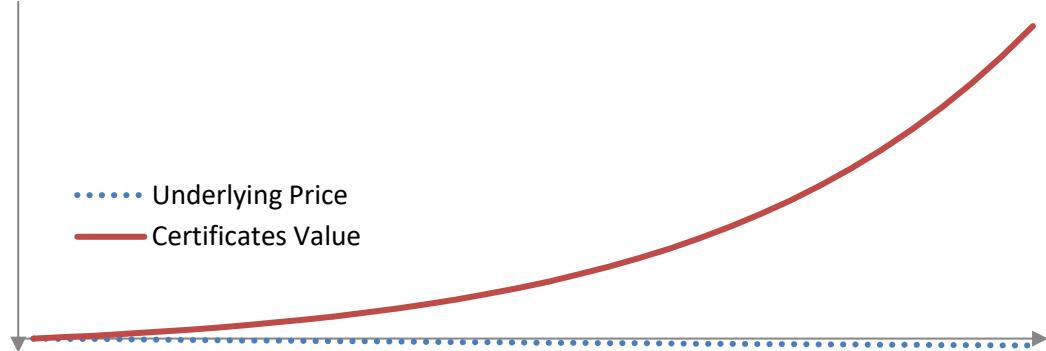
The examples are purely hypothetical and do not take fees and charges payable by investors into consideration. The examples highlight the effect of the Underlying Stock performance on the value of the Certificates and do not take into account the possible influence of fees, exchange rates, dividends, or any other market parameters.

#### 1. Illustrative examples

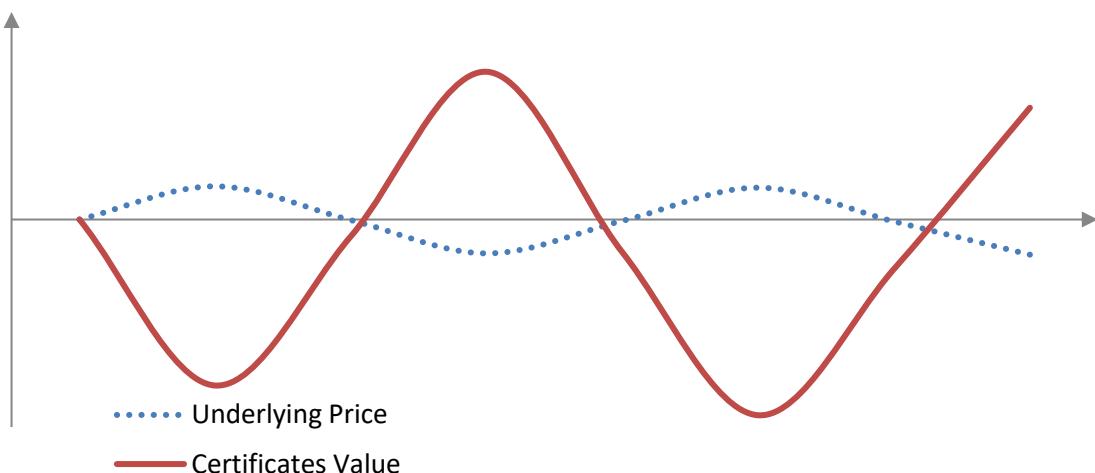
##### Scenario 1 - Upward Trend



##### Scenario 2 - Downward Trend



##### Scenario 3 - Volatile Market



## 2. Numerical Examples

### Scenario 1 – Upward Trend

Underlying						
	Day 0	Day 1	Day 2	Day 3	Day 4	Day 5
Daily Return		2.00%	2.00%	2.00%	2.00%	2.00%
Value at end of day	10,000.00	10,200.00	10,404.00	10,612.08	10,824.32	11,040.81
Accumulated Return		2.00%	4.04%	6.12%	8.24%	10.41%

### **Value of the Certificates**

	Day 0	Day 1	Day 2	Day 3	Day 4	Day 5
Daily Return		-10.00%	-10.00%	-10.00%	-10.00%	-10.00%
Price at end of day	1.00	0.90	0.81	0.73	0.66	0.59
Accumulated Return		-10.00%	-19.00%	-27.10%	-34.39%	-40.95%

### Scenario 2 – Downward Trend

Underlying						
	Day 0	Day 1	Day 2	Day 3	Day 4	Day 5
Daily Return		-2.00%	-2.00%	-2.00%	-2.00%	-2.00%
Value at end of day	10,000.00	9,800.00	9,604.00	9,411.92	9,223.68	9,039.21
Accumulated Return		-2.00%	-3.96%	-5.88%	-7.76%	-9.61%

### **Value of the Certificates**

	Day 0	Day 1	Day 2	Day 3	Day 4	Day 5
Daily Return		10.00%	10.00%	10.00%	10.00%	10.00%
Price at end of day	1.00	1.10	1.21	1.33	1.46	1.61
Accumulated Return		10.00%	21.00%	33.10%	46.41%	61.05%

### Scenario 3 – Volatile Market

Underlying						
	Day 0	Day 1	Day 2	Day 3	Day 4	Day 5
Daily Return		2.00%	-2.00%	-2.00%	2.00%	2.00%
Value at end of day	10,000.00	10,200.00	9,996.00	9,796.08	9,992.00	10,191.84
Accumulated Return		2.00%	-0.04%	-2.04%	-0.08%	1.92%

### **Value of the Certificates**

	Day 0	Day 1	Day 2	Day 3	Day 4	Day 5
Daily Return		-10.00%	10.00%	10.00%	-10.00%	-10.00%
Price at end of day	1.00	0.90	0.99	1.09	0.98	0.88
Accumulated Return		-10.00%	-1.00%	8.90%	-1.99%	-11.79%

### Description of Air Bag Mechanism

The Certificates integrate an “Air Bag Mechanism” which is designed to reduce exposure to the Underlying Stock during extreme market conditions.

In accordance with the Air Bag Mechanism timeline below, when the Air Bag triggers, the following typically occurs:

- Observation Period: the price of the Underlying Stock is observed and its maximum price is recorded (i) during 15 minutes of continuous trading after the Air Bag is triggered, or (ii) until Market Close if there is 15 minutes (or less) of continuous trading until Market Close when the Air Bag is triggered; and
- Reset Period: thereafter, the Leverage Inverse Strategy is reset using the maximum price of the Underlying Stock during the Observation Period as the New Observed Price. The New Observed Price replaces the last closing price of the Underlying Stock in order to compute the performance of the Leverage Inverse Strategy.

During the Observation Period and Reset Period, trading of Certificates is suspended for a period of at least 30 minutes of continuous trading after the Air Bag is triggered, and such suspension will be based on instructions provided by the Issuer to the SGX-ST for suspension of trading. Investors cannot sell or purchase any Certificates during this period.

The performance of the Leverage Inverse Strategy will be the inverse of the Underlying Stock.

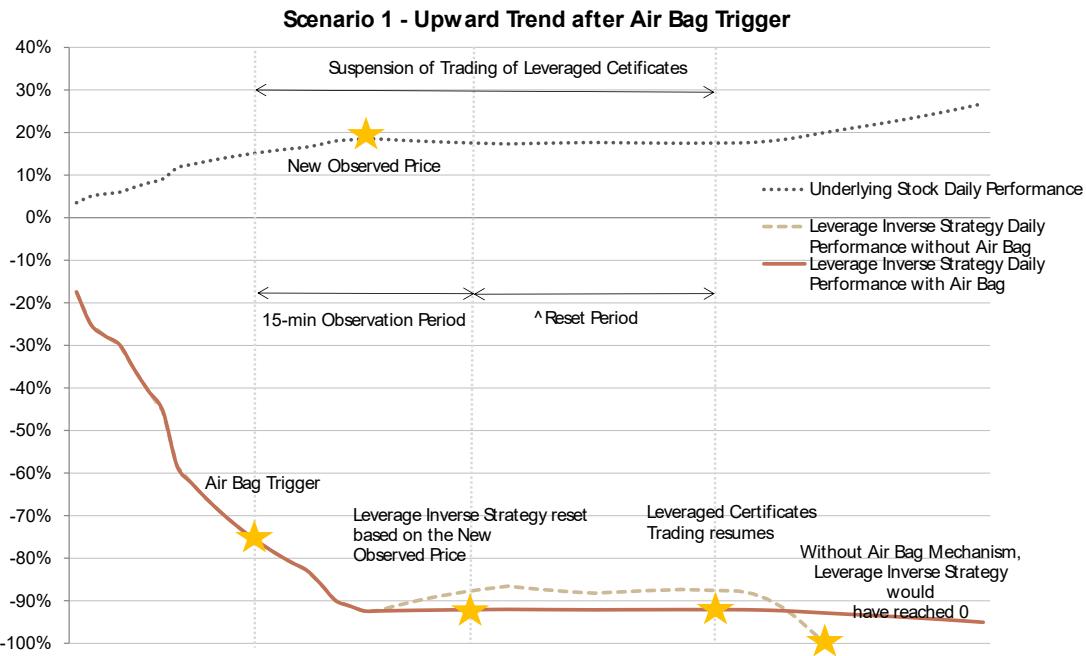
For the avoidance of doubt, if the Air Bag Mechanism was triggered with more than 60 minutes of continuous trading before Market Close, trading of Certificates will resume the same trading day after the Reset Period has elapsed, subject to the SGX-ST’s approval to resume trading. If the Air Bag Mechanism was triggered between 45 minutes and 60 minutes of continuous trading before Market Close, trading of Certificates may or may not resume the same trading day after the Reset Period has elapsed. If the Air Bag Mechanism was triggered with only 45 minutes (or less) of continuous trading before Market Close, trading of Certificates resumes on the next trading day.

The resumption of trading is subject to the SGX-ST’s requirements of at least 15 minutes after the SGX-ST approves the request from the Issuer to resume trading on the Certificates, rounded to the next quarter of an hour. The Issuer will provide at least 15 minutes’ notice of the resumption of trading by making an SGXNET announcement.

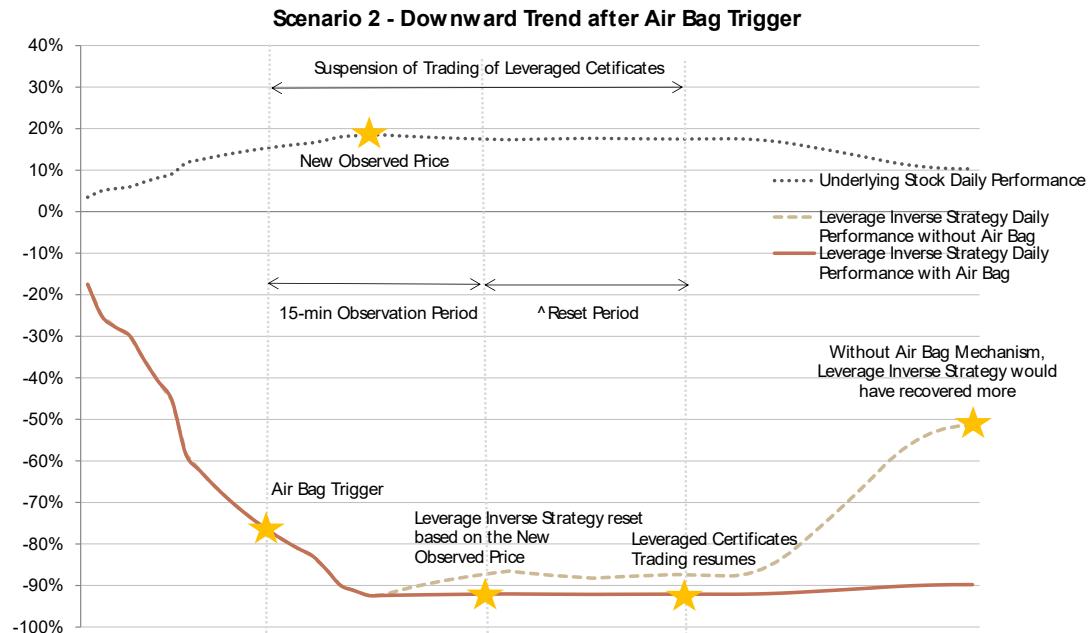
With **Market Close** defined as:

- the Underlying Stock closing time, including the closing auction session, with respect to the Observation Period; and
- the sooner of (i) the Underlying Stock closing time for continuous trading and (ii) the SGX-ST closing time, with respect to the Resumption of Trading

### Illustrative examples of the Air Bag Mechanism<sup>9</sup>



<sup>^</sup> The resumption of trading is subject to the SGX-ST's requirements of at least 15 minutes after the SGX-ST approves the request from the Issuer to resume trading on the Certificates, rounded to the next quarter of an hour.



<sup>^</sup> The resumption of trading is subject to the SGX-ST's requirements of at least 15 minutes after the SGX-ST approves the request from the Issuer to resume trading on the Certificates, rounded to the next quarter of an hour.

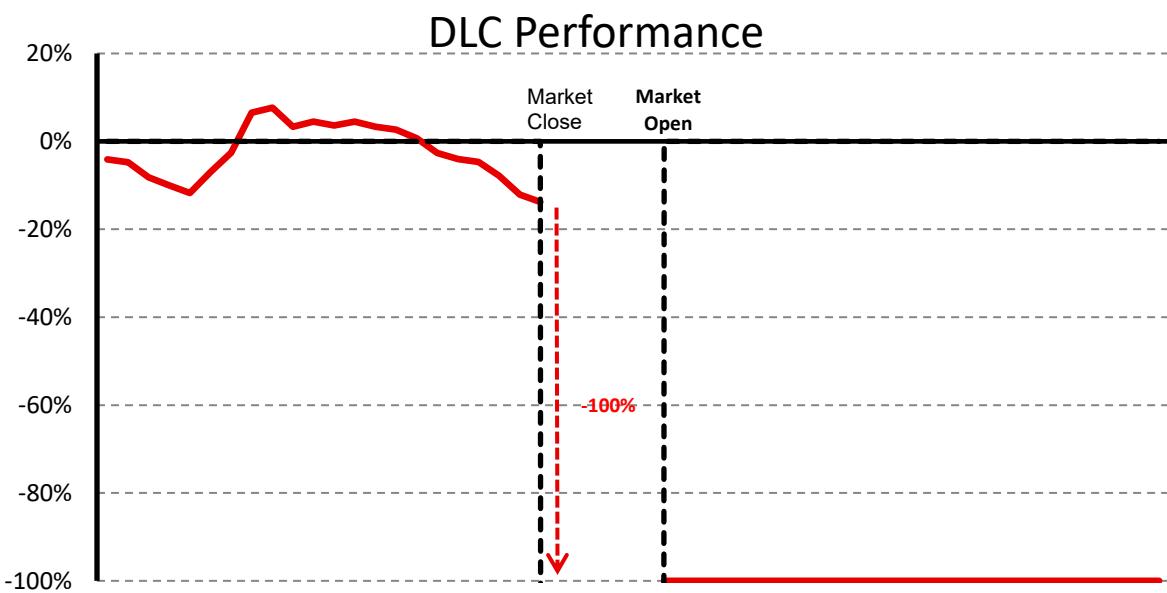
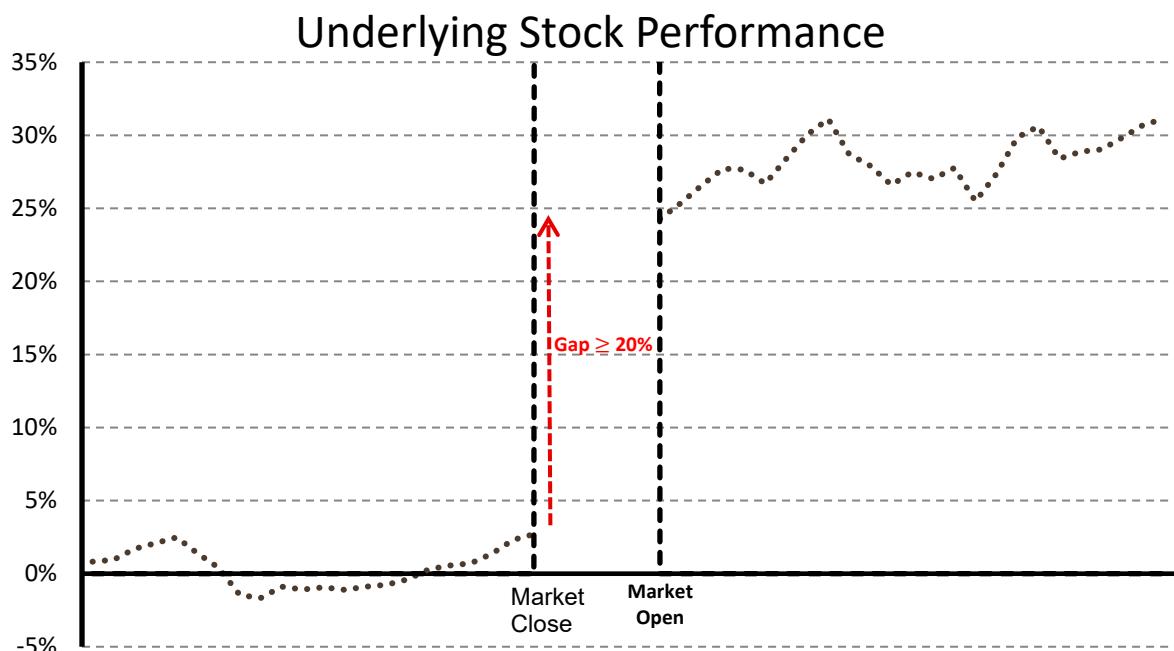
<sup>9</sup> The illustrative examples are not exhaustive.

### Scenarios where the investor may lose the entire value of the investment

*The scenarios below are purely hypothetical and do not take fees and charges payable by investors into consideration. The scenarios highlight cases where the Certificates may lose 100% of their value.*

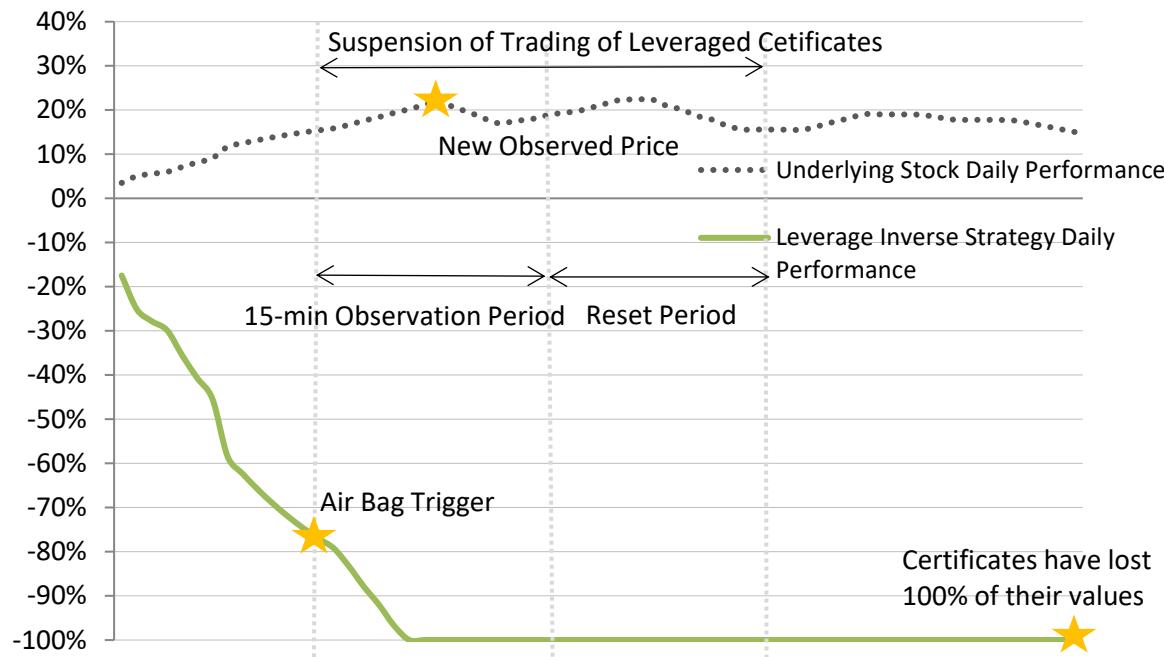
#### Scenario 1 – Overnight rise of the Underlying Stock

On any Underlying Stock Business Day, the opening price of the Underlying Stock may be higher or lower than the closing price on the previous trading day. The difference between the previous closing price and the opening price of the Underlying Stock is termed a “gap”. If the opening price of the Underlying Stock is 20% or more above the previous trading day closing price, the Air Bag Mechanism would only be triggered when the market (in respect of which the Underlying Stock is listed) opens the following trading day (including pre-opening session or opening auction, as the case may be), and the Certificates would lose their entire value in such event.



Scenario 2 – Sharp intraday rise of the Underlying Stock

Although the Air Bag Mechanism is designed to reduce the exposure to the Underlying Stock during extreme market conditions, the Certificate can lose 100% of its value in the event the price of the Underlying Stock rises by 20% or more within the 15 minutes Observation Period compared to the reference price, being: (i) if air bag event has not been previously triggered on the same day, the previous closing price of the Underlying Stock, or (ii) if one or more air bag events have been previously triggered on the same day, the latest New Observed Price. The Certificates would lose their entire value in such event.



### Examples and illustrations of adjustments due to certain corporate actions

*The examples are purely hypothetical and do not take fees and charges payable by investors into consideration. The examples highlight the effect of corporate actions on the value of the Certificates and do not take into account the possible influence of fees, exchange rates, or any other market parameters.*

In the case of any corporate action on the Underlying Stock, the Calculation Agent will, as soon as reasonably practical after it becomes aware of such event, determine whether such corporate action has a dilutive or concentrative effect on the theoretical value of the Underlying Stock, and if so, will (a) calculate the corresponding adjustment, if any, to be made to the elements relating to the Underlying Stock which are used to determine any settlement or payment terms under the Certificates and/or adjust at its discretion any other terms of the Certificates as it determines appropriate to preserve the economic equivalent of the obligations of the Issuer under the Certificates and (b) determine the effective date of such adjustment.

Notwithstanding the foregoing, in the event the Observation Date of the Leverage Reset Time(t) is an ex-date with respect to a corporate action related to the Underlying Stock, and the immediately preceding Leverage Reset Time  $r(t)$  is at the scheduled closing time for the Relevant Stock Exchange for the Underlying Stock (or any successor thereto), the Calculation Agent may, in its sole and absolute discretion, replace the  $Rfactor_t$  with respect to such Leverage Reset Time (t) by an amount computed according to the following generic formula :

$$Rfactor_t = \left[ 1 - \frac{Div_t + DivExc_t - M \times R}{S_{r(t)}} \right] \times \frac{1}{1 + M}$$

This formula is provided for indicative purposes and the Calculation Agent may determine that this formula is not appropriate for certain corporate actions and may apply a different formula instead.

Such adjustment of  $Rfactor_t$  would affect the Leveraged Return, the Rebalancing Cost, and the Underlying Reference Price used to determine the Intraday Restrike Event. The Air Bag mechanism would not be triggered if the stock price rises by 15% exclusively because of the dilutive effect of a corporate action.

Where:

$DivExc_t$  is the amount received as an Extraordinary Dividend by a holder of existing Shares for each Share held prior to the Extraordinary Dividend, net of any applicable withholding taxes.

$M$  is the number of new Share(s) (whether a whole or a fraction) per existing Share each holder thereof is entitled to subscribe or to receive (positive amount) or the number of existing Shares redeemed or canceled per existing Share (negative amount), as the case may be, resulting from the corporate action.

$R$  is the subscription price per Share (positive amount) or the redemption price per Share (negative amount) including any dividends or other benefits forgone to be subscribe to or to receive (as applicable), or to redeem a Share.

#### 1. Stock split

Assuming the Underlying Stock is subject to a 1 to 2 stock split (i.e. 1 new Share for every 1 existing share):

$$S_{r(t)} = \$100$$

$$S_t = \$51$$

$Div_t = \$0$

$DivExc_t = \$0$

$M = 1$  (i.e. 1 new Shares for 1 existing Share)

$R = \$0$  (no subscription price / redemption price)

$$Rfactor_t = \left[ 1 - \frac{0 + 0 - 2 \times 0}{100} \right] \times \frac{1}{1 + 1} = 50\%$$

As a consequence:

$$LR_{r(t),t} = \text{Leverage} \times \left( \frac{S_t}{S_{r(t)} \times Rfactor_t} - 1 \right) = -5 \times \left( \frac{51}{100 \times 50\%} - 1 \right) = -10\%$$

$S_{r(t)}$	$S_{r(t)} \times Rfactor_t$	$S_t$	Adjusted Underlying Stock Performance
100	50	51	2%

Value of the Certificate $r(t)$	Value of the Certificate $(t)$	Certificates' performance (excluding any cost and fees)
1.00	0.90	-10%

In such case an Intraday Restrike Event would occur if the Underlying Stock price rises to \$57.5, which is 15% above \$50, the Underlying Stock Reference Price.

## 2. Share Consolidation

Assuming the Underlying Stock is subject to a 2 to 1 share consolidation (i.e. 1 Share canceled for every 2 existing Shares):

$S_{r(t)} = \$100$

$S_t = \$202$

$Div_t = \$0$

$DivExc_t = \$0$

$M = -0.5$  (i.e. 0.5 Shares canceled for each 1 existing Share)

$R = \$0$  (no subscription price / redemption price)

$$Rfactor_t = \left[ 1 - \frac{0 + 0 - (-0.5) \times 0}{100} \right] \times \frac{1}{1 + (-0.5)} = 200\%$$

As a consequence:

$$LR_{r(t),t} = \text{Leverage} \times \left( \frac{S_t}{S_{r(t)} \times Rfactor_t} - 1 \right) = -5 \times \left( \frac{202}{100 \times 200\%} - 1 \right) = -5\%$$

$S_{r(t)}$	$S_{r(t)} \times Rfactor_t$	$S_t$	Adjusted Underlying Stock Performance
100	200	202	1%

Value of the Certificate r(t)	Value of the Certificate (t)	Certificates' performance (excluding any cost and fees)
1.00	0.95	-5%

In such case an Intraday Restrike Event would occur if the Underlying Stock price rises to \$230, which is 15% above \$200, the Underlying Stock Reference Price.

### 3. Rights Issues

Assuming there is a rights issue with respect to the Underlying Stock, with a right to receive 1 new Share for every 2 existing Shares, for a subscription price of \$40.

$$S_{r(t)} = \$100$$

$$S_t = \$84$$

$$Div_t = \$0$$

$$DivExc_t = \$0$$

$$R = \$40 \text{ (i.e. subscription price of } \$40)$$

$$M = 0.5 \text{ (i.e. 1 new share for every 2 existing shares)}$$

$$Rfactor_t = \left[ 1 - \frac{0 + 0 - 0.5 \times 40}{100} \right] \times \frac{1}{1 + 0.5} = 80\%$$

As a consequence:

$$LR_{r(t),t} = \text{Leverage} \times \left( \frac{S_t}{S_{r(t)} \times Rfactor_t} - 1 \right) = -5 \times \left( \frac{84}{100 \times 80\%} - 1 \right) = -25\%$$

$S_{r(t)}$	$S_{r(t)} \times Rfactor_t$	$S_t$	Adjusted Underlying Stock Performance
100	80	84	5%

Value of the Certificate r(t)	Value of the Certificate (t)	Certificates' performance (excluding any cost and fees)
1.00	0.75	-25%

In such case an Intraday Restrike Event would occur if the Underlying Stock price rises to \$92, which is 15% above \$80, the Underlying Stock Reference Price.

#### 4. Bonus Issues

Assuming there is a bonus issue with respect to the Underlying Stock, where shareholders receive 1 bonus share for 5 existing shares:

$$S_{r(t)} = \$100$$

$$S_t = \$85$$

$$Div_t = \$0$$

$$DivExc_t = \$0$$

$$R = \$0$$

$M = 0.2$  (i.e. 1 new share for 5 existing shares)

$$Rfactor_t = \left[ 1 - \frac{0 + 0 - 0.2 \times 0}{100} \right] \times \frac{1}{1 + 0.2} = 83.33\%$$

As a consequence:

$$LR_{r(t),t} = \text{Leverage} \times \left( \frac{S_t}{S_{r(t)} \times Rfactor_t} - 1 \right) = -5 \times \left( \frac{85}{100 \times 83.33\%} - 1 \right) = -10\%$$

$S_{r(t)}$	$S_{r(t)} \times Rfactor_t$	$S_t$	Adjusted Underlying Stock Performance
100	83.33	85	2%

Value of the Certificate $r(t)$	Value of the Certificate $(t)$	Certificates' performance (excluding any cost and fees)
1.00	0.90	-10%

In such case an Intraday Restrike Event would occur if the Underlying Stock price rises to \$95.83, which is 15% above \$83.33, the Underlying Stock Reference Price.

#### 5. Extraordinary Dividend

Assuming there is an extraordinary dividend of \$20 (net of taxes) paid in respect of each stock.

$$S_{r(t)} = \$100$$

$$S_t = \$84$$

$$Div_t = \$0$$

$$DivExc_t = \$20$$

$$R = \$0$$

M = 0

$$Rfactor_t = \left[ 1 - \frac{0 + 20 - 0 \times 0}{100} \right] \times \frac{1}{1+0} = 80\%$$

As a consequence:

$$LR_{r(t),t} = \text{Leverage} \times \left( \frac{S_t}{S_{r(t)} \times Rfactor_t} - 1 \right) = -5 \times \left( \frac{84}{100 \times 80\%} - 1 \right) = -25\%$$

$S_{r(t)}$	$S_{r(t)} \times Rfactor_t$	$S_t$	Adjusted Underlying Stock Performance
100	80	84	5%

Value of the Certificate r(t)	Value of the Certificate (t)	Certificates' performance (excluding any cost and fees)
1.00	0.75	-25%

In such case an Intraday Restrike Event would occur if the Underlying Stock price rises to \$92, which is 15% above \$80, the Underlying Stock Reference Price.

## INFORMATION RELATING TO THE COMPANY

*All information contained in this document regarding the Company, including, without limitation, its financial information, is derived from publicly available information which appears on the web-site of Hong Kong Exchanges and Clearing Limited (the “HKExCL”) at <http://www.hkex.com.hk> and/or the Company’s web-site at <https://en.xiaopeng.com/>. The Issuer has not independently verified any of such information.*

XPeng Inc. (the “**Company**”) is a holding company mainly engaged in the design, development, manufacturing and marketing of smart electrical vehicles (EVs). The Company develops full-stack advanced driver assistance systems (ADAS) software in house and have deployed such software on mass-produced vehicles. The Company offers various models, including G9 (mid- to large-sized sport utility vehicle (SUV)), P7i (sports sedan), G6 (coupe SUV), X9 (seven-seater multi-purpose vehicle (MPV)), MONA M03 (sedan) and P7+ (family sedan). The Company operates stores across China, including both stores directly operated by the Company and franchised stores. The Company also offers technical research and development services, services embedded in a sales contract, maintenance service, supercharging service.

The information set out in Appendix I of this document relates to the unaudited financial results of the Company and its subsidiaries for the six months ended 30 June 2025 and has been extracted and reproduced from an announcement by the Company released on 22 September 2025 in relation to the same. Further information relating to the Company may be located on the web-site of the HKExCL at <http://www.hkex.com.hk>.

## INFORMATION RELATING TO THE DESIGNATED MARKET MAKER

UBS AG, acting through its London Branch, has been appointed the designated market maker (“DMM”) for the Certificates. The DMM will provide competitive buy and sell quotes for the Certificates continuously during the trading hours of the SGX-ST on the following basis:

- (a) Maximum bid and offer spread : (i) when the best bid price of the Certificate is S\$10 and below: 10 ticks or S\$0.20 whichever is greater; and
  - (ii) when the best bid price of the Certificate is above S\$10: 5% of the best bid price of the Certificate.
- (b) Minimum quantity subject to bid and offer spread : 10,000 Certificates
- (c) Last Trading Day for Market Making : The date falling 5 Exchange Business Days immediately preceding the Expiry Date

In addition, the DMM may not provide a quotation in the following circumstances:

- (i) during the pre-market opening and five minutes following the opening of the SGX-ST on any trading day;
- (ii) if the Certificates are valueless (where the Issuer's bid price is below the minimum bid size for such securities as prescribed by the SGX-ST);
- (iii) before the Relevant Stock Exchange for the Underlying Stock has opened and after the Relevant Stock Exchange for the Underlying Stock has closed on any trading day;
- (iv) when trading in the Underlying Stock is suspended or limited in a material way for any reason, for the avoidance of doubt, the DMM is not obliged to provide quotations for the Certificates at any time when the Underlying Stock is not negotiated/traded for any reason;
- (v) where the Certificates are suspended from trading for any reason;
- (vi) market disruption events, including, without limitation, any suspension of or limitation imposed on trading (including but not limited to unforeseen circumstances such as by reason of movements in price exceeding limits permitted by the SGX-ST or any act of God, war, riot, public disorder, explosion, terrorism or otherwise) in the Underlying Stock;
- (vii) where the Issuer or the DMM faces technical problems affecting the ability of the DMM to provide bids and offer quotations;
- (viii) where the ability of the Issuer to source a hedge or unwind an existing hedge, as determined by the Issuer in good faith, is materially affected by the prevailing market conditions, and the Issuer informs the SGX-ST of its inability to do so as soon as practicable;
- (ix) in cases where the Issuer has no Certificates to sell, then the DMM will only provide bid quotations. The DMM may provide intermittent offer quotations when it has inventory of the Certificates;

- (x) if the stock market experiences exceptional price movement and volatility;
- (xi) when it is a public holiday in Singapore and/or Hong Kong and the SGX-ST and/or the HKEX is not open for dealings; and
- (xii) during the suspension of trading of Certificates after an Air Bag Mechanism has been triggered.

The last trading day on which the DMM will provide competitive quotations for the Certificates would be the fifth Exchange Business Day immediately preceding the Expiry Date.

## PLACING AND SALE

### **General**

No action has been or will be taken by the Issuer that would permit a public offering of the Certificates or possession or distribution of any offering material in relation to the Certificates in any jurisdiction where action for that purpose is required. No offers, sales or deliveries of any Certificates, or distribution of any offering material relating to the Certificates may be made in or from any jurisdiction except in circumstances which will result in compliance with any applicable laws or regulations and will not impose any obligation on the Issuer. In the event that the Issuer contemplates a placing, placing fees may be payable in connection with the issue and the Issuer may at its discretion allow discounts to placees.

### **United Kingdom**

In relation to each tranche of Certificates, the Issuer has represented, warranted and agreed that:

- (a) No deposit-taking: in relation to any Certificates having a maturity of less than one year:
  - (i) it is a person whose ordinary activities involve it in acquiring, holding, managing or disposing of investments (as principal or agent) for the purposes of its business; and
  - (ii) it has not offered or sold and will not offer or sell any Certificates other than to persons:
    - (A) whose ordinary activities involve them in acquiring, holding, managing or disposing of investments (as principal or agent) for the purposes of their businesses; or
    - (B) who it is reasonable to expect will acquire, hold, manage or dispose of investments (as principal or agent) for the purposes of their businesses,
- where the issue of the Certificates would otherwise constitute a contravention of section 19 of the Financial Services and Markets Act 2000 (the "FSMA") by the Issuer;
- (b) Financial Promotion: it has only communicated or caused to be communicated and will only communicate or cause to be communicated any invitation or inducement to engage in investment activity (within the meaning of section 21 of the FSMA) received by it in connection with the issue or sale of any Certificates in circumstances in which section 21(1) of the FSMA does not or would not, if the Issuer was not an authorised person, apply to the Issuer; and
- (c) General Compliance: it has complied and will comply with all applicable provisions of the FSMA with respect to anything done by it in relation to any Certificates in, from or otherwise involving the United Kingdom.

If the applicable Supplemental Listing Document in respect of any Certificates specifies the "Prohibition of Sales to European Economic Area Retail Investors" as "Not Applicable", the Issuer has represented and agreed that it has not offered, sold or otherwise made available such Certificates to any retail investor in the United Kingdom. For the purposes of this provision:

- (a) the expression "**retail investor**" means a person who is one (or more) of the following:
  - (i) a retail client, as defined in point (8) of Article 2 of Regulation (EU) No 2017/565 as it forms part of domestic law by virtue of the European Union (Withdrawal) Act 2018 ("**EUWA**"); or

- (ii) a customer within the meaning of the provisions of the FSMA and any rules or regulations made under the FSMA which were relied on immediately before exit day to implement Directive (EU) 2016/97, where that customer would not qualify as a professional client, as defined in point (8) of Article 2(1) of Regulation (EU) No 600/2014 as it forms part of domestic law by virtue of the EUWA; or
- (iii) not a qualified investor as defined in Article 2 of Regulation (EU) 2017/1129 as it forms part of domestic law by virtue of the EUWA; and

(b) the expression an "**offer**" includes the communication in any form and by any means of sufficient information on the terms of the offer and the Certificates to be offered so as to enable an investor to decide to purchase or subscribe for the Certificates.

If the applicable Supplemental Listing Document in respect of any Certificates specifies the "Prohibition of Sales to European Economic Area Retail Investors" as "Not Applicable", the Issuer has represented and agreed that it has not made and will not make an offer of Certificates which are the subject of the offering contemplated by the Base Listing Document as completed by this Supplemental Listing Document to the public in the United Kingdom except that it may make an offer of such Certificates to the public in the United Kingdom:

- a) if the Supplemental Listing Document in relation to the Certificates specifies an offer of those Certificates may be made other than pursuant to Article 1(4) of the UK Prospectus Regulation in the United Kingdom (a "**Public Offer**"), following the date of publication of a prospectus in relation to such Certificates which either (i) has been approved by the UK Financial Conduct Authority ("**FCA**"), or (ii) is to be treated as if it had been approved by the FCA in accordance with the transitional provision in Regulation 74 of the Prospectus (Amendment etc.) (EU Exit) Regulations 2019, provided that any such prospectus has subsequently been completed by final terms contemplating such Public Offer, in the period beginning and ending on the dates specified in such prospectus or final terms, as applicable, and the Issuer has consented in writing to its use for the purpose of that Public Offer;
- b) at any time to any legal entity which is a qualified investor as defined in Article 2 of the UK Prospectus Regulation;
- c) at any time to fewer than 150 natural or legal persons (other than qualified investors as defined in Article 2 of the UK Prospectus Regulation); or
- d) at any time in any other circumstances falling within section 86 of the FSMA, provided that no such offer of Certificates to the public referred to in (a) to (c) above shall require the publication of a prospectus pursuant to section 85 of the FSMA or supplement a prospectus pursuant to Article 23 of the UK Prospectus Regulation,

provided that no such offer of Certificates referred to in (b) to (d) above shall require the Issuer to publish a prospectus pursuant to section 85 of the FSMA or supplement a prospectus pursuant to Article 23 of the UK Prospectus Regulation.

For the purposes of this provision, the expression "an offer of Certificates to the public" in relation to any products in the United Kingdom means the communication in any form and by any means of sufficient information on the terms of the offer and the Certificates to be offered so as to enable an investor to decide to purchase or subscribe the Certificates, and the expression "**UK Prospectus Regulation**" means Regulation (EU) 2017/1129 as it forms part of domestic law by virtue of the EUWA.

## United States of America

The Certificates have not been, and will not be, registered under the Securities Act. Subject to certain exceptions, Certificates, or interests therein, may not at any time be offered, sold, resold or delivered, directly or indirectly, in the United States or to, or for the account or benefit of, any U.S. person or to others for offering, sale or resale in the United States or to any such U.S. person. Offers and sales of Certificates, or interests therein, in the United States or to U.S. persons would constitute a violation of United States securities laws unless made in compliance with registration requirements of the Securities Act or pursuant to an exemption therefrom. The Certificates will not be offered, sold or delivered within the United States or to U.S. persons. As used herein, "**United States**" means the United States of America (including the States and the District of Columbia), its territories, its possessions and other areas subject to its jurisdiction; and "**U.S. person**" means (i) any citizen or resident of the United States, including any corporation, partnership or other entity created or organised in or under the laws of the United States or of any political subdivision thereof, (ii) any estate or trust the income of which is subject to United States income taxation regardless of its source, (iii) "U.S. person" as such term is defined in (a) Regulation S under the Securities Act or (b) the Interpretive Guidance and Policy Statement Regarding Compliance with Certain Swap Regulations promulgated by the U.S. Commodity Futures Trading Commission ("**CFTC**") pursuant to the U.S. Commodity Exchange Act of 1936, as amended, or (iv) a person other than a "Non-United States Person" as defined in CFTC Rule 4.7, in each case, as such definition is amended, modified or supplemented from time to time.

## Prohibition of Sales to European Economic Area

If the applicable Supplemental Listing Document in respect of any Certificates specifies the "Prohibition of Sales to European Economic Area Retail Investors" as "Not Applicable", the Issuer has represented and agreed that it has not offered, sold or otherwise made available and will not offer, sell or otherwise make available any Certificates which are the subject of the offering contemplated by the Base Listing Document as completed by this Supplemental Listing Document to any retail investor in the European Economic Area. For the purposes of this provision:

- (a) the expression "retail investor" means a person who is one (or more) of the following:
  - (i) a retail client as defined in point (11) of Article 4(1) of Directive 2014/65/EU (as amended, "**MiFID II**");
  - (ii) a customer within the meaning of Directive 2016/97 (as amended), where that customer would not qualify as a professional client as defined in point (10) of Article 4(1) of MiFID II; or
  - (iii) not a qualified investor as defined in Regulation (EU) 2017/1129 (as amended, the "**Prospectus Regulation**"); and
- (b) the expression an "offer" includes the communication in any form and by any means of sufficient information on the terms of the offer and the Certificates to be offered so as to enable an investor to decide to purchase or subscribe the Certificates.

## PUBLIC OFFER SELLING RESTRICTION UNDER THE PROSPECTUS REGULATION

If the Supplemental Listing Document specifies "Prohibition of Sales to European Economic Area Retail Investors" as "Not Applicable", in relation to each member state of the European

Economic Area (each, a "**Relevant State**"), the Issuer has represented, warranted and agreed that it has not made and will not make an offer of Certificates which are the subject of the offering contemplated by the Base Listing Document as completed by this Supplemental Listing Document to the public in that Relevant State except that it may make an offer of such Certificates to the public in that Relevant State:

- (a) Approved listing document: if the Supplemental Listing Document in relation to the Certificates specifies that an offer of those Certificates may be made other than pursuant to Article 1(4) of the Prospectus Regulation in that Relevant State (a "**Non-exempt Offer**"), following the date of publication of a listing document in relation to such Certificates which has been approved by the competent authority in that Relevant State or, where appropriate, approved in another Relevant State and notified to the competent authority in that Relevant State, provided that any such listing document has subsequently been completed by the Supplemental Listing Document contemplating such Non-exempt Offer, in accordance with the Prospectus Regulation, in the period beginning and ending on the dates specified in such listing document or Supplemental Listing Document, as applicable and the Issuer has consented in writing to its use for the purpose of that Non-exempt Offer;
- (b) Qualified investors: at any time to any legal entity which is a qualified investor as defined in the Prospectus Regulation;
- (c) Fewer than 150 offered: 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 Issuer for any such offer; or
- (d) Other exempt offers: at any time in any other circumstances falling within Article 3(2) of the Prospectus Regulation,

provided that no such offer of Certificates referred to in (b) to (d) above shall require the Issuer to publish a listing document pursuant to Article 3 of the Prospectus Regulation or supplement a listing document pursuant to Article 23 of the Prospectus Regulation.

For the purposes of this provision, the expression an "**offer of Certificates to the public**" in relation to any Certificates in any Relevant State means the communication in any form and by any means of sufficient information on the terms of the offer and the Certificates to be offered so as to enable an investor to decide to purchase or subscribe for the Certificates, as the same may be varied in that Relevant State by any measure implementing the Prospectus Regulation in that Relevant State.

### **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 Certificates may not be circulated or distributed, nor may Certificates 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 pursuant to, and in accordance with the conditions of, any applicable provision of the Securities and Futures Act 2001 of Singapore.

**Hong Kong**

No person, other than a person permitted to do so under the securities laws of Hong Kong, has issued, or had in its possession for the purposes of issue, or will issue, or have in its possession for the purposes of issue any advertisement, invitation or document relating to the Certificates, whether in Hong Kong or elsewhere, which is directed at, or the contents of which are likely to be accessed or read by, the public in Hong Kong other than with respect to Certificates which are or are intended to be disposed of only to persons outside Hong Kong or only to "professional investors" within the meaning of the Securities and Futures Ordinance (Cap. 571) of the Laws of Hong Kong and any rules made thereunder.

**SUPPLEMENTAL INFORMATION RELATING TO THE ISSUER**

The information set out in Appendix II of this document relates to the risk factors relating to operating environment and strategy of the Issuer.

The information set out in Appendix III of this document relates to the recent developments in the Issuer's business.

The information set out in Appendix IV of this document is an extract of the unaudited consolidated financial statements of UBS AG and its subsidiaries for the second quarter ended 30 June 2025.

For more information on the Issuer, please see <http://www.ubs.com/>.

Queries regarding the Certificates may be directed to +852 2971 6668 or [OL-HKWarrants@ubs.com](mailto:OL-HKWarrants@ubs.com).

## SUPPLEMENTAL GENERAL INFORMATION

The information set out herein is supplemental to, and should be read in conjunction with, the information set out on page 269 of the Base Listing Document.

1. Save as disclosed in the Base Listing Document and herein, there is no litigation, arbitration or administrative proceedings relating to claims or amounts which are material in the context of the issue of the Certificates to which the Issuer is a party nor, to the best of its knowledge and belief, is there any threatened litigation, arbitration or administrative proceedings relating to claims or amounts which are material in the context of the issue of the Certificates which would in either case jeopardise its ability to discharge its obligations in respect of the Certificates.
2. UBS AG, Singapore Branch at 9 Penang Road, Singapore 238459, has been authorised to accept, on behalf of the Issuer, service of process and any other notices required to be served on the Issuer. Any notices required to be served on the Issuer should be sent to UBS AG, Singapore Branch at the above address for the attention of Jeffrey Tan Teck Khim, Legal & Compliance.
3. Settlement of trades done on a normal “ready basis” on the SGX-ST generally take place on the second Business Day following the transaction. Dealing in the Certificates will take place in board lots of 100 Certificates in Singapore dollars. For further details on the transfer of Certificates and their exercise, please refer to the section headed “Summary of the Issue” above.
4. It is not the current intention of the Issuer to apply for a listing of the Certificates on any stock exchange other than the SGX-ST.
5. There has been no adverse change, material in the context of the issue of the Certificates, in the financial position of the Issuer since 30 June 2025.
6. The following contracts, relating to the issue of the Certificates, have been or will be entered into by the Issuer and may be material to the issue of the Certificates:
  - (a) the Master Instrument; and
  - (b) the Master Warrant Agent Agreement.

None of the directors of the Issuer has any direct or indirect interest in any of the above contracts.

7. The Issuer has appropriate risk management capabilities to manage the issue of the Certificates.
8. Copies of the following documents may be inspected during usual business hours on any weekday (Saturdays, Sundays and holidays excepted) at the office of Allen & Gledhill LLP at One Marina Boulevard #28-00, Singapore 018989, during the period of 14 days from the date of this document:
  - (a) the Master Instrument; and
  - (b) the Master Warrant Agent Agreement.

- (a) the articles of association of the Issuer;
- (b) the latest financial reports (including the notes thereto) of the Issuer;
- (c) the Base Listing Document; and
- (d) this document.

**APPENDIX I**

**REPRODUCTION OF THE UNAUDITED FINANCIAL RESULTS  
FOR THE SIX MONTHS ENDED 30 JUNE 2025 OF  
XPENG INC. AND ITS SUBSIDIARIES**

# Report on Review of Interim Financial Statements

**To the Board of Directors of XPeng Inc.**

*(incorporated in the Cayman Islands with limited liability)*

## Introduction

We have reviewed the interim financial statements set out on pages 13 to 96, which comprise the interim condensed consolidated balance sheet of XPeng Inc. (the “**Company**”) and its subsidiaries (together, the “**Group**”) as at June 30, 2025 and the interim condensed consolidated statement of comprehensive loss, the interim condensed consolidated statement of changes in shareholders’ equity and the interim condensed consolidated statement of cash flows for the six-month period then ended, and notes, comprising significant accounting policies and other explanatory information. The Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited require the preparation of a report on interim financial statements to be in compliance with the relevant provisions thereof and accounting principles generally accepted in the United States of America (“**U.S. GAAP**”). The directors of the Company are responsible for the preparation and presentation of these interim financial statements in accordance with U.S. GAAP. Our responsibility is to express a conclusion on these interim financial statements based on our review and to report our conclusion solely to you, as a body, in accordance with our agreed terms of engagement, and for no other purpose. We do not assume responsibility towards or accept liability to any other person for the contents of this report.

## Scope of Review

We conducted our review in accordance with Hong Kong Standard on Review Engagements 2410, “Review of Interim Financial Information Performed by the Independent Auditor of the Entity” as issued by the Hong Kong Institute of Certified Public Accountants. A review of interim financial statements consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Hong Kong Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

## Conclusion

Based on our review, nothing has come to our attention that causes us to believe that the interim financial statements of the Group are not prepared, in all material respects, in accordance with U.S. GAAP.

**PricewaterhouseCoopers**

*Certified Public Accountants*

Hong Kong, August 19, 2025

# Unaudited Condensed Consolidated Balance Sheets

(All amounts in thousands, except for share and per share data)

		As of June 30, 2025	As of December 31, 2024
	Note	RMB	RMB
<b>ASSETS</b>			
<b>Current assets</b>			
Cash and cash equivalents	2(g)	<b>18,809,493</b>	18,586,274
Restricted cash	2(h)	<b>4,531,074</b>	3,153,390
Short-term deposits	2(i)	<b>13,405,550</b>	12,931,757
Restricted short-term deposits		<b>324,144</b>	110,699
Short-term investments	2(k), 5	<b>1,655,299</b>	751,290
Long-term deposits, current portion	2(i)	<b>1,079,259</b>	452,326
Restricted long-term deposits, current portion		<b>591,322</b>	—
Accounts and notes receivable, net	6	<b>1,764,392</b>	2,449,629
Installment payment receivables, net, current portion	12	<b>2,671,329</b>	2,558,756
Inventory	7	<b>6,602,952</b>	5,562,922
Amounts due from related parties	26	<b>53,516</b>	43,714
Prepayments and other current assets	8	<b>3,282,626</b>	3,135,312
<b>Total current assets</b>		<b>54,770,956</b>	49,736,069
<b>Non-current assets</b>			
Long-term deposits	2(i)	<b>6,055,377</b>	4,489,036
Restricted long-term deposits	18	<b>1,118,577</b>	1,487,688
Property, plant and equipment, net	9	<b>11,887,778</b>	11,521,863
Right-of-use assets, net		<b>3,863,234</b>	1,261,663
Intangible assets, net	10	<b>4,333,824</b>	4,610,469
Land use rights, net	11	<b>3,254,589</b>	2,744,424
Installment payment receivables, net	12	<b>4,583,734</b>	4,448,416
Long-term investments	13	<b>2,144,004</b>	1,963,194
Other non-current assets	14	<b>414,886</b>	443,283
<b>Total non-current assets</b>		<b>37,656,003</b>	32,970,036
<b>Total assets</b>		<b>92,426,959</b>	82,706,105

## Unaudited Condensed Consolidated Balance Sheets

(All amounts in thousands, except for share and per share data)

		As of June 30, 2025	As of December 31, 2024
	Note	RMB	RMB
<b>LIABILITIES</b>			
<b>Current liabilities</b>			
Short-term borrowings	18	<b>3,199,123</b>	4,609,123
Accounts payable	15	<b>16,958,863</b>	15,181,585
Notes payable	16	<b>13,727,997</b>	7,898,896
Amounts due to related parties	26	<b>984</b>	9,364
Operating lease liabilities, current portion		<b>466,496</b>	324,496
Finance lease liabilities, current portion		<b>12,096</b>	41,940
Deferred revenue, current portion	21	<b>1,491,637</b>	1,275,716
Long-term borrowings, current portion	18	<b>2,262,827</b>	1,858,613
Accruals and other liabilities	17	<b>9,838,487</b>	8,650,636
Income taxes payable		<b>5,237</b>	14,514
<b>Total current liabilities</b>		<b>47,963,747</b>	39,864,883
<b>Non-current liabilities</b>			
Long-term borrowings	18	<b>5,794,528</b>	5,664,518
Operating lease liabilities		<b>4,413,697</b>	1,345,852
Finance lease liabilities		<b>796,947</b>	777,697
Deferred revenue	21	<b>1,051,654</b>	822,719
Derivative liability	5	<b>251,085</b>	167,940
Deferred tax liabilities		<b>330,353</b>	341,932
Other non-current liabilities	19	<b>1,487,581</b>	2,445,776
<b>Total non-current liabilities</b>		<b>14,125,845</b>	11,566,434
<b>Total liabilities</b>		<b>62,089,592</b>	51,431,317
<b>Commitments and contingencies</b>			27

## Unaudited Condensed Consolidated Balance Sheets

(All amounts in thousands, except for share and per share data)

	Note	As of June 30, As of December 31,	
		2025 RMB	2024 RMB
<b>SHAREHOLDERS' EQUITY</b>			
<b>Class A Ordinary shares</b> (US\$0.00001 par value; 9,250,000,000 and 9,250,000,000 shares authorized, 1,557,501,154 and 1,551,709,362 shares issued, 1,553,771,246 and 1,549,404,500 shares outstanding as of June 30, 2025 and December 31, 2024, respectively)	22	<b>105</b>	104
<b>Class B Ordinary shares</b> (US\$0.00001 par value; 750,000,000 and 750,000,000 shares authorized, 348,708,257 and 348,708,257 shares issued and outstanding as of June 30, 2025 and December 31, 2024, respectively)	22	<b>21</b>	21
Additional paid-in capital		<b>70,918,187</b>	70,671,685
Statutory and other reserves		<b>111,841</b>	95,019
Accumulated deficit		<b>(42,744,171)</b>	(41,585,549)
Accumulated other comprehensive income		<b>2,051,384</b>	2,093,508
<b>Total shareholders' equity</b>		<b>30,337,367</b>	31,274,788
<b>Total liabilities and shareholders' equity</b>		<b>92,426,959</b>	82,706,105

The accompanying notes are an integral part of these unaudited condensed consolidated financial statements.

# Unaudited Condensed Consolidated Statement of Comprehensive Loss

(All amounts in thousands, except for share and per share data)

		For the Six Months Ended June 30,	
	Note	2025 RMB	2024 RMB
<b>Revenues</b>			
Vehicle sales	20	31,252,994	12,363,263
Services and others	20	2,832,039	2,296,240
<b>Total revenues</b>		<b>34,085,033</b>	14,659,503
<b>Cost of sales<sup>(1)</sup></b>			
Vehicle sales		(27,327,991)	(11,626,329)
Services and others		(1,130,182)	(1,053,631)
<b>Total cost of sales</b>		<b>(28,458,173)</b>	(12,679,960)
<b>Gross profit</b>		<b>5,626,860</b>	1,979,543
<b>Operating expenses<sup>(1)</sup></b>			
Research and development expenses	2(t)	(4,186,868)	(2,817,200)
Selling, general and administrative expenses	2(u)	(4,113,305)	(2,962,048)
Other income, net	2(w)	781,442	352,883
Fair value (loss) gain on derivative liability relating to the contingent consideration		(84,225)	191,793
<b>Total operating expenses, net</b>		<b>(7,602,956)</b>	(5,234,572)
<b>Loss from operations</b>		<b>(1,976,096)</b>	(3,255,029)
Interest income		599,451	755,327
Interest expenses		(204,096)	(166,520)
Investment gain (loss) on long-term investments	13	104,054	(55,292)
Exchange gain from foreign currency transactions		273,132	7,886
Other non-operating income, net		23,729	7,617
<b>Loss before income tax benefit and share of results of equity method investees</b>		<b>(1,179,826)</b>	(2,706,011)
Income tax benefit	24	1,430	32,713
Share of results of equity method investees	13	36,596	20,727
<b>Net loss</b>		<b>(1,141,800)</b>	(2,652,571)
<b>Net loss attributable to ordinary shareholders of XPeng Inc.</b>		<b>(1,141,800)</b>	(2,652,571)

## Unaudited Condensed Consolidated Statement of Comprehensive Loss

(All amounts in thousands, except for share and per share data)

For the Six Months Ended			
June 30,			
	2025	2024	
Note	RMB	RMB	
<b>Net loss</b>	<b>(1,141,800)</b>	(2,652,571)	
<b>Other comprehensive (loss) income</b>			
Foreign currency translation adjustment, net of tax	(42,124)	113,393	
<b>Total comprehensive loss attributable to XPeng Inc.</b>	<b>(1,183,924)</b>	(2,539,178)	
<b>Comprehensive loss attributable to ordinary shareholders of XPeng Inc.</b>	<b>(1,183,924)</b>	(2,539,178)	
<b>Weighted average number of ordinary shares used in computing net loss per ordinary share</b>			
Basic and diluted	25	<b>1,900,912,109</b>	1,886,710,018
<b>Net loss per ordinary share attributable to ordinary shareholders</b>			
Basic and diluted	25	<b>(0.60)</b>	(1.41)
(1) Share-based compensation was allocated in cost of sales and operating expenses as follows:			
For the Six Months Ended			
June 30,			
	2025	2024	
Note	RMB	RMB	
Cost of sales	363	1,236	
Selling, general and administrative expenses	78,407	66,901	
Research and development expenses	167,733	147,880	

The accompanying notes are an integral part of these unaudited condensed financial statements.

# Unaudited Condensed Consolidated Statement of Changes in Shareholders' Equity

(All amounts in thousands, except for share and per share data)

Note	Ordinary Shares		Treasury Shares		Additional		Accumulated		Total	
	Shares	Par Value	Shares	Par Value	Paid-in Capital	and Other	Comprehensive	Accumulated		
		RMB		RMB	RMB	RMB	Income	Deficit		
<b>Balance as of</b>										
<b>December 31, 2024</b>	<b>1,900,417,619</b>	<b>126</b>	<b>(2,304,862)</b>		<b>(1)</b>	<b>70,671,685</b>	<b>95,019</b>	<b>2,093,508</b>	<b>(41,585,549)</b>	<b>31,274,788</b>
Share-based compensation	23	—	—	—	—	246,503	—	—	—	246,503
Issuance of treasury shares	22	5,123,584	1	(5,123,584)	(1)	—	—	—	—	—
Transfer from treasury shares to outstanding ordinary shares for vested RSUs	22	—	—	3,698,538	1	(1)	—	—	—	—
Issuance of ordinary shares for vested RSUs	22	668,208	—	—	—	—	—	—	—	—
Foreign currency translation adjustment, net of tax		—	—	—	—	—	(42,124)	—	(42,124)	
Net loss		—	—	—	—	—	—	(1,141,800)	(1,141,800)	
Appropriations to reserves		—	—	—	—	16,822	—	(16,822)	—	
<b>Balance as of June 30, 2025</b>	<b>1,906,209,411</b>	<b>127</b>	<b>(3,729,908)</b>		<b>(1)</b>	<b>70,918,187</b>	<b>111,841</b>	<b>2,051,384</b>	<b>(42,744,171)</b>	<b>30,337,367</b>

## Unaudited Condensed Consolidated Statement of Changes in Shareholders' Equity

(All amounts in thousands, except for share and per share data)

Note	Ordinary Shares		Treasury Shares		Additional		Statutory and Other	Comprehensive Reserves	Other Income	Accumulated Deficit	Total Shareholders' Equity
	Shares	Par Value	Shares	Par Value	Paid-in Capital	RMB					
		RMB		RMB		RMB		RMB		RMB	RMB
<b>Balance as of</b>											
<b>December 31, 2023</b>	1,886,817,266	125	[2,811,614]		(1)	70,198,031	60,035	1,830,638	[35,760,301]	36,328,527	
Share-based compensation	23	–	–	–	–	216,017	–	–	–	–	216,017
Issuance of treasury shares	22	4,716,344	–	[4,716,344]	–	–	–	–	–	–	–
Transfer from treasury shares to outstanding ordinary shares for vested RSUs	22	–	–	3,363,176	–	–	–	–	–	–	–
Issuance of ordinary shares for vested RSUs	22	684,874	–	–	–	–	–	–	–	–	–
Foreign currency translation adjustment, net of tax	–	–	–	–	–	–	–	113,393	–	–	113,393
Net loss	–	–	–	–	–	–	–	–	[2,652,571]	[2,652,571]	
Appropriations to reserves	–	–	–	–	–	19,302	–	–	[19,302]	–	–
<b>Balance as of June 30, 2024</b>	1,892,218,484	125	[4,164,782]		(1)	70,414,048	79,337	1,944,031	[38,432,174]	34,005,366	

The accompanying notes are an integral part of these unaudited condensed financial statements.

# Unaudited Condensed Consolidated Statement of Cash Flows

(All amounts in thousands, except for share and per share data)

	For the Six Months Ended		
	June 30,		
	2025	2024	
Note	RMB	RMB	
<b>Cash flows from operating activities</b>			
Net loss	<b>(1,141,800)</b>	[2,652,571]	
Adjustments to reconcile net loss to net cash provided by (used in) operating activities:			
Depreciation of property, plant and equipment	9 <b>870,588</b>	864,186	
Amortization of intangible assets	10 <b>285,633</b>	247,411	
Amortization of right-of-use assets		<b>256,577</b>	162,661
Amortization of land use rights	11 <b>37,756</b>	24,880	
Loss on disposal of property, plant and equipment	2(l) <b>9,511</b>	8,617	
Loss of disposal of intangible asset		—	58
Impairment of property, plant and equipment		<b>71,889</b>	39,816
Current expected credit loss of accounts receivable	2(j) <b>12,004</b>	10,365	
Current expected credit loss of installment payment receivables	2(j) <b>17,607</b>	19,619	
Current expected credit loss of other current and non-current assets	2(j) <b>3,558</b>	9,065	
Inventory write-downs	7 <b>298,123</b>	710,136	
Exchange gain from foreign currency transactions		<b>(273,132)</b>	(7,886)
Interest income		<b>(72,899)</b>	(13,587)
Share-based compensation	23 <b>246,503</b>	216,017	
Fair value loss (gain) on derivative liability relating to the contingent consideration		<b>84,225</b>	(191,793)
Investment (gain) loss on long-term investments	13 <b>(104,054)</b>	55,292	
Share of results of equity method investees	13 <b>(36,596)</b>	[20,727]	
Changes in operating assets and liabilities:			
Accounts and notes receivable		<b>673,233</b>	570,710
Inventory		<b>(1,446,802)</b>	(746,532)
Amounts due from related parties		<b>(9,802)</b>	(20,585)
Prepayments and other current assets		<b>(102,649)</b>	(93,911)
Other non-current assets		<b>(1,452)</b>	14,492
Accounts payable		<b>1,777,278</b>	[5,391,415]
Notes payable		<b>5,829,101</b>	(429,021)
Deferred revenue		<b>444,856</b>	256,847
Operating lease liabilities		<b>(196,224)</b>	(143,684)
Accruals and other liabilities		<b>1,385,439</b>	(648,982)
Other non-current liabilities		<b>(987,147)</b>	96,838
Installment payment receivables		<b>(265,498)</b>	(269,586)
Amounts due to related parties		<b>(8,380)</b>	(30,705)
Deferred tax liabilities		<b>(11,579)</b>	(39,746)
Income taxes payable		<b>(9,277)</b>	2,109
Net cash provided by (used in) operating activities		<b>7,636,590</b>	[7,391,612]

## Unaudited Condensed Consolidated Statement of Cash Flows

(All amounts in thousands, except for share and per share data)

	<b>For the Six Months Ended</b>		
	June 30,		
	2025	2024	
	Note	RMB	RMB
<b>Cash flows from investing activities</b>			
Placement of short-term deposits		(617,813)	(1,122,522)
Placement of restricted short-term deposits		(323,100)	(451,868)
Maturities of restricted short term deposits		110,000	—
(Placement) Maturities of long-term deposits		(1,780,000)	3,139,020
Placement of restricted long-term deposits		(550,000)	(500,000)
(Placement) Maturities of short-term investments		(834,811)	543,836
Purchase of property, plant and equipment		(1,381,606)	(1,024,534)
Receipt of government subsidy related to assets		37,214	—
Purchase of intangible assets		(7,690)	(2,871)
Disposal of property, plant and equipment		8,408	94,464
Cash paid for long-term investments		(12,791)	—
Purchase of retained asset-backed note		(44,750)	—
Proceeds from maturities of retained asset-backed note		9,575	—
Net cash (used in) provided by investing activities		<b>(5,387,364)</b>	675,525

## Unaudited Condensed Consolidated Statement of Cash Flows

(All amounts in thousands, except for share and per share data)

	For the Six Months Ended		
	June 30,		
	2025	2024	
	Note	RMB	RMB
<b>Cash flows from financing activities</b>			
Proceeds from borrowings	3,861,640	4,422,121	
Repayments of borrowings	(4,737,416)	(3,831,729)	
Repayments of debt from third party investors	—	(500,000)	
Repayments of finance lease liabilities	(31,767)	—	
Net cash (used in) provided by financing activities	<b>(907,543)</b>	90,392	
Effects of exchange rate changes on cash, cash equivalents and restricted cash	259,220	28,390	
Net increase (decrease) in cash, cash equivalents and restricted cash	<b>1,600,903</b>	(6,597,305)	
Cash, cash equivalents and restricted cash at beginning of the period	<b>21,739,664</b>	24,302,049	
<b>Cash, cash equivalents and restricted cash at end of the period</b>	<b>23,340,567</b>	17,704,744	
<b>Supplemental disclosure of cash flows information</b>			
Cash paid for interest, net of amounts capitalized	(268,494)	(209,748)	
Acquisition of property, plant and equipment included in liabilities	<b>1,202,283</b>	531,678	
Cash paid for income taxes	(8,104)	(6,779)	

The accompanying notes are an integral part of these unaudited condensed financial statements.

# Notes to the Unaudited Condensed Consolidated Financial Statements

(All amounts in thousands, except for share and per share data, unless otherwise stated)

## 1. Organization and Nature of Operations

### (a) Principal activities

XPeng Inc. ("XPeng" or the "Company") was incorporated under the laws of the Cayman Islands on December 27, 2018, as an exempted company with limited liability. The Company, its subsidiaries and consolidated variable interest entity ("VIE") and VIE's subsidiaries ("VIEs", also refer to VIE and its subsidiaries as a whole, where appropriate) are collectively referred to as the "Group".

The Group designs, develops and delivers smart electric vehicles. It manufactures all vehicles through its own plants in Zhaoqing and Guangzhou, and its own manufacturing base in Wuhan. As of June 30, 2025, its primary operations are conducted in the People's Republic of China ("PRC").

### (b) Initial Public Offering and Global Offering

In August and December 2020, the Company completed its initial public offering ("IPO") and follow-on offering ("FO") on the New York Stock Exchange ("NYSE").

In July 2021, the Company completed its global offering ("Global Offering"), including the Hong Kong Public Offering and the International Offering, on the Stock Exchange of Hong Kong Limited ("HKEX").

## Notes to the Unaudited Condensed Consolidated Financial Statements

(All amounts in thousands, except for share and per share data, unless otherwise stated)

### 1. Organization and Nature of Operations (continued)

#### (c) Principal subsidiaries and VIEs

As of June 30, 2025, the Company's principal subsidiaries and VIEs are as follows:

Principal subsidiaries	Place of incorporation	Date of incorporation or acquisition	Issued and fully paid share capital	Equity interest held	Principal activities
Guangzhou Chengxing Zhidong Automotive Technology Co., Ltd. ("Chengxing")	PRC	January 09, 2015	RMB3,222,800	100%	Investment holding
Guangzhou Xiaopeng Motors Technology Co., Ltd. ("Xiaopeng Technology")	PRC	May 12, 2016	RMB6,126,316	100%	Design and technology development
Guangzhou Xiaopeng Automobile Manufacturing Co., Ltd.	PRC	April 07, 2017	RMB150,000	100%	Design and technology development
Guangzhou Xiaopeng Automatic Driving Technology Co., Ltd.	PRC	November 18, 2019	RMB1,000,000	100%	Technology development
Guangzhou Xiaopeng Smart Charging Technology Co., Ltd.	PRC	June 22, 2020	RMB4,745,000	100%	Smart charging technology development
Guangzhou Zhipeng Manufacturing Co., Ltd.	PRC	January 14, 2021	RMB1,500,000	100%	Manufacturing of vehicles
Zhaoqing Xiaopeng New Energy Investment Co., Ltd. ("Zhaoqing Xiaopeng New Energy")	PRC	February 13, 2020	RMB8,000,000	100%	Manufacturing of vehicles
Zhaoqing Xiaopeng Automobile Co., Ltd. ("Zhaoqing XPeng")	PRC	May 18, 2017	RMB9,000,000	100%	Manufacturing of battery pack
Xiaopeng New Energy Automobile Sales (Zhaoqing) Co., Ltd.	PRC	March 28, 2024	RMB50,000,000	100%	Vehicle wholesale and retail
Xiaopeng Motors Sales Co., Ltd. ("Xiaopeng Motors Sales")	PRC	January 08, 2018	RMB3,500,000	100%	Vehicle wholesale and retail

## Notes to the Unaudited Condensed Consolidated Financial Statements

(All amounts in thousands, except for share and per share data, unless otherwise stated)

### 1. Organization and Nature of Operations (continued)

#### (c) Principal subsidiaries and VIEs (continued)

As of June 30, 2025, the Company's principal subsidiaries and VIEs are as follows (continued):

Principal subsidiaries	Place of incorporation	Date of incorporation or acquisition	Issued and fully paid share capital	Equity interest held	Principal activities
Beijing Xiaopeng Automobile Co., Ltd. ("Beijing Xiaopeng")	PRC	April 28, 2018	RMB50,000	100%	Vehicle wholesale and retail, design and technology development
Xiaopeng Automobile Central China (Wuhan) Co., Ltd. ("Wuhan Xiaopeng")	PRC	April 30, 2021	RMB4,000,000	100%	Technology development and vehicle retail
Wuhan Xiaopeng Smart Manufacturing Co., Ltd.	PRC	August 16, 2021	RMB1,500,000	100%	Manufacturing of battery pack and electric drive system
Shanghai Xiaopeng Motors Technology Co., Ltd. ("Shanghai Xiaopeng")	PRC	February 12, 2018	RMB50,000	100%	Technology development and vehicle retail
Shenzhen Xiaopeng Automobile Supply Chain Management Co., Ltd	PRC	January 5, 2024	RMB10,000,000	100%	Export trading
XPeng Huitian Holding Limited	BVI	October 12, 2020	—	100%	Investment holding
Dogotix Inc.	BVI	October 09, 2023	US\$2	100%	Investment holding
XPeng (Hong Kong) Limited	Hong Kong	February 12, 2019	—	100%	Investment holding

(1) The English names of the subsidiaries and VIEs represent the best effort by the management of the Company in translating its Chinese names as they do not have official English name.

## Notes to the Unaudited Condensed Consolidated Financial Statements

(All amounts in thousands, except for share and per share data, unless otherwise stated)

### 1. Organization and Nature of Operations (continued)

#### (c) Principal subsidiaries and VIEs (continued)

As of June 30, 2025, the Company's principal subsidiaries and VIEs are as follows (continued):

		Date of incorporation or acquisition	Place of incorporation or acquisition	Principal activities
<b>VIEs</b>				
Guangzhou Zhipeng IoV Technology Co., Ltd. ("Zhipeng IoV") (Note 1(c)(i))	PRC	May 23, 2018		Business of development and the operation of an Internet of Vehicles network
Guangzhou Yidian Zihui Chuxing Technology Co., Ltd. ("Yidian Chuxing") (Note 1(c)(ii))	PRC	May 24, 2018		Business of provision of online-hailing services through online platform
Guangzhou Xintu Technology Co., Ltd. ("Xintu Technology") (Note 1(c)(i))	PRC	April 27, 2021		Surveying and mapping
Guangdong Intelligent Insurance Agent Co., Ltd. ("GIIA", formerly known as Qingdao Miaobao Insurance Agency Co., Ltd.) (Note 1(c)(iii))	PRC	July 22, 2022		Insurance agency
<b>VIEs' subsidiary</b>				
Jiangsu Zhipeng Kongjian Information Technology Co., Ltd. ("Zhipeng Kongjian", formerly known as Jiangsu Zhitu Technology Co., Ltd., a subsidiary of Xintu Technology) (Note 1(c)(i))	PRC	June 23, 2021		Surveying and mapping

## Notes to the Unaudited Condensed Consolidated Financial Statements

(All amounts in thousands, except for share and per share data, unless otherwise stated)

### 1. Organization and Nature of Operations (continued)

#### (c) Principal subsidiaries and VIEs (continued)

- (i) Zhipeng IoV which is primarily engaged in the business of development and the operation of an Internet of Vehicles network was established by two shareholders of the Company (the "**Zhipeng IoV's Nominee Shareholders**") on May 23, 2018. On May 28, 2018, Xiaopeng Technology, Zhipeng IoV, and Zhipeng IoV's Nominee Shareholders entered into a series of contractual agreements, including an equity interest pledge agreement, a loan agreement, exclusive service agreement, exclusive call option agreement and power of attorney that irrevocably authorized Xiaopeng Technology to exercise the equity owner's rights over Zhipeng IoV. These agreements provide the Company, as the only shareholder of Xiaopeng Technology, with a controlling financial interest under ASC 810 in Zhipeng IoV to direct the activities that most significantly impact Zhipeng IoV's economic performance and enable the Company to obtain substantially all of the economic benefits arising from Zhipeng IoV. Management concluded that Zhipeng IoV is a variable interest entity of the Company and the Company is the ultimate primary beneficiary of Zhipeng IoV and shall consolidate the financial results of Zhipeng IoV in the Group's unaudited condensed consolidated financial statements under U.S. GAAP.

On April 27, 2021, Zhipeng IoV established Xintu Technology and became the only shareholder of Xintu Technology. On June 23, 2021, Xintu Technology acquired 100% of the equity interest of Zhipeng Kongjian which possesses surveying and mapping qualification certificate, which is determined to be an asset acquisition.

On August 12, 2021, Guangzhou Kuntu Technology Co., Ltd. ("**Kuntu Technology**"), a company controlled by the Zhipeng IoV's Nominee Shareholders, acquired 100% of the equity interest of Xintu Technology from Zhipeng IoV. On the same day, Xiaopeng Technology, Xintu Technology and Kuntu Technology entered into a series of contractual agreements, including an equity interest pledge agreement, a loan agreement, exclusive service agreement, exclusive call option agreement and power of attorney that irrevocably authorized Xiaopeng Technology to exercise the equity owner's rights over Xintu Technology. These agreements provide the Company, as the only shareholder of Xiaopeng Technology, with a controlling financial interest under ASC 810 in Xintu Technology to direct the activities that most significantly impact Xintu Technology's economic performance and enable the Company to obtain substantially all of the economic benefits arising from Xintu Technology. Management concluded that Xintu Technology is a variable interest entity of the Company and the Company is the ultimate primary beneficiary of Xintu Technology and shall consolidate the financial results of Xintu Technology in the Group's unaudited condensed consolidated financial statements under U.S. GAAP. As of June 30, 2025, Xintu Technology did not have significant operations, nor any material assets or liabilities.

## Notes to the Unaudited Condensed Consolidated Financial Statements

(All amounts in thousands, except for share and per share data, unless otherwise stated)

### 1. Organization and Nature of Operations (continued)

#### (c) Principal subsidiaries and VIEs (continued)

##### (i) (continued)

On September 6, 2021, Xiaopeng Technology (wholly owned by the Company) acquired 50% equity interests in Zhipeng IoV from Zhipeng IoV's Nominee Shareholders. At the same time, the aforementioned contractual agreements had been modified to reflect the change of equity interests in Zhipeng IoV. Xiaopeng Technology, Zhipeng IoV, and Zhipeng IoV's Nominee Shareholders entered into a series of contractual agreements, including an equity interest pledge agreement, a loan agreement, exclusive service agreement, exclusive call option agreement and power of attorney that irrevocably authorized Xiaopeng Technology to exercise the equity owner's rights over Zhipeng IoV. On April 20, 2024, the original Nominee Shareholders of Zhipeng IoV changed to a new Nominee Shareholder, who is an employee from the Group, and the aforementioned contractual agreements had been modified to reflect the change of nominee shareholders of Zhipeng IoV. Xiaopeng Technology, Zhipeng IoV, and Zhipeng IoV's new Nominee Shareholder entered into a series of contractual agreements, including an equity interest pledge agreement, a loan agreement, exclusive service agreement, exclusive call option agreement and power of attorney that irrevocably authorized Xiaopeng Technology to exercise the equity owner's rights over Zhipeng IoV. These agreements, coupled with its 50% equity interest, results in the Company, being the VIE's primary beneficiary, with a controlling financial interest under ASC 810 in Zhipeng IoV, to direct the activities that most significantly impact Zhipeng IoV's economic performance and enable the Company to obtain substantially all of the economic benefits arising from Zhipeng IoV. Accordingly, the Company continued to consolidate the financial results of Zhipeng IoV under U.S. GAAP. As of June 30, 2025, Zhipeng IoV did not have significant operations, nor any material assets or liabilities.

(ii) Yidian Chuxing which is primarily engaged in the business of provision of online-hailing services through online platform was established by two shareholders of the Company (the **"Yidian Chuxing's Nominee Shareholders"**) on May 24, 2018. On May 28, 2018, Guangzhou Xiaopeng Zhihui Chuxing Technology Co., Ltd, ("Xiaopeng Chuxing"), Yidian Chuxing, and Yidian Chuxing's Nominee Shareholders entered into a series of contractual agreements, including an equity interest pledge agreement, a loan agreement, exclusive service agreement, exclusive call option agreement and power of attorney that irrevocably authorized Xiaopeng Chuxing to exercise the equity owner's rights over Yidian Chuxing. These agreements provide the Company, as the only shareholder of Xiaopeng Chuxing, with a controlling financial interest under ASC 810 in Yidian Chuxing to direct the activities that most significantly impact Yidian Chuxing's economic performance and enable the Company to obtain substantially all of the economic benefits arising from Yidian Chuxing. Management concluded that Yidian Chuxing is a variable interest entity of the Company and the Company is the ultimate primary beneficiary of Yidian Chuxing and shall consolidate the financial results of Yidian Chuxing in the Group's unaudited condensed consolidated financial statements under U.S. GAAP.

## Notes to the Unaudited Condensed Consolidated Financial Statements

(All amounts in thousands, except for share and per share data, unless otherwise stated)

### 1. Organization and Nature of Operations (continued)

#### (c) Principal subsidiaries and VIEs (continued)

##### (ii) (continued)

On September 10, 2021, Xiaopeng Chuxing (wholly owned by the Company) acquired 50% equity interests in Yidian Chuxing from Yidian Chuxing's Nominee Shareholders. At the same time, the aforementioned contractual agreements have been modified to reflect the change of equity interests in Yidian Chuxing. Xiaopeng Chuxing, Yidian Chuxing, and Yidian Chuxing's Nominee Shareholders entered into a series of contractual agreements, including an equity interest pledge agreement, a loan agreement, exclusive service agreement, exclusive call option agreement and power of attorney that irrevocably authorized Xiaopeng Chuxing to exercise the equity owner's rights over Yidian Chuxing. On April 20, 2024, the original Nominee Shareholders of Yidian Chuxing changed to a new Nominee Shareholder, who is an employee from the Group, and the aforementioned contractual agreements had been modified to reflect the change of nominee shareholders of Yidian Chuxing. Xiaopeng Chuxing, Yidian Chuxing, and Yidian Chuxing's new Nominee Shareholder entered into a series of contractual agreements, including an equity interest pledge agreement, a loan agreement, exclusive service agreement, exclusive call option agreement and power of attorney that irrevocably authorized Xiaopeng Chuxing to exercise the equity owner's rights over Yidian Chuxing. These agreements, coupled with its 50% equity interest, results in the Company, being the VIE's primary beneficiary, with a controlling financial interest under ASC 810 in Yidian Chuxing, to direct the activities that most significantly impact Yidian Chuxing's economic performance and enable the Company to obtain substantially all of the economic benefits arising from Yidian Chuxing. Accordingly, the Company continued to consolidate the financial results of Yidian Chuxing under U.S. GAAP. As of June 30, 2025, Yidian Chuxing did not have significant operations, nor any material assets or liabilities.

(iii) GIIA, primarily engaged in the business of insurance agency services and established in 2007, was acquired by Guangzhou Xuetao Enterprise Management Co., Ltd. ("Guangzhou Xuetao"), a company jointly established by the former senior vice president of the Company and his spouse (the "GIIA's Nominee Shareholders"). On July 22, 2022, Xiaopeng Motors Sales (wholly owned by the Company), Guangzhou Xuetao and GIIA's Nominee Shareholders entered into a cooperation agreement that Guangzhou Xuetao irrevocably authorized Xiaopeng Motors Sales to exercise the 100% equity owner's rights over GIIA. The agreement provides the Company, as the only shareholder of Xiaopeng Motors Sales, with a controlling financial interest under ASC 810 in GIIA to direct the activities that most significantly impact GIIA's economic performance and enable the Company to obtain substantially all of the economic benefits arising from GIIA. As a result of this contractual arrangement, management concluded that GIIA is a VIE of the Company and the Company is the ultimate primary beneficiary of GIIA and shall consolidate the financial results of GIIA in the Group's unaudited condensed consolidated financial statements under U.S. GAAP. As of June 30, 2025, GIIA did not have significant operations, nor any material assets or liabilities.

## Notes to the Unaudited Condensed Consolidated Financial Statements

(All amounts in thousands, except for share and per share data, unless otherwise stated)

### 1. Organization and Nature of Operations (continued)

#### (c) Principal subsidiaries and VIEs (continued)

##### (iii) (continued)

On January 31, 2024, this cooperation agreement was terminated and new contractual agreements that irrevocably authorized Xiaopeng Motors Sales to exercise the equity owner's rights over GIIA, including an equity interest pledge agreement, a loan agreement, exclusive service agreement, exclusive call option agreement and power of attorney, were entered into among GIIA, Xiaopeng Motors Sales, Guangzhou Xuetao and a new nominee shareholder of Guangzhou Xuetao, who is the Group's employee. These agreements provide the Company, as the only shareholder of Xiaopeng Motors Sales, with a controlling financial interest under ASC 810 in GIIA to direct the activities that most significantly impact GIIA's economic performance and enable the Company to obtain substantially all of the economic benefits arising from GIIA. Management concluded that GIIA is a variable interest entity of the Company and the Company is the ultimate primary beneficiary of GIIA and shall consolidate the financial results of GIIA in the Group's unaudited condensed consolidated financial statements under U.S. GAAP.

#### (d) Liquidity

The Group has been incurring losses from operations since inception. The Group incurred net losses of RMB1,141,800 and RMB2,652,571 for the six months ended June 30, 2025 and 2024, respectively. Accumulated deficit amounted to RMB42,744,171 and RMB41,585,549 as of June 30, 2025 and December 31, 2024, respectively. Net cash provided by operating activities was approximately RMB7,636,590 for the six months ended June 30, 2025. Net cash used in operating activities was approximately RMB7,391,612 for the six months ended June 30, 2024.

The Group's liquidity is based on its ability to enhance its operating cash flow position, obtain capital financing from equity interest investors and borrow funds to fund its general operations, research and development activities and capital expenditures. The Group's ability to continue as a going concern is dependent on management's ability to execute its business plan successfully, which includes increasing market acceptance of the Group's products to boost its sales volume to achieve economies of scale while applying more effective marketing strategies and cost control measures to better manage operating cash flow position and obtaining funds from outside sources of financing to generate positive financing cash flows. With the completion of its IPO and FO on NYSE in August and December 2020, the Group received the net proceeds, after deducting the underwriting discounts and commissions, fees and offering expenses, of RMB11,409,248 and RMB15,980,227, respectively. In July 2021, with the completion of its Global Offering on HKEX, the Group further received the net proceeds, after deducting the underwriting discounts and commissions, of Hong Kong dollar (HK\$)15,823,315.

## Notes to the Unaudited Condensed Consolidated Financial Statements

(All amounts in thousands, except for share and per share data, unless otherwise stated)

### 1. Organization and Nature of Operations (continued)

#### (d) Liquidity (continued)

In December 2023, with the completion of the strategic minority investment by Volkswagen Group ("Volkswagen"), the Group received the net proceeds, after deducting related costs and expenses, of RMB5,019,599. As of June 30, 2025, the Group's balance of cash and cash equivalents, restricted cash, excluding RMB2,388 restricted as to withdrawal or use for legal disputes, short-term deposits, restricted short-term deposits, current portion of restricted long-term deposits, short-term investments, and current portion of long-term deposits was RMB40,393,753.

Management concluded that its existing balance of cash and cash equivalents, short-term deposits, restricted short-term deposits, current portion of restricted long-term deposits, short-term investments and current portion of long-term deposits as of June 30, 2025, provide the Group with sufficient liquidity to meet its working capital requirements and contractual (including debt) obligations for the next twelve months following the issuance of the unaudited condensed consolidated financial statements. Accordingly, the unaudited condensed consolidated financial statements have been prepared on a going concern basis, which contemplates the realization of assets and liquidation of liabilities during the normal course of operations.

### 2. Summary of Significant Accounting Policies

#### (a) Basis of presentation

The accompanying unaudited condensed consolidated financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America ("U.S. GAAP") for Interim Financial Statements. Accordingly, they do not include all of the information and footnotes required by U.S. GAAP for complete financial statements. Certain information and note disclosures normally included in the annual financial statements prepared in accordance with U.S. GAAP have been condensed or omitted consistent with Article 10 of Regulation S-X. The unaudited condensed consolidated financial statements have been prepared on the same basis as the audited financial statements and include all adjustments as necessary for the fair statement of the Group's financial position as of June 30, 2025, results of operations and cash flows for the six months ended June 30, 2025 and 2024. The consolidated balance sheets as of December 31, 2024 have been derived from the audited financial statements at that date but does not include all the information and footnotes required by U.S. GAAP. The unaudited condensed consolidated financial statements and related disclosures have been prepared with the presumption that users of the unaudited condensed consolidated financial statements have read or have access to the audited consolidated financial statements for the preceding fiscal years. Accordingly, these financial statements should be read in conjunction with the audited consolidated financial statements and related footnotes for the year ended December 31, 2024. The accounting policies applied are consistent with those of the audited consolidated financial statements for the preceding fiscal year. Results for interim periods are not necessarily indicative of the results expected for the full fiscal year or for any future period.

## Notes to the Unaudited Condensed Consolidated Financial Statements

(All amounts in thousands, except for share and per share data, unless otherwise stated)

## 2. Summary of Significant Accounting Policies (continued)

### (b) Principles of consolidation

The unaudited condensed consolidated financial statements include the financial statements of the Company, its subsidiaries and the VIEs for which the Company is the ultimate primary beneficiary. All transactions and balances among the Company, its subsidiaries and VIEs have been eliminated upon consolidation.

A subsidiary is an entity in which the Company, directly or indirectly, controls more than one half of the voting power: has the power to appoint or remove the majority of the members of the board of directors (the “**Board**”): to cast majority of votes at the meeting of the Board or to govern the financial and operating policies of the investees under a statute or agreement among the shareholders or equity holders.

A VIE is an entity in which the Company, or its subsidiary, through contractual arrangements, bears the risks of, and enjoys the rewards normally associated with, ownership of the entity, and therefore the Company or its subsidiary is the primary beneficiary of the entity. In determining whether the Company or its subsidiaries are the primary beneficiary, the Company considered whether it has the power to direct activities that are significant to the VIE’s economic performance, and also the Company’s obligation to absorb losses of the VIE that could potentially be significant to the VIE or the right to receive benefits from the VIEs that could potentially be significant to the VIEs.

### (c) Use of estimates

The preparation of the unaudited condensed consolidated financial statements in conformity with U.S. GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and related disclosures of contingent assets and liabilities at the balance sheet date, and the reported revenues and expenses during the reported period in the unaudited condensed consolidated financial statements and accompanying notes. Significant accounting estimates reflected in the Group’s unaudited condensed consolidated financial statements primarily include, but are not limited to, the determination of performance obligations and allocation of transaction price to those performance obligations, the determination of the most likely amount of variable considerations, the determination of the estimated total costs to complete a contract, the determination of warranty cost, lower of cost and net realizable value of inventory, losses on purchase commitments relating to inventory, assessment for impairment of long-lived assets and intangible assets, useful lives and residual values of long-lived assets and finite-lived intangible assets, determination of the fair value of derivative liability relating to the contingent consideration in business combination, fair value of assets and liabilities acquired or assumed in business combination, fair value of assets and liabilities acquired or assumed in asset acquisition, recoverability of receivables, valuation of deferred tax assets, determination of share-based compensation expenses, determination of the fair value of debt investments accounted for under the fair value option model as well as subsequent adjustments for equity investments without readily determinable fair values and not accounted for by the equity method.

## Notes to the Unaudited Condensed Consolidated Financial Statements

(All amounts in thousands, except for share and per share data, unless otherwise stated)

### 2. Summary of Significant Accounting Policies (continued)

#### (c) Use of estimates (continued)

Management bases the estimates on historical experience and on various other assumptions that are believed to be reasonable, the results of which form the basis for making judgments about the carrying values of assets and liabilities. Actual results could differ from these estimates.

#### (d) Functional currency and foreign currency translation

The Company uses Renminbi ("RMB") as its reporting currency. The functional currencies of the Company and its subsidiaries which are incorporated in the Cayman Islands, British Virgin Islands, United States, Hong Kong and other regions is United States dollars ("US\$") or their respective local currencies, while the functional currencies of the other subsidiaries and VIEs which are incorporated in the PRC are RMB. The determination of the respective functional currency is based on the criteria set out by ASC 830, Foreign Currency Matters.

Transactions denominated in currencies other than in the functional currency are translated into the functional currency using the exchange rates prevailing at the transaction dates. Monetary assets and liabilities denominated in foreign currencies are translated into functional currency using the applicable exchange rates at the balance sheet date. Non-monetary items that are measured in terms of historical cost in foreign currency are re-measured using the exchange rates at the dates of the initial transactions. Exchange gains or losses arising from foreign currency transactions are included in the unaudited condensed consolidated statement of comprehensive loss.

The financial statements of the Group's entities of which the functional currency is not RMB are translated from their respective functional currency into RMB. Assets and liabilities denominated in foreign currencies are translated into RMB at the exchange rates at the balance sheet date. Equity accounts other than earnings generated in current period are translated into RMB at the appropriate historical rates. Income and expense items are translated into RMB using the periodic average exchange rates. The resulting foreign currency translation adjustments are recorded in other comprehensive income or loss in the unaudited condensed consolidated statement of comprehensive loss, and the accumulated currency translation adjustments are presented as a component of accumulated other comprehensive income or loss in the unaudited condensed consolidated statement of changes in shareholders' equity.

## Notes to the Unaudited Condensed Consolidated Financial Statements

(All amounts in thousands, except for share and per share data, unless otherwise stated)

## 2. Summary of Significant Accounting Policies (continued)

### (e) Business combinations and goodwill

The Group accounts for business combinations under ASC 805, Business Combinations. Business combinations are recorded using the acquisition method of accounting, and the transaction consideration of an acquisition is determined based upon the aggregate fair value at the date of exchange of the assets transferred, liabilities incurred, and equity instruments issued, including any consideration contingent upon future events as defined. The costs directly attributable to the acquisition are expensed as incurred. Identifiable assets and liabilities acquired or assumed are measured separately at their fair value as of the acquisition date, irrespective of the extent of any noncontrolling interests.

The excess of the total transaction consideration over the aggregate fair value of the acquired identifiable net assets is recorded as goodwill. If the total transaction consideration is less than the fair values of the net assets of the subsidiaries acquired, the difference is recognized directly in the unaudited condensed consolidated statement of comprehensive loss.

Goodwill is not amortized but is tested for impairment annually, or more frequently if events or changes in circumstances indicate that it might be impaired, by performing the quantitative test through comparing each reporting unit's fair value to its carrying value, including goodwill. No impairment provision was made related to the Group's goodwill for the six months ended June 30, 2025 and 2024.

### (f) Fair value

Fair value is defined as the price that would be received from selling an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. When determining the fair value measurements for assets and liabilities required or permitted to be either recorded or disclosed at fair value, the Group considers the principal or most advantageous market in which it would transact, and it also considers assumptions that market participants would use when pricing the asset or liability.

The Group applies a fair value hierarchy that requires an entity to maximize the use of observable inputs and minimize the use of unobservable inputs when measuring fair value. A financial instrument's categorization within the fair value hierarchy is based upon the lowest level of input that is significant to the fair value measurement. Accounting guidance establishes three levels of inputs that may be used to measure fair value:

Level I — Quoted prices in active markets for identical assets or liabilities.

## Notes to the Unaudited Condensed Consolidated Financial Statements

(All amounts in thousands, except for share and per share data, unless otherwise stated)

### 2. Summary of Significant Accounting Policies (continued)

#### (f) Fair value (continued)

Level II — Observable, market-based inputs, other than quoted prices, in active markets for identical assets or liabilities.

Level III — Unobservable inputs to the valuation methodology that are significant to the measurement of the fair value of the assets or liabilities.

The fair value guidance describes three main approaches to measure the fair value of assets and liabilities: (1) market approach; (2) income approach and (3) cost approach. The market approach uses prices and other relevant information generated from market transactions involving identical or comparable assets or liabilities. The income approach uses valuation techniques to convert future amounts to a single present value amount. The measurement is based on the value indicated by current market expectations about those future amounts. The cost approach is based on the amount that would currently be required to replace an asset.

When available, the Group uses quoted market prices to determine the fair value of an asset or liability. If quoted market prices are not available, the Group will measure fair value using valuation techniques that use, when possible, current market-based or independently sourced market parameters, such as interest rates and currency rates.

Financial assets and liabilities that are measured at amortized cost primarily consist of cash and cash equivalents, restricted cash, short-term deposits, restricted short-term deposit, short-term investments, accounts and notes receivable, installment payment receivables, long-term deposits, restricted long-term deposits, equity method investments, other assets, accounts payable, notes payable, short-term borrowings, finance lease liabilities, operating lease liabilities, accruals and other liabilities and long-term borrowings. As of June 30, 2025 and December 31, 2024, the carrying values of these financial instruments, except for other non-current assets, non-current portion of long-term deposits, non-current portion of restricted long-term deposit, non-current portion of long-term borrowings, and non-current portion of lease liabilities, approximated their respective fair values due to the short-term maturity of these instruments.

Financial assets and liabilities that are measured at fair value on a recurring basis consist of short-term investments, equity investments with readily determinable fair values, debt investments that are accounted for under the fair value option model and derivative liability.

## Notes to the Unaudited Condensed Consolidated Financial Statements

(All amounts in thousands, except for share and per share data, unless otherwise stated)

### 2. Summary of Significant Accounting Policies (continued)

#### (f) Fair value (continued)

All of the Group's short-term investments, which are comprised primarily of structured deposits and bank financial products, are classified within Level II of the fair value hierarchy because they are floating income products linked to currency exchange rate, gold market price or benchmark interest rates. These instruments are not valued using quoted market prices, but can be valued based on other observable inputs, such as interest rates and currency rates.

Equity investments with readily determinable fair values (Note 13) are valued using the quoted prices in active markets at the reporting date, which are classified within Level I of the fair value hierarchy.

The Group has debt investments that are accounted for under the fair value option model (Note 13) and a derivative liability relating to certain contingent consideration, which are initially measured at fair value with changes in fair value in the subsequent periods recognized through earnings. Such debt investments and derivative liability are classified within Level III of the fair value hierarchy, as there is little or no observable market data to determine the respective fair values. Under these circumstances, the Group has adopted certain valuation techniques using unobservable inputs to measure their respective fair values.

#### (g) Cash and cash equivalents

Cash and cash equivalents represent cash on hand, time deposits and highly liquid investments placed with banks or other financial institutions, which are unrestricted as to withdrawal and use, and which have original maturities of three months or less.

## Notes to the Unaudited Condensed Consolidated Financial Statements

(All amounts in thousands, except for share and per share data, unless otherwise stated)

### 2. Summary of Significant Accounting Policies (continued)

#### (g) Cash and cash equivalents (continued)

Cash and cash equivalents as reported in the unaudited condensed consolidated statement of cash flows are presented separately on the unaudited condensed consolidated balance sheets as follows:

	As of June 30, 2025		As of December 31, 2024	
	Amount	RMB equivalent	Amount	RMB equivalent
Cash and cash equivalents:				
RMB	<b>17,583,818</b>	<b>17,583,818</b>	15,838,827	15,838,827
US\$	<b>68,063</b>	<b>487,239</b>	345,447	2,483,208
EUR	<b>58,174</b>	<b>488,804</b>	17,286	130,088
Others	<b>not applicable</b>	<b>249,632</b>	not applicable	134,151
Total	<b>18,809,493</b>		18,586,274	

As of June 30, 2025 and December 31, 2024, substantially all of the Group's cash and cash equivalents were held in reputable financial institutions located in the PRC, Hong Kong, United States and Europe.

#### (h) Restricted cash

Restricted cash primarily represents bank deposits for letters of guarantee, bank notes and others amounted to RMB4,528,686 and RMB3,148,492 as of June 30, 2025 and December 31, 2024, respectively. In addition, restricted cash includes certain deposits, amounting to RMB2,388 and RMB4,898 as of June 30, 2025 and December 31, 2024, respectively, that are restricted due to legal disputes.

#### (i) Short-term and long-term deposits

Short-term deposits represent time deposits placed with banks with original maturities between three months and one year. Interest earned is recorded as interest income in the unaudited condensed consolidated statement of comprehensive loss during the periods presented. As of June 30, 2025 and December 31, 2024, substantially all of the Group's short-term deposits amounting to RMB13,405,550 and RMB12,931,757, respectively, had been placed in reputable financial institutions in the PRC.

## Notes to the Unaudited Condensed Consolidated Financial Statements

(All amounts in thousands, except for share and per share data, unless otherwise stated)

### 2. Summary of Significant Accounting Policies (continued)

#### (i) Short-term and long-term deposits (continued)

Long-term deposits represent time deposits placed with banks with original maturities more than one year. Interest earned is recorded as interest income in the unaudited condensed consolidated statement of comprehensive loss during the periods presented. As of June 30, 2025 and December 31, 2024, substantially all of the Group's long-term deposits amounting to RMB7,134,636 and RMB4,941,362, respectively, had been placed in reputable financial institutions in the PRC, out of which, RMB1,079,259 and RMB452,326 will be due within one year and are classified to "Long-term deposits, current portion", respectively.

#### (j) Current expected credit losses

The Group's cash and cash equivalents, restricted cash, time deposits in bank, accounts and notes receivable, amounts due from related parties, other current assets, installment payment receivables, and other non-current assets are within the scope of ASC Topic 326. The Group has identified the relevant risk characteristics of its customers and the related receivables, deposits, installment payment receivables and others aforementioned, which include size, types of the services or the products the Group provides, or a combination of these characteristics. Receivables with similar risk characteristics have been grouped into pools. For each pool, the Group considers the historical credit loss experience, current economic conditions and supportable forecasts of future economic conditions in assessing the lifetime expected credit losses. Additionally, external data and macroeconomic factors are also considered. This is assessed at each quarter end based on the Group's specific facts and circumstances. For the six months ended June 30, 2025 and 2024 the Group recorded RMB33,169 and RMB39,049 in expected credit loss expense in selling, general and administrative expenses, respectively. As of June 30, 2025, the expected credit loss provision recorded in current and non-current assets were RMB81,463 and RMB56,902, respectively. As of December 31, 2024, the expected credit loss provision recorded in current and non-current assets were RMB63,866 and RMB55,932, respectively.

Installment payment receivables primarily consist of the aggregate receivables of the installment payments for vehicles or batteries due from customers. The Group classified its installment payment receivables into different categories from performing to non-performing based on the credit risk of the customers and the past due days, if any, of the principal and/or interest repayments. The lifetime current expected credit losses for the installment payment receivables was determined by applying probability of default and loss given default assumptions to exposures at default, then discounted these cash flows to present value using the original effective interest rate or by an approximation thereof. As of June 30, 2025 and December 31, 2024, the majority of the installment payment receivables had been categorized as performing since the customers had a low risk of default, a strong capacity to meet contractual cash flows and had no past due repayments and the amounts of installment payment receivables of non-performing categories were immaterial.

## Notes to the Unaudited Condensed Consolidated Financial Statements

(All amounts in thousands, except for share and per share data, unless otherwise stated)

### 2. Summary of Significant Accounting Policies (continued)

#### (j) Current expected credit losses (continued)

The Group considers historical credit loss rates for each category of receivables, other current assets and other non-current assets and also considers forward looking macroeconomic data in making its loss accrual determinations. The Group has made specific credit loss provisions on a case-by-case basis for particular aged receivable balances.

The Group's expected credit loss of cash and cash equivalents, restricted cash, time deposits in bank, amounts due from related parties and notes receivable within the scope of ASC Topic 326 were immaterial.

The following table summarizes the activity in the allowance for credit losses related to accounts receivable, other current assets, installment payment receivables and other non-current assets for the six months ended June 30, 2025 and 2024:

	For the Six Months Ended
	June 30, 2025
	RMB
Balance as of December 31, 2024	<b>119,798</b>
Current period provision	33,169
Transfer-out due to derecognition of financial assets	(6,407)
Write-offs	(8,195)
 Balance as of June 30, 2025	<b>138,365</b>
<hr/>	
	For the Six Months Ended
	June 30, 2024
	RMB
Balance as of December 31, 2023	150,783
Current period provision	39,049
Write-offs	(17,468)
 Balance as of June 30, 2024	<b>172,364</b>

## Notes to the Unaudited Condensed Consolidated Financial Statements

(All amounts in thousands, except for share and per share data, unless otherwise stated)

## 2. Summary of Significant Accounting Policies (continued)

### (k) Short-term investments

For investments in financial instruments with a variable interest rate indexed to the performance of underlying assets, the Group elected the fair value method at the date of initial recognition and carried these investments subsequently at fair value. Changes in fair values are reflected as "Interest income" in the unaudited condensed consolidated statement of comprehensive loss. The Group's short-term investments in financial instruments were RMB1,655,299 and RMB751,290 as of June 30, 2025 and December 31, 2024, respectively.

### (l) Property, plant and equipment, net

Property, plant and equipment are stated at cost less accumulated depreciation and impairment loss, if any. Property, plant and equipment are depreciated primarily using the straight-line method over the estimated useful lives of the assets. Residual value rate is determined to 0%-50% based on the economic value of the property, plant and equipment at the end of the estimated useful lives as a percentage of the original cost.

	<b>Estimated useful lives</b>
Buildings	10 to 20 years
Machinery and equipment	2 to 10 years
Charging infrastructure	3 to 5 years
Vehicles	1.5 to 5 years
Computer and electronic equipment	2 to 10 years
Leasehold improvements	Shorter of the lease terms or the estimated useful lives
Others	2 to 5 years

Depreciation for molds and toolings is computed using the units-of-production method whereby capitalized costs are amortized over the total estimated productive units of the related assets.

The cost of maintenance and repairs is expensed as incurred, whereas the cost of renewals and betterment that extends the useful lives of property, plant and equipment is capitalized as additions to the related assets.

## Notes to the Unaudited Condensed Consolidated Financial Statements

(All amounts in thousands, except for share and per share data, unless otherwise stated)

### 2. Summary of Significant Accounting Policies (continued)

#### (l) Property, plant and equipment, net (continued)

Construction in progress represents property, plant and equipment under construction and pending installation and is stated at cost less accumulated impairment losses, if any. Completed assets are transferred to their respective asset classes and depreciation begins when an asset is ready for its intended use. Interest expense on outstanding debt is capitalized during the period of significant capital asset construction. Capitalized interest expense on construction-in-progress is included within property, plant and equipment and is amortized over the life of the related assets.

The gain or loss on the disposal of property, plant and equipment is the difference between the net sales proceeds and the carrying amount of the relevant assets and is recognized in the unaudited condensed consolidated statement of comprehensive loss. Losses on the disposal of property, plant and equipment amounting to RMB9,511 and RMB8,617 were recognized in operating expenses for the six months ended June 30, 2025 and 2024, respectively.

#### (m) Intangible assets, net

Intangible assets consist of manufacturing license, surveying and mapping qualification, insurance agency qualification, license plate, software, license of maintenance and overhauls, vehicle model technology ("VMT"), vehicle platform technology ("VPT"), robotics platform technology and other intangible assets. Intangible assets with finite lives, including software, license of maintenance and overhaul, VPT, VMT, robotics platform technology and other intangible assets, are carried at acquisition cost less accumulated amortization and impairment, if any. Finite-lived intangible assets are tested for impairment if impairment indicators arise. Amortization of intangible assets with finite lives are computed using the straight-line method over the estimated useful lives as below:

	<b>Estimated useful lives</b>
Software	2 to 10 years
License of maintenance and overhauls	26 months
VPT	10 years
VMT	5 years
Robotics platform technology	10 years
Others	5 to 10 years

## Notes to the Unaudited Condensed Consolidated Financial Statements

(All amounts in thousands, except for share and per share data, unless otherwise stated)

### 2. Summary of Significant Accounting Policies (continued)

#### (m) Intangible assets, net (continued)

The Group estimates the useful life of the software to be 2 to 10 years, VMT to be 5 years, VPT and robotics platform technology to be 10 years, based on the contract terms, expected technical obsolescence and innovations, and industry experience of such intangible assets. The Group estimates the useful life of the license of maintenance and overhaul to be 26 months based on the contract terms. The Group estimates the useful life of other intangible assets to be 5 to 10 years, based on the laws and regulations by registration authorities.

The estimated useful lives of intangible assets with finite lives are reassessed if circumstances occur that indicate the original estimated useful lives may have changed.

Intangible assets that have indefinite useful lives are manufacturing license, surveying and mapping qualification, insurance agency qualification and license plates, as of June 30, 2025. No useful life was determined the contract terms when the Group acquired the manufacturing license, surveying and mapping qualification, insurance agency qualification and license plates. The Group expects that such intangible assets are unlikely to be terminated and will continue to be renewed as a matter of course based on industry experience, and will continue to contribute revenue in the future. Therefore, the Group considers the useful life of such intangible assets to be indefinite. In August, 2024, the Group completed the associated research and development efforts and a determination related to commercial feasibility of the vehicle model technology under development ("VMTUD") acquired through business combination and estimated the useful life of VMTUD. The VMTUD was transferred into VMT as finite-lived intangible assets aforementioned.

The Group evaluates indefinite-lived intangible assets annually as of each balance sheet date to determine whether events and circumstances continue to support indefinite useful lives. The value of indefinite-lived intangible assets is not amortized, but tested for impairment annually or whenever events or changes in circumstances indicate that it is more likely than not that the asset is impaired in accordance with ASC 350. The Group first performs a qualitative assessment to assess all relevant events and circumstances that could affect the significant inputs used to determine the fair value of the indefinite-lived intangible asset. If after performing the qualitative assessment, the Group determines that it is more likely than not that the indefinite-lived intangible asset is impaired, the Group calculates the fair value of the intangible asset and performs the quantitative impairment test by comparing the fair value of the asset with its carrying amount. If the carrying amount of an indefinite-lived intangible asset exceeds its fair value, the Group recognizes an impairment loss in an amount equal to that excess. In consideration of the growing electronic vehicle industry in China, the Group's improving sales performance, the stable macroeconomic conditions in China and the Group's future manufacturing plans, the Group determined that it is not likely that the manufacturing license, surveying and mapping qualification certificate, insurance agency qualification certificate and license plates were impaired as of June 30, 2025 and December 31, 2024, respectively. As such, no impairment of indefinite-lived intangible assets was recognized for the six months ended June 30, 2025 and 2024.

## Notes to the Unaudited Condensed Consolidated Financial Statements

(All amounts in thousands, except for share and per share data, unless otherwise stated)

### 2. Summary of Significant Accounting Policies (continued)

#### (n) Land use rights, net

Land use rights are recorded at cost less accumulated amortization. Amortization is provided on a straight-line basis over the estimated useful lives which are 40 to 50 years that represent the terms of land use rights certificate.

#### (o) Long-term investments

##### *Equity Method Investments*

The Group applies the equity method to account for its equity investments, according to ASC 323 "Investments — Equity Method and Joint Ventures", over which it has significant influence but does not own a controlling financial interest.

Under the equity method, the Group initially records its investments at fair value. The Group subsequently adjusts the carrying amount of the investments to recognize the Group's proportionate share of each equity investee's net income or loss into earnings after the date of investment.

The Group continually reviews its investments in equity method investees to determine whether a decline in fair value below the carrying value is other-than-temporary. The primary factors the Group considers in its determination include current economic and market conditions, the financial condition and operating performance of the equity method investees, and other company specific information.

The Group's long-term investments also include other equity investments, over which the Group has neither significant influence nor control, and debt investments.

##### *Equity Investments with Readily Determinable Fair Values*

Equity investments with readily determinable fair values are measured and recorded at fair value using the quoted prices in active markets at the reporting date, which are classified within Level I of the fair value hierarchy.

## Notes to the Unaudited Condensed Consolidated Financial Statements

(All amounts in thousands, except for share and per share data, unless otherwise stated)

## 2. Summary of Significant Accounting Policies (continued)

### (o) Long-term investments (continued)

#### *Equity Investments without Readily Determinable Fair Values*

The Group elected to record equity investments without readily determinable fair values using the measurement alternative at cost, less impairment, adjusted for subsequent observable price changes on a nonrecurring basis, and report changes in the carrying value of the equity investments in current earnings. Changes in the carrying value of the equity investments are required to be made whenever there are observable price changes in orderly transactions for the identical or similar investment of the same issuer. The implementation guidance notes that an entity should make a “reasonable effort” to identify price changes that are known or that can reasonably be known.

#### *Debt Investments*

The Group elected to account for certain debt investments under the fair value option model including retained asset-backed notes, convertible bonds and preferred stock redeemable merely by the passage of time and at the option of the Group as a holder. The fair value option model permits the irrevocable election on an instrument-by-instrument basis at initial recognition or upon an event that gives rise to a new basis of accounting for that instrument. The investments accounted for under the fair value option model are carried at fair value with unrealized gains and losses recorded in the unaudited condensed consolidated statement of comprehensive loss. Interest income from debt investments is recognized in earnings using the effective interest method which is reviewed and adjusted periodically based on changes in estimated cash flows.

### (p) Impairment of long-lived assets

Long-lived assets are evaluated for impairment whenever events or changes in circumstances (such as a significant adverse change to market conditions that will affect the future use of the assets) indicate that the carrying amount may not be fully recoverable or that the useful life is shorter than the Group had originally estimated. When these events occur, the Group evaluates the impairment by comparing the carrying value of the assets to an estimate of future undiscounted cash flows expected to be generated from the use of the assets and their eventual disposition. If the sum of the expected future undiscounted cash flows is less than the carrying value of the assets, the Group recognizes an impairment loss based on the excess of the carrying value of the assets over the fair value of the assets. Fair value is determined using anticipated cash flows discounted at a rate commensurate with the risk involved.

## Notes to the Unaudited Condensed Consolidated Financial Statements

(All amounts in thousands, except for share and per share data, unless otherwise stated)

## 2. Summary of Significant Accounting Policies (continued)

### (q) Warranties

The Group provides a manufacturer's standard warranty on all vehicles sold. The Group accrues for a warranty reserve for the vehicles sold by the Group, which includes the Group's best estimate of the future costs to be incurred in order to repair or replace items under warranties and recalls when identified. These estimates were made based on actual claims incurred to date and an estimate of the nature, frequency and magnitude of future claims with reference made to the past claim history. These estimates are inherently uncertain given the Group's relatively short history of sales, and changes to the Group's historical or projected warranty experience may cause material changes to the warranty reserve in the future. The portion of the warranty reserve expected to be incurred within the next 12 months is included within accruals and other liabilities, while the remaining balance is included within other non-current liabilities on the unaudited condensed consolidated balance sheets. Warranty expense is recorded as a component of cost of sales in the unaudited condensed consolidated statement of comprehensive loss.

The Group does not consider standard warranty as being a separate performance obligation as it is intended to provide greater quality assurance to customers and is not viewed as a distinct obligation. Accordingly, standard warranty is accounted for in accordance with ASC 460, Guarantees. The Group also provides extended lifetime warranty for certain vehicles. The extended lifetime warranty is an incremental service offered to customers and is considered a separate performance obligation distinct from other promises and is accounted for in accordance with ASC 606.

### (r) Revenue recognition

Revenue is recognized when or as the control of the goods or services is transferred upon delivery to customers. Depending on the terms of the contract and the laws that apply to the contract, control of the goods and services may be transferred over time or at a point in time. Control of the goods and services is transferred over time if the Group's performance:

- provides all of the benefits received and consumed simultaneously by the customer;
- creates and enhances an asset that the customer controls as the Group performs; or
- does not create an asset with an alternative use to the Group and the Group has an enforceable right to payment for performance completed to date.

If control of the goods and services transfers over time, revenue is recognized over the period of the contract by reference to the progress towards complete satisfaction of that performance obligation. Otherwise, revenue is recognized at a point in time when the customer obtains control of the goods and services.

## Notes to the Unaudited Condensed Consolidated Financial Statements

(All amounts in thousands, except for share and per share data, unless otherwise stated)

### 2. Summary of Significant Accounting Policies (continued)

#### (r) Revenue recognition (continued)

Contracts with customers may include multiple performance obligations. For such arrangements, the Group allocates overall contract price to each distinct performance obligation based on its relative standalone selling price in accordance with ASC 606. The Group generally determines standalone selling prices for each individual distinct performance obligation identified based on the prices charged to customers. If the standalone selling price is not directly observable, it is estimated using expected cost plus a margin or adjusted market assessment approach, depending on the availability of observable information, the data utilized, and considering the Group's pricing policies and practices in making pricing decisions. Assumptions and estimations have been made in estimating the relative selling price of each distinct performance obligation, and changes in judgments on these assumptions and estimates may affect the revenue recognition. The discount provided in the contract are allocated by the Group to all performance obligations as conditions under ASC 606-10-32-37 to allocate the discount to one or more, but not all, of the performance obligations are not met.

When either party to a contract has performed, the Group presents the contract in the unaudited condensed consolidated balance sheets as a contract asset or a contract liability, depending on the relationship between the entity's performance and the customer's payment.

A contract asset is the Group's right to consideration in exchange for goods and services that the Group has transferred to a customer. A receivable is recorded when the Group has an unconditional right to consideration. A right to consideration is unconditional if only the passage of time is required before payment of that consideration is due.

If a customer pays consideration or the Group has a right to an amount of consideration that is unconditional, before the Group transfers a good or service to the customer, the Group presents the contract liability when the payment is made or a receivable is recorded (whichever is earlier). A contract liability is the Group's obligation to transfer goods or services to a customer for which the Group has received consideration (or an amount of consideration is due) from the customer. The Group's contract liabilities primarily result from the multiple performance obligations identified in the vehicle sales contract, which are recorded as deferred revenue and recognized as revenue based on the consumption of the services or the delivery of the goods.

## Notes to the Unaudited Condensed Consolidated Financial Statements

(All amounts in thousands, except for share and per share data, unless otherwise stated)

### 2. Summary of Significant Accounting Policies (continued)

#### (r) Revenue recognition (continued)

##### *Vehicle sales*

The Group generates revenue from sales of electric vehicles, together with a number of embedded products and services through a contract. There are multiple distinct performance obligations explicitly stated in a sales contract including sales of vehicle, free battery charging within 3 to 6 years, extended lifetime warranty, option between household charging pile and charging card, vehicle internet connection services, services of lifetime free battery charging in XPeng-branded supercharging stations and lifetime warranty of battery, which are defined by the Group's sales policy and accounted for in accordance with ASC 606. The standard warranty provided by the Group is accounted for in accordance with ASC 460, Guarantees, and the estimated costs are recorded as a liability when the Group transfers the control of vehicle to a customer.

In the instance that some eligible customers select to pay by installments for vehicles or batteries under an auto financing program provided to the customers by the Group, such arrangement contains a significant financing component and as a result, the transaction price is adjusted to reflect the impact of time value of the transaction price using an applicable discount rate (i.e. the interest rates of the loan reflecting the credit risk of the borrower). The Group allocates the financing amount to all performance obligations proportionately based on their relative selling prices, as conditions prescribed under ASC 606-10-32-37 are not met.

Receivables related to the vehicle and battery installment payments are recognized as installment payment receivables. The difference between the gross receivable and the respective present value is recorded as unrealized finance income. Interest income resulting from arrangements with a significant financing component is presented as services and others.

The overall contract price of electric vehicle and related products/services is allocated to each distinct performance obligation based on the relative estimated standalone selling price. The revenue for sales of the vehicle and household charging pile is recognized at a point in time, when the control of the vehicle is transferred to the customer and the charging pile is installed at customer's designated location.

For vehicle internet connection service, the Group recognizes the revenue using a straight-line method. For the extended lifetime warranty and lifetime battery warranty, the Group recognizes revenue over time based on a cost-to-cost method. For the free battery charging within 3 to 6 years and charging card to be consumed to exchange for charging services, the Group considers that a measure of progress based on usage best reflects the performance, as it is typically a promise to deliver the underlying service rather than a promise to stand ready. For the services of lifetime free battery charging in XPeng-branded supercharging stations, the Group recognizes the revenue over time based on a straight-line method during the expected useful life of the vehicle.

## Notes to the Unaudited Condensed Consolidated Financial Statements

(All amounts in thousands, except for share and per share data, unless otherwise stated)

## 2. Summary of Significant Accounting Policies (continued)

### (r) Revenue recognition (continued)

#### *Vehicle sales (continued)*

Initial refundable deposits for intention orders and non-refundable deposits for vehicle reservations received from customers prior to vehicle purchase agreements are signed are recognized as refundable deposits from customers (accruals and other liabilities) and advances from customers (accruals and other liabilities). When vehicle purchase agreements are signed, if the consideration for the vehicle and all embedded services must be paid in advance, which means the payments received are prior to the transfer of goods or services by the Group, the Group records a contract liability (deferred revenue) for the allocated amount relating to those unperformed obligations. At the same time, advances from customers are classified as a contract liability (deferred revenue) as part of the consideration.

#### *Services and others*

Other services included services embedded in a sales contract, supercharging service, maintenance service, technical support services, technical research and development services and second-hand vehicle sales service. These services are recognized either over time or point in time, as appropriate, under ASC 606.

The Group licenses a car manufacturer with right to use its in-house developed platform and technology, and provides technical research and development services to integrate the Group's technology into the car manufacturer's vehicles and platforms.

Before the start of production of the car manufacturer's vehicles ("SOP"), the Group provides technical research and development ("R&D") services, provides license of its owned intellectual property, or transfers its know-how pack to the car manufacturer. The Group concludes that the licensing and know-how pack transfers are bundled with technical R&D services as one single performance obligation, since the customer cannot benefit from the licenses and know-how pack either on its own or together with other resources that are readily available to itself.

The licensing involved in the post-SOP phase primarily represents the right to enable the car manufacturer's vehicles produced and sold with the technology and software developed based on the Group's owned intellectual property. Other promises identified in the post-SOP phase are immaterial in the context of the contract. For those contracts with sales-based royalties, the sales-based royalty revenue is recognized when the car manufacturer's subsequent sales occur.

## Notes to the Unaudited Condensed Consolidated Financial Statements

(All amounts in thousands, except for share and per share data, unless otherwise stated)

### 2. Summary of Significant Accounting Policies (continued)

#### (r) Revenue recognition (continued)

##### *Services and others (continued)*

For contracts pursuant to which the Group creates an asset with no alternate use to the Group and has an enforceable right to payment from the car manufacturer for performance completed to date, licenses and technical R&D services revenue is recognized over a period of the contract based on the progress towards completion of the performance obligation using input method, which is measured by reference to the contract costs incurred for the work performed up to the end of the reporting period as a percentage of the total estimated costs to complete the contract. Contract costs contains labor cost, material cost and other direct costs.

Fees entitled by the Group upon or post SOP of the car manufacturer's vehicles are considered as variable consideration as there are binary outcomes regarding the fee entitlement. The Group estimates the amount of variable consideration using the most likely amount method and includes the estimated amount in the transaction price to the extent that it is probable that a significant reversal in the amount of cumulative revenue recognized will not occur when the uncertainty associated with the variable consideration is subsequently resolved. No amount of variable consideration is included in the transaction price in the current reporting period after considering the facts and uncertainties as of the period end. The Group will update its estimate at each reporting date until the uncertainty is resolved.

##### *Practical expedients and exemptions*

The Group follows the guidance on immaterial promises when identifying performance obligations in the vehicle sales contracts and concludes that lifetime roadside assistance, traffic ticket inquiry service, courtesy car service, on-site troubleshooting, parts replacement service, basic maintenance service of 6 times in 4 years and others, are not performance obligations considering these services are value-added services to enhance customer experience rather than critical items for vehicle driving and forecasted that usage of these services will be very limited. The Group also performs an estimation on the standalone fair value of each promise applying a cost plus margin approach and concludes that the standalone fair value of foresaid services are insignificant individually and in aggregate, representing less than 1% of vehicle gross selling price and aggregate fair value of each individual promise.

Considering the qualitative assessment and the result of the quantitative estimate, the Group concluded not to assess whether promises are performance obligation if they are immaterial in the context of the contract and the relative standalone fair value individually and in aggregate is less than 1% of the contract price, namely the lifetime roadside assistance, traffic ticket inquiry service, courtesy car service, on-site troubleshooting and parts replacement service and others. Related costs are then accrued instead.

## Notes to the Unaudited Condensed Consolidated Financial Statements

(All amounts in thousands, except for share and per share data, unless otherwise stated)

## 2. Summary of Significant Accounting Policies (continued)

### (r) Revenue recognition (continued)

#### *Customer Upgrade Program*

In the third quarter of 2019, due to the upgrade of the G3 vehicle from the 2019 version ("G3 2019") to its 2020 version ("G3 2020"), the Group voluntarily offered all owners of G3 2019 the options to either receive loyalty points, valid for 5 years from the grant date, which can be redeemed for goods or services, or obtain an enhanced trade-in right contingent on a future purchase starting from the 34th month of the original purchase date but only if they purchase a new vehicle from the Group. The owners of G3 2019 had to choose one out of the two options within 30 days after receiving the notice. Anyone who did not make the choice before the date was deemed to forgo the rights to the options. At the time the offers were made, the Group still had unfulfilled performance obligations for services to the owners of G3 2019 associated with their original purchase. The Group considered this offering is to improve the satisfaction of the owners of G3 2019 but not the result of any defects or resolving past claims regarding the G3 2019.

As both options provide a material right (a significant discount on future goods or services) for no consideration to existing customers with unfulfilled performance obligations, the Group considers this arrangement to be a modification of the existing contracts with customers. Further, as the customers did not pay for these additional rights, the contract modification is accounted for as a termination of the original contract and commencement of a new contract, which will be accounted for prospectively. The material right from the loyalty points or the trade-in right shall be considered in the reallocation of the remaining consideration from the original contracts among the promised goods or services not yet transferred at the time of the contract modification. This reallocation is based on the relative standalone selling prices of these goods and services.

For the material right attached with loyalty points, the Group estimated the probability of points redemption when determining the standalone selling price. Due to the fact that most merchandises can be redeemed without requiring a significant amount of points, as compared with the amount of points granted to the customers, the Group believes it is reasonable to assume all points will be redeemed and no forfeiture is estimated. The amount allocated to the points as a separate performance obligation is recorded as a contract liability (deferred revenue) and revenue will be recognized when future goods or services are transferred. As of June 30, 2025, all deferred revenue related to the loyalty points were recognised.

The trade-in program has been closed in 2022. The owners of G3 2019, who elected the trade-in right, did not sign the trade-in contracts or reach an additional agreement with the Group in 2022, the trade-in right were expired.

## Notes to the Unaudited Condensed Consolidated Financial Statements

(All amounts in thousands, except for share and per share data, unless otherwise stated)

### 2. Summary of Significant Accounting Policies (continued)

#### (s) Cost of sales

##### *Vehicle*

Cost of vehicle revenue includes direct parts, materials, labor costs and manufacturing overheads (including depreciation and amortization of assets associated with the production) and reserves for estimated warranty expenses. Cost of vehicle revenue also includes charges to write-down the carrying value of the inventories when it exceeds its estimated net realizable value and to provide for on-hand inventories that are either obsolete or in excess of forecasted demand, losses on purchase commitments relating to inventory, and impairment charge of property, plant and equipment.

##### *Services and others*

Cost of services and others revenue generally includes cost of direct parts, materials, labor costs, installment costs, costs associated with providing non-warranty after-sales services and depreciation of associated assets used for providing the services.

#### (t) Research and development expenses

All costs associated with research and development ("R&D") are expensed as incurred. R&D expenses consist primarily of employee compensation for those employees engaged in R&D activities, design and development expenses with new technology, materials and supplies and other R&D related expenses. For the six months ended June 30, 2025 and 2024, R&D expenses were RMB4,186,868 and RMB2,817,200, respectively.

#### (u) Selling, general and administrative expenses

Sales and marketing expenses consist primarily of employee compensation and marketing, promotional and advertising expenses. Advertising expenses consist primarily of costs for the promotion of corporate image and product marketing. For the six months ended June 30, 2025 and 2024, advertising costs were RMB309,032 and RMB302,064, respectively, and total sales and marketing expenses were RMB3,236,990 and RMB2,332,547, respectively.

General and administrative expenses consist primarily of employee compensation for employees involved in general corporate functions and those not specifically dedicated to R&D activities, depreciation and amortization expenses, legal, and other professional services fees, lease and other general corporate related expenses. For the six months ended June 30, 2025 and 2024, general and administrative expenses were RMB876,315 and RMB629,501, respectively.

## Notes to the Unaudited Condensed Consolidated Financial Statements

(All amounts in thousands, except for share and per share data, unless otherwise stated)

## 2. Summary of Significant Accounting Policies (continued)

### (v) Government grants

The Group receives government grant subsidies from certain local government, which consist of specific subsidies and other subsidies. Specific subsidies are subsidies that the local government has provided for a specific purpose, such as research and development purpose, interest discount, purchase or construction of property, plant and equipment and intangible assets. Other subsidies are the subsidies that the local government has not specified its purpose and are not tie to the future trends or performance of the Group.

Specific subsidies are recorded when all conditions attached to the subsidies have been met or are expected to be met and there is reasonable assurance of their receipt, in accordance with their purpose as a reduction of expense, or an offset to the related capital asset.

Other subsidies are recognized immediately as other income upon receipt.

### (w) Other income, net

For the six months ended June 30, 2025 and 2024, other income, net mainly represents government grants that are recognized upon receipt recognized in profit or loss of RMB781,442 and RMB352,883, as further performance by the Group is not required.

### (x) Share-based compensation

The Group grants restricted share units ("RSUs"), restricted shares and share options (collectively, "**Share-based Awards**") to eligible employees and accounts for share-based compensation in accordance with ASC 718, Compensation — Stock Compensation. Share-based Awards are measured at the grant date fair value of the awards and recognized as expenses using the graded vesting method or straight-line method, net of estimated forfeitures, if any, over the requisite service period. For awards with performance conditions, the Company would recognize compensation cost if and when it concludes that it is probable that the performance condition will be achieved. For awards with market conditions, the Company would recognize for each tranche of market conditions over the expected achievement period of the market condition.

The fair value of the RSUs granted prior to the completion of the IPO was assessed using the income approach/discounted cash flow method, with a discount for lack of marketability given that the shares underlying the awards were not publicly traded at the time of grant. This assessment requires complex and subjective judgments regarding the Company's projected financial and operating results, its unique business risks, the liquidity of its ordinary shares and its operating history and prospects at the time the grants were made.

## Notes to the Unaudited Condensed Consolidated Financial Statements

(All amounts in thousands, except for share and per share data, unless otherwise stated)

### 2. Summary of Significant Accounting Policies (continued)

#### (x) Share-based compensation (continued)

The fair value of the RSUs granted subsequent to the completion of the IPO is estimated based on the fair market value of the underlying ordinary shares of the Company on the date of grant.

The fair value of the RSUs granted with market conditions is estimated on the grant date using Monte Carlo simulations.

The assumptions used in share-based compensation expense recognition represent management's best estimates, but these estimates involve inherent uncertainties and application of management judgment. If factors change or different assumptions are used, the share-based compensation expenses could be materially different for any period. Moreover, the estimates of fair value of the awards are not intended to predict actual future events or the value that ultimately will be realized by grantees who receive Share-based Awards, and subsequent events are not indicative of the reasonableness of the original estimates of fair value made by the Group for accounting purposes.

#### (y) Dividends

Dividends are recognized when declared. No dividend was declared for the six months ended June 30, 2025 and 2024, respectively.

#### (z) Earnings (losses) per share

Basic earnings (losses) per share is computed by dividing net income (loss) attributable to holders of ordinary shares, by the weighted average number of ordinary shares outstanding during the period using the two-class method. Under the two-class method, net income is allocated between ordinary shares and other participating securities based on their participating rights. Diluted earnings (losses) per share is calculated by dividing net income (loss) attributable to ordinary shareholders, as adjusted for the effect of dilutive ordinary equivalent shares, if any, by the weighted average number of ordinary and dilutive ordinary equivalent shares outstanding during the period. Ordinary equivalent shares consist of unvested RSUs and contingently issuable shares relating to the contingent consideration. Ordinary equivalent shares are not included in the denominator of the diluted earnings per share calculation when inclusion of such shares would be anti-dilutive.

## Notes to the Unaudited Condensed Consolidated Financial Statements

(All amounts in thousands, except for share and per share data, unless otherwise stated)

## 2. Summary of Significant Accounting Policies (continued)

### (aa) Segment reporting

ASC 280, Segment Reporting, establishes standards for companies to report in their financial statements information about operating segments, products, services, geographic areas, and major customers.

Based on the criteria established by ASC 280, the Group's chief operating decision maker ("CODM") has been identified as the Chief Executive Officer, who reviews unaudited consolidated revenue and gross profit when making decisions about allocating resources and assessing performance of the Group. As a whole and hence, the Group has only one reportable segment. The Group does not distinguish between markets or segments for internal reporting. As the Group's long-lived assets are substantially located in the PRC and the revenue is mainly generated in the PRC, no segment geographical information is presented.

For the operating results of segment provided to and reviewed by CODM, please refer to the unaudited condensed consolidated statements of comprehensive loss.

## Notes to the Unaudited Condensed Consolidated Financial Statements

(All amounts in thousands, except for share and per share data, unless otherwise stated)

### 3. Recent Accounting Pronouncements

#### Recently issued accounting pronouncements not yet adopted

In December 2023, the FASB issued ASU No. 2023-09, Improvements to Income Tax Disclosures (Topic 740). The ASU requires disaggregated information about a reporting entity's effective tax rate reconciliation as well as additional information on income taxes paid. The ASU is effective on a prospective basis for annual periods beginning after December 15, 2024. Early adoption is also permitted for annual financial statements that have not yet been issued or made available for issuance. This ASU will result in the required additional disclosures being included in the Group's consolidated financial statements, once adopted. The Group are currently evaluating the provisions of this ASU and expect to adopt them for the year ending December 31, 2025.

In November 2024, the FASB issued ASU No. 2024-03, Disaggregation of Income Statement Expenses (Subtopic 220-40). The ASU requires the disaggregated disclosure of specific expense categories, including purchases of inventory, employee compensation, depreciation, and amortization, within relevant income statement captions. This ASU also requires disclosure of the total amount of selling expenses along with the definition of selling expenses. The ASU is effective for annual periods beginning after December 15, 2026, and interim periods within fiscal years beginning after December 15, 2027. Adoption of this ASU can either be applied prospectively to consolidated financial statements issued for reporting periods after the effective date of this ASU or retrospectively to any or all prior periods presented in the consolidated financial statements. Early adoption is also permitted. This ASU will result in the required additional disclosures being included in our consolidated financial statements, once adopted. The Group is currently evaluating the provisions of this ASU.

In July 2025, the FASB issued ASU 2025-05, Financial Instruments — Credit Losses (Topic 326) Measurement of Credit Losses for Accounts Receivable and Contract Assets, which provides all entities with practical expedient of developing reasonable and supportable forecasts as part of estimating expected credit losses, that assumes that current conditions as of the balance sheet date do not change for the remaining life of the asset. This ASU is effective for annual reporting periods beginning after December 15, 2025 (and interim reporting periods within those annual reporting periods). Early adoption is permitted in both interim and annual reporting periods in which financial statements have not yet been issued or made available for issuance. The Group is currently evaluating the impact of this pronouncement on its consolidated financial statements.

## Notes to the Unaudited Condensed Consolidated Financial Statements

(All amounts in thousands, except for share and per share data, unless otherwise stated)

### 4. Concentration and Risks

#### (a) Concentration of credit risk

Assets that potentially subject the Group to significant concentrations of credit risk primarily consist of cash and cash equivalents, restricted cash, short-term deposits, restricted short-term deposits, short-term investments, long-term deposits and restricted long-term deposits. The maximum exposure of such assets to credit risk is their carrying amounts as of the balance sheet dates. As of June 30, 2025 and December 31, 2024, substantially all of the Group's cash and cash equivalents, restricted cash, short-term deposits, short-term investments, restricted short-term deposits, long-term deposits and restricted long-term deposits were placed with certain reputable financial institutions in the PRC and overseas. Management chooses these institutions because of their reputations and track records for stability, and their known large cash reserves, and management periodically reviews these institutions' reputations, track records, and reported reserves. Management expects that any additional institutions that the Group uses for its cash and bank deposits would be chosen with similar criteria for soundness. Bank failure is uncommon in the PRC and the Group believes that those Chinese banks that hold the Group's cash and cash equivalents, restricted cash, short-term deposits, short-term investments, restricted short-term deposits, long-term deposits and restricted long-term deposits are financially sound based on publicly available information.

#### (b) Foreign currency exchange rate risk

The revenues and expenses of the Group's entities in the PRC are generally denominated in RMB and their assets and liabilities are denominated in RMB. The Group's overseas financing activities are denominated in U.S. dollars. The RMB is not freely convertible into foreign currencies. Remittances of foreign currencies into the PRC or remittances of RMB out of the PRC as well as exchange between RMB and foreign currencies require approval by foreign exchange administrative authorities. The State Administration for Foreign Exchange, under the authority of the People's Bank of China, controls the conversion of RMB into other currencies.

## Notes to the Unaudited Condensed Consolidated Financial Statements

(All amounts in thousands, except for share and per share data, unless otherwise stated)

### 5. Fair Value of Financial Instruments

ASC 820, Fair Value Measurements, states that fair value is an exit price, representing the amount that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants. As such, fair value is a market-based measurement that should be determined based on assumptions that market participants would use in pricing an asset or a liability. The three-tiered fair value hierarchy, which prioritizes which inputs should be used in measuring fair value, is comprised of: (Level I) observable inputs such as quoted prices in active markets; (Level II) inputs other than quoted prices in active markets that are observable either directly or indirectly and (Level III) unobservable inputs for which there is little or no market data. The fair value hierarchy requires the use of observable market data when available in determining fair value.

#### Fair value measurements on a recurring basis

Assets and liability that were measured at fair value on a recurring basis were as follows:

	As of June 30, 2025				As of December 31, 2024			
	Fair Value	Level I	Level II	Level III	Fair Value	Level I	Level II	Level III
<b>Assets</b>								
Short-term investments <sup>[ii]</sup> (Note 2(k))	<b>1,655,299</b>	—	<b>1,655,299</b>	—	751,290	—	751,290	—
Debt investments <sup>[ii]</sup> (Note 13)	<b>1,151,979</b>	—	—	<b>1,151,979</b>	1,034,204	—	—	1,034,204
Equity investments with readily determinable fair values <sup>[iii]</sup> (Note 13)	<b>99,607</b>	<b>99,607</b>	—	—	78,351	78,351	—	—
	<b>2,906,885</b>	<b>99,607</b>	<b>1,655,299</b>	<b>1,151,979</b>	1,863,845	78,351	751,290	1,034,204
<b>Liability</b>								
Derivative liability relating to the contingent consideration <sup>[iv]</sup>	<b>251,085</b>	—	—	<b>251,085</b>	167,940	—	—	167,940

## Notes to the Unaudited Condensed Consolidated Financial Statements

(All amounts in thousands, except for share and per share data, unless otherwise stated)

### 5. Fair Value of Financial Instruments (continued)

#### Fair value measurements on a recurring basis (continued)

- (i) Short-term investments are investments in financial instruments with variable interest rates and maturity dates within one year. Fair value of short-term investments is estimated based on the quoted prices of similar financial products provided by banks at the end of each period (Level II).
- (ii) Debt investments do not have readily determinable market values and are categorized as Level III in the fair value hierarchy. The Group uses a combination of valuation methodologies, including the equity allocation model, market and income approaches based on the Group's best estimate, which are determined by using information including but not limited to the pricing of recent rounds of financing of the investees, future cash flow forecasts, liquidity factors and multiples of comparable companies. Regarding the reconciliation of the opening balances to the closing balances, with the changes during the period disclosed separately, please refer to Note 13 for details.
- (iii) Equity investments with readily determinable fair values are valued using the quoted prices in active markets at the reporting date, which are classified within Level I of the fair value hierarchy.
- (iv) Derivative liability relating to the contingent consideration is valued based on (i) the quoted prices in active markets at the reporting date and (ii) an estimation on potential issuance of the Company's ordinary shares relating to the contingent consideration from business combination. The Group classifies the valuation techniques that use these inputs as Level III of fair value measurements.

#### Fair value measurements on a non-recurring basis

The Group measures investments without readily determinable fair value (Note 13(i)) on a non-recurring basis when fair value changes can be determined based upon observable and relevant market information. Related adjustments (impairment related) are recorded as appropriate based upon such observable information. An observable price change is usually resulting from new rounds of financing of the investees. The Group determines whether the securities offered in new rounds of financing are similar to the equity securities held by the Group by comparing the rights and obligations of the securities. When the securities offered in new rounds of financing are determined to be similar to the securities held by the Group, it adjusts the observable price of the similar security to determine the amount that should be recorded as an adjustment in the carrying value of the security to reflect the current fair value of the security held by the Group by using the backsolve method based on the equity allocation model with adoption of some key parameters such as risk-free rate, equity volatility, probability of each scenario and dividend yield, which are significant unobservable inputs (Level III).

## Notes to the Unaudited Condensed Consolidated Financial Statements

(All amounts in thousands, except for share and per share data, unless otherwise stated)

### 6. Accounts and Notes Receivable, Net

	As of June 30, 2025	As of December 31, 2024
Accounts receivable, net	<b>872,888</b>	1,803,035
Notes receivable	<b>891,504</b>	646,594
<b>Total</b>	<b>1,764,392</b>	2,449,629

Accounts receivable consisted of the following:

	As of June 30, 2025	As of December 31, 2024
Accounts receivable, gross	<b>906,035</b>	1,823,819
Allowance for doubtful accounts	<b>(33,147)</b>	(20,784)
<b>Accounts receivable, net</b>	<b>872,888</b>	1,803,035

The accounts receivable mainly included the amounts of vehicle sales in relation to government subsidies to be collected from government on behalf of customers and large-volume buyers for vehicle sales in the ordinary course. Sales to individual customers were normally made with advances from customers. Sales to large-volume buyers were made on credit terms ranging from 30 to 60 days.

An aging analysis of accounts receivable based on the relevant recognition dates is as follows:

	As of June 30, 2025	As of December 31, 2024
0–3 months	<b>429,888</b>	587,516
3–6 months	<b>124,456</b>	125,601
6–12 months	<b>32,026</b>	42,922
Over 1 year	<b>319,665</b>	1,067,780
<b>Accounts receivable, gross</b>	<b>906,035</b>	1,823,819

## Notes to the Unaudited Condensed Consolidated Financial Statements

(All amounts in thousands, except for share and per share data, unless otherwise stated)

### 6. Accounts and Notes Receivable, Net (continued)

The notes receivable mainly included the amounts of vehicle sales in relation to large-volume buyers for vehicle sales in the ordinary course. Sales to large-volume buyers were made on credit terms ranging from 30 to 150 days.

An aging analysis of notes receivable based on the relevant issuance dates is as follows:

	As of June 30, 2025	As of December 31, 2024
0–3 months	<b>419,073</b>	300,227
3–6 months	<b>472,431</b>	346,367
Notes receivable	<b>891,504</b>	646,594

### 7. Inventory

Inventory consisted of the following:

	As of June 30, 2025	As of December 31, 2024
Finished goods	<b>4,371,480</b>	3,898,396
Raw materials	<b>2,134,412</b>	1,634,792
Work-in-process	<b>97,060</b>	29,734
Total	<b>6,602,952</b>	5,562,922

Finished goods primarily consist of vehicles ready for transit at production factory, vehicles in transit to fulfill customer orders, new vehicles available for immediate sale at its delivery and service centers and charging piles.

Raw materials primarily consist of materials for volume production as well as spare parts used for aftersales services.

Work-in-process primarily consist of vehicles in production which will be transferred into production cost when incurred.

## Notes to the Unaudited Condensed Consolidated Financial Statements

(All amounts in thousands, except for share and per share data, unless otherwise stated)

### 7. Inventory (continued)

For the six months ended June 30, 2025 and 2024, write-downs of inventories to net realizable value, recognized in cost of sales, amounted to RMB298,123 (out of which RMB66,481 was for the excess of dedicated raw materials as a result of upgrades of existing models) and RMB710,136 (out of which RMB35,000 was for the excess of dedicated raw materials as a result of the cessation of production of the P5), respectively. For the impact of accelerated depreciation and loss on purchase commitments due to the cessation of production and upgrades of certain vehicle models, please refer to Note 9(iii) and Note 17, respectively.

### 8. Prepayments and Other Current Assets

Prepayments and other current assets consisted of the following:

	As of June 30, 2025	As of December 31, 2024
Deductible input value-added tax	<b>2,182,376</b>	2,221,048
Prepayments <sup>(i)</sup>	<b>368,895</b>	383,826
Deposits <sup>(ii)</sup>	<b>92,462</b>	101,590
Receivables from third party online payment service providers	<b>51,682</b>	50,384
Finance lease receivables, current portion, net	<b>11,536</b>	11,388
Others	<b>575,675</b>	367,076
 Total	 <b>3,282,626</b>	 3,135,312

(i) Prepayments primarily consist of prepayments for raw materials, marketing and consulting services provided by suppliers.

(ii) Deposits primarily consist of deposits for short-term leases and the deposits to suppliers for guarantee of procurement.

## Notes to the Unaudited Condensed Consolidated Financial Statements

(All amounts in thousands, except for share and per share data, unless otherwise stated)

### 9. Property, Plant and Equipment, Net

Property, plant and equipment, net, consisted of the following:

	As of June 30, 2025	As of December 31, 2024
Machinery and equipment	<b>5,805,115</b>	4,826,529
Buildings <sup>(ii)</sup>	<b>4,223,176</b>	4,207,967
Molds and toolings	<b>3,321,879</b>	3,012,412
Construction in process <sup>(i)</sup>	<b>1,455,782</b>	1,688,556
Leasehold improvements	<b>666,793</b>	649,574
Vehicles	<b>536,718</b>	615,905
Charging infrastructure	<b>509,569</b>	474,995
Computer and electronic equipment	<b>471,551</b>	425,386
Others	<b>279,399</b>	259,034
Sub-total	<b>17,269,982</b>	16,160,358
Less: Accumulated depreciation <sup>(iii)</sup>	<b>(5,203,124)</b>	(4,467,049)
Less: Impairment <sup>(iv)</sup>	<b>(179,080)</b>	(171,446)
Property, plant and equipment, net	<b>11,887,778</b>	11,521,863

The Group recorded depreciation expenses of RMB870,588 and RMB864,186 for the six months ended June 30, 2025 and 2024, respectively.

(i) Construction in progress primarily consists of the construction of Guangzhou Xiaopeng technology park, Guangzhou manufacturing plants, molds, toolings, machinery and equipment relating to the manufacturing of the Group's vehicles. For the six months ended June 30, 2025 and 2024, the Group capitalized RMB7,504 and RMB27,589 of gross interest expenses, respectively. Government grants related to capitalized interest expense were accounted for as a reduction of such amounts capitalized in connection with the construction of the manufacturing plants. The benefits of these grants will be reflected through reduced depreciation charges over the useful lives of these assets. Government grants relating to expensed interest are recognized as a liability if received in advance (of the incurrence of the interest expense). Such amounts, when recognized, will reduce the respective interest expense to which the subsidies relate.

## Notes to the Unaudited Condensed Consolidated Financial Statements

(All amounts in thousands, except for share and per share data, unless otherwise stated)

### 9. Property, Plant and Equipment, Net (continued)

- (ii) The Group entered into a lease contract with Guangzhou GET New Energy Technology Co., Ltd. ("Guangzhou GET New Energy") to lease the plant and underlying land use right of Guangzhou manufacturing plant and further had an obligation to purchase the plant and underlying land use right at the construction cost at the end of lease term. On July 1, 2022, the lease commencement date, the lease asset for the plant was recorded with the amount of RMB1,001,820, being the present value of the lease payment and the exercise price of the purchase obligation.
- (iii) For the six months ended 30, 2025 and 2024, the Group completed an assessment of the estimated units of production of certain molds and toolings and the useful lives of certain production facilities, all of which can only be used for certain vehicle production. The Group's assessment in the first half of 2025, which considered the upgrade of certain vehicle production, indicated that certain production facilities directly used for certain vehicle production will not be used for the period of time originally estimated. As a result, the Group changed its estimates of useful lives for the certain production facilities as well as its estimates of the production volume of certain molds and toolings. These changes in estimates are accounted for on a prospective basis with an acceleration of recorded depreciation expense for impacted production facilities and molds and toolings. The Group recorded an accelerated depreciation expense of RMB85,172 and RMB204,886 related to these changes in estimates for the six months ended June 30, 2025 and 2024.
- (iv) The accumulated impairment loss was RMB179,080 and RMB171,446 as of June 30, 2025 and December 31, 2024, respectively, primarily due to the upgrade of vehicles.

## Notes to the Unaudited Condensed Consolidated Financial Statements

(All amounts in thousands, except for share and per share data, unless otherwise stated)

### 10. Intangible Assets, Net

Intangible assets, net consisted of the following:

	As of June 30, 2025				As of December 31, 2024			
	Gross		Net		Gross		Net	
	Carrying Amount	Accumulated Amortization	Impairment Amount <sup>(iv)</sup>	Carrying Amount	Carrying Amount	Accumulated Amortization	Impairment Amount <sup>(iv)</sup>	Carrying Amount
<b>Finite-lived intangible assets</b>								
VPT <sup>(i)</sup>	2,586,911	(431,152)	—	2,155,759	2,586,911	(301,806)	—	2,285,105
Robotics platform technology <sup>(ii)</sup>	777,711	(136,099)	—	641,612	777,711	(97,214)	—	680,497
VMT <sup>(ii)</sup>	609,170	(111,681)	—	497,489	609,170	(50,764)	—	558,406
Software	722,958	(468,533)	(35,130)	219,295	725,879	(424,821)	(35,130)	265,928
License of maintenance and overhauls	2,290	(2,290)	—	—	2,290	(2,290)	—	—
Others <sup>(iii)</sup>	12,033	(3,007)	—	9,026	12,033	(2,143)	—	9,890
Total finite-lived intangible assets	4,711,073	(1,152,762)	(35,130)	3,523,181	4,713,994	(879,038)	(35,130)	3,799,826
<b>Indefinite-lived intangible assets</b>								
Manufacturing license	494,000	—	—	494,000	494,000	—	—	494,000
Surveying and mapping qualification	250,000	—	—	250,000	250,000	—	—	250,000
Others <sup>(iii)</sup>	66,643	—	—	66,643	66,643	—	—	66,643
Total indefinite-lived intangible assets	810,643	—	—	810,643	810,643	—	—	810,643
Total intangible assets	5,521,716	(1,152,762)	(35,130)	4,333,824	5,524,637	(879,038)	(35,130)	4,610,469

The Group recorded amortization expense of RMB285,633 and RMB247,411 for the six months ended June 30, 2025 and 2024, respectively.

## Notes to the Unaudited Condensed Consolidated Financial Statements

(All amounts in thousands, except for share and per share data, unless otherwise stated)

### 10. Intangible Assets, Net (continued)

- (i) The useful life of VPT acquired in the business combination of Xiaoju Smart Auto Co. Limited and its wholly-owned subsidiaries ("Xiaoju Group") is assessed to be 10 years. The VMTUD acquired through business combination is considered indefinite-lived until the completion of the associated research and development efforts and a determination related to commercial feasibility. In August, 2024, the VMTUD was transferred into VMT as finite-lived intangible assets upon its completion and its estimated useful life is assessed to be 5 years. Research and development expenditures that are incurred after the acquisition, including those for completing the research and development activities, are expensed as incurred. No impairment was recognized for these assets for the six months ended June 30, 2025 and 2024.
- (ii) Dogotix Inc. ("Dogotix") is primarily engaged in research and development of robots with human-robot interaction functions since 2021. On September 29, 2023, the Group entered into share purchase agreements to acquire 74.82% of the equity interest of Dogotix for a cash consideration of US\$98.96 million (approximated to RMB710 million). Upon completion of the acquisition on October 9, 2023, Dogotix became a wholly-owned subsidiary of the Group. The fair value of the 25.18% equity interest in Dogotix previously held by the Group amounted to RMB205 million at the acquisition date. The total consideration amounted to RMB915 million. Substantially all of the fair value of the gross assets (excluding cash and cash equivalents, deferred tax assets, and consideration transferred in excess resulting from the effects of deferred tax liabilities) acquired was concentrated in the robotics platform technology. The acquisition was determined to be an asset acquisition for accounting purposes. The Group accounted for the acquisition of the robotics platform technology as an intangible asset with a total cost of RMB778 million. The useful life of this asset is assessed to be 10 years. No impairment was recognized for the asset for the six months ended June 30, 2025 and 2024.
- (iii) As of June 30, 2025, other finite-lived intangible assets included trademarks, domain names and patents amounting to RMB2,107, RMB1,761 and RMB5,158, respectively. As of December 31, 2024, other finite-lived intangible assets included trademarks, domain names and patents amounting to RMB2,280, RMB2,026 and RMB5,584, respectively. As of June 30, 2025 and December 31, 2024, other indefinite-lived intangible assets included license plate amounting to RMB44,643 and insurance agency qualification amounting to RMB22,000.
- (iv) No impairment was recognized for the asset for the six months ended June 30, 2025 and 2024.

## Notes to the Unaudited Condensed Consolidated Financial Statements

(All amounts in thousands, except for share and per share data, unless otherwise stated)

### 11. Land Use Rights, Net

Land use rights and related accumulated amortization consisted of the following:

	As of June 30, 2025	As of December 31, 2024
Land use rights	<b>3,465,945</b>	2,918,023
Less: Accumulated amortization	<b>(211,356)</b>	(173,599)
<b>Total land use rights, net</b>	<b>3,254,589</b>	2,744,424

For the six months ended June 30, 2025 and 2024, the increase in land use rights was RMB547,921 and nil, respectively, which is related to the construction of plant and buildings for the Group's manufacturing of vehicles and daily operation.

The Group recorded amortization expenses for land use rights of RMB37,756 and RMB24,880 for the six months ended June 30, 2025 and 2024, respectively.

### 12. Installment Payment Receivables, Net

Installment payment receivables relating to the installment payments for vehicles and batteries from customers consisted of the following:

	As of June 30, 2025	As of December 31, 2024
Current portion of installment payment receivables, net	<b>2,671,329</b>	2,558,756
Non-current portion of installment payment receivables, net	<b>4,583,734</b>	4,448,416
<b>Total</b>	<b>7,255,063</b>	7,007,172

## Notes to the Unaudited Condensed Consolidated Financial Statements

(All amounts in thousands, except for share and per share data, unless otherwise stated)

### 12. Installment Payment Receivables, Net (continued)

Installment payment receivables consisted of the following:

	As of June 30, 2025	As of December 31, 2024
Current portion of installment payment receivables	<b>2,704,911</b>	2,590,645
Non-current portion of installment payment receivables	<b>4,640,636</b>	4,504,348
Allowance for doubtful accounts	<b>(90,484)</b>	(87,821)
 Total	<b>7,255,063</b>	7,007,172

The Group recognized interest income resulting from installment payment sales of RMB186,160 and RMB166,187 for the six months ended June 30, 2025 and 2024, respectively.

Payment maturity analysis of installment payment receivables for vehicles and batteries for each of the next five years and a reconciliation of the gross receivables to the present value are as follows:

	As of June 30, 2025
Within 1 year	2,723,413
Between 1 and 2 years	2,197,369
Between 2 and 3 years	1,645,601
Between 3 and 4 years	1,052,008
Between 4 and 5 years	392,707
Thereafter	64
 Total receivables of installment payments	<b>8,011,162</b>
 Less: Unrealized finance income	<b>(665,615)</b>
 Installment payment receivables, gross	<b>7,345,547</b>
 Less: Allowance for installment payment receivables	<b>(90,484)</b>
 Installment payment receivables, net	<b>7,255,063</b>

## Notes to the Unaudited Condensed Consolidated Financial Statements

(All amounts in thousands, except for share and per share data, unless otherwise stated)

### 13. Long-term Investments

Long-term investments consisted of the following:

	Equity investments without readily determinable fair values <sup>(i)</sup>	Equity investments with readily determinable fair values <sup>(ii)</sup>	Debt investments <sup>(iii)</sup>	Equity method investments <sup>(iv)</sup>	Total
<b>Balance as of December 31, 2024</b>	<b>173,817</b>	<b>78,351</b>	<b>1,034,204</b>	<b>676,822</b>	<b>1,963,194</b>
Additions	—	—	44,750	12,791	57,541
Maturities of retained asset-backed notes	—	—	(9,575)	—	(9,575)
Investment (loss) gain	(4,575)	21,448	87,181	—	104,054
Share of results of equity method investees <sup>(v)</sup>	—	—	—	36,596	36,596
Foreign currency translation	—	(192)	(4,581)	(3,033)	(7,806)
<b>Balance as of June 30, 2025</b>	<b>169,242</b>	<b>99,607</b>	<b>1,151,979</b>	<b>723,176</b>	<b>2,144,004</b>
	Equity investments without readily determinable fair values <sup>(i)</sup>	Equity investments with readily determinable fair values <sup>(ii)</sup>	Debt investments <sup>(iii)</sup>	Equity method investments <sup>(iv)</sup>	Total
<b>Balance as of December 31, 2023</b>	<b>198,006</b>	<b>104,972</b>	<b>1,228,595</b>	<b>553,360</b>	<b>2,084,933</b>
Investment loss	(24,189)	(19,466)	(11,637)	—	(55,292)
Share of results of equity method investees <sup>(v)</sup>	—	—	—	20,727	20,727
Foreign currency translation	—	381	7,529	3,497	11,407
<b>Balance as of June 30, 2024</b>	<b>173,817</b>	<b>85,887</b>	<b>1,224,487</b>	<b>577,584</b>	<b>2,061,775</b>

## Notes to the Unaudited Condensed Consolidated Financial Statements

(All amounts in thousands, except for share and per share data, unless otherwise stated)

### 13. Long-Term Investments (continued)

#### (i) Equity investments without readily determinable fair values

In December 2021, the Group acquired a minority common equity interest in a company, engaged in manufacturing of batteries for new energy vehicles for a total cash consideration of RMB190,000. The equity interests in common stock do not have readily determinable fair values because the investee is a privately held company. Accordingly, the Group elected to use the measurement alternative under ASC 321 to measure such investment.

In April 2022, the Group acquired a minority preferred equity interest in a company engaged in research, development, production and sales of batteries for new energy vehicles for a total cash consideration of RMB50,000, which were redeemable merely by the passage of time at the option of the Group as a holder. Accordingly, the Group elected to account for this investment under the fair value option model. In May 2023, upon completion of the modification in the investee's shareholding structure, the preferred shares held by the Group were converted into common shares, which do not have readily determinable fair values because the investee is a privately held company. Accordingly, the Group reclassified this investment from debt securities to equity securities at the fair value of RMB57,832 upon the modification, and elected to use the measurement alternative under ASC 321 to measure this investment. The difference in the carrying value and the fair value of this investment immediately before the modification was immaterial.

For equity investments accounted for using the measurement alternative as of June 30, 2025 and December 31, 2024, the Group recorded cumulative downward adjustments due to impairments of RMB111,380 and RMB106,805, respectively, and cumulative upward adjustments of RMB31,790 and RMB31,790, respectively. For these investments, the Company recorded downward adjustments of RMB4,575 and RMB24,189, respectively, in earnings for the six months ended June 30, 2025 and 2024.

#### (ii) Equity investments with readily determinable fair values

In December 2021, the Group prepaid RMB50,000 as a subscription for a minority equity interest in common shares of a company engaged in research, development, production and sales of semiconductors, which was converted into common shares in January 2022.

In October 2022, the Group paid HK\$156,982 (equivalent to RMB141,981 as of the injection date) to acquire a minority equity interest in common shares of a company engaged in research, development, production and sales of batteries for new energy vehicles.

The minority equity interests in common shares have readily determinable fair values because the investees are listed companies and the Group does not have the ability to exercise significant influence over these investments. Accordingly, the Group accounted for them at fair value based on the quoted prices in active markets.

## Notes to the Unaudited Condensed Consolidated Financial Statements

(All amounts in thousands, except for share and per share data, unless otherwise stated)

### 13. Long-Term Investments (continued)

#### (iii) Debt investments

##### *Investment in HT Flying Car Inc. ("Huitian")*

Huitian is a company incorporated in the Cayman Islands with limited liability and is mainly engaged in research, development, production and sales of flying vehicles. In January 2021, the Group acquired minority preferred equity interests of Huitian ("Huitian's Series Angel preferred shares"), a related party of the Group, for a total consideration of RMB24,551 during Huitian's Angel round of fund raising. The equity interests were not considered to be in-substance common stock as the preferred stock has substantive liquidation preference over the investee's common stock. Huitian's Series Angel preferred shares investment are considered equity securities that do not have readily determinable fair values given that it is a privately held company. Accordingly, upon the acquisition of the minority preferred equity interests of Huitian, the Group elected to use the measurement alternative under ASC 321 to measure such investment.

In October 2021, the Group further invested US\$90,000, equivalent to RMB574,146 as of the injection date, into Huitian during Huitian's A round of fund raising. Among this investment, US\$70,000 was in form of preferred shares ("Huitian's Series A preferred shares") and US\$20,000 was in form of a convertible bond. Concurrently, Huitian's Series Angel preferred shares previously acquired by the Group in January 2021 were modified to align with the terms of the newly invested Huitian's Series A preferred shares. The Group concluded that both Huitian's Series Angel and Series A preferred shares investment are debt securities since Huitian's Series Angel (with now modified terms) and Series A preferred shares held by the Group are redeemable merely by the passage of time and redeemable at the option of the Group.

In anticipation of the change in accounting model applicable to Huitian's Series Angel preferred shares as a result of the modification, the Group opted to change its measurement accounting policy relating to Huitian's Series Angel preferred shares as permitted by ASC 321, and elected to measure the original Huitian's Series Angel preferred shares at fair value immediately before the modification (discussed in the preceding paragraph). The difference of RMB591,506 between the carrying value and the fair value of Huitian's Series Angel preferred shares immediately before the modification was recognized in earnings. The Group then reclassified Huitian's Series Angel preferred shares from equity securities to debt securities upon the modification. The modified Huitian's Series Angel preferred shares investment together with the new Series A preferred shares investment will be measured on an ongoing basis at fair value with changes recognized in earnings. In addition, the convertible bond (acquired in October 2021) held by the Group in Huitian was also accounted for under the fair value option model.

In December 2024, the convertible bond with a principal amount of US\$20,000 and accrued interest amount of US\$4,800 have been fully converted into Series A preferred shares in accordance with the relevant agreements.

## Notes to the Unaudited Condensed Consolidated Financial Statements

(All amounts in thousands, except for share and per share data, unless otherwise stated)

### 13. Long-Term Investments (continued)

#### (iii) Debt investments (continued)

##### *Retained asset-backed notes*

In March 2025, the Group entered into an asset-backed securitization arrangement with issuance of the notes at the total amount of RMB895,000 and securitized receivables arising from auto financing arrangements through the transfer of those assets to a securitization vehicle. It is a revolving arrangement where the Group provides management, administration and collection services (at market rates) on the transferred financial assets, but only retains an insignificant economic interest in the securitization vehicle. As a result, the Group did not consolidate the securitization vehicle (thereby derecognized transferred receivables). The Group classified the retained asset-backed notes as trading securities.

The preferred shares held by the Group in connection with investment in Huitian and the retained asset-backed notes are debt securities as they become redeemable merely by the passage of time and are redeemable at the option of the Group as a holder. Accordingly, the Group elected to account for these investments under the fair value option model.

#### (iv) Equity method investments

In March 2022, the Company and other third party investors jointly set up an offshore investment fund ("Fund"), named Rockets Capital L.P., for the purpose of making investments in companies and businesses engaging in high technology sectors. The Company subscribed for a commitment of US\$150,000 to the Fund and invested consideration of US\$91,835 (equivalent to RMB613,091 as of the injection date) and US\$90,055 (equivalent to RMB600,300 as of the injection date) into the Fund as of June 30, 2025 and December 31, 2024, respectively. The Company held a 60.7% financial interests in the Fund as a limited partner while the other 39.3% financial interests were held by other third party investors as of June 30, 2025 and December 31, 2024.

Based on the Company's assessment under ASC 810-10-15-14, the investment fund (a limited partnership) is considered to be a VIE for accounting purposes. The Company is not considered the primary beneficiary of the investment due to the fact that the Company does not possess the power to direct activities of the Fund that would mostly impact its economics performance. As a result, the Company accounts for its 60.7% financial interests in the Fund using the equity method of accounting pursuant to ASC 323-30 considering that the Company has significant influence over the operating and investing activities of the Fund.

## Notes to the Unaudited Condensed Consolidated Financial Statements

(All amounts in thousands, except for share and per share data, unless otherwise stated)

### 14. Other Non-current Assets

Other non-current assets consisted of the following:

	As of June 30, 2025	As of December 31, 2024
Finance lease receivables, non-current portion, net	<b>199,541</b>	204,435
Deposits <sup>(i)</sup>	<b>110,651</b>	112,523
Goodwill	<b>34,106</b>	34,106
Non-current portion of prepayments for advertising and technical support services	<b>16,750</b>	36,850
Prepayments for purchase of property and equipment	<b>348</b>	5,649
Others	<b>53,490</b>	49,720
 Total	<b>414,886</b>	443,283

(i) Deposits primarily consist of deposits for offices and retail and service centers whose lease expiration dates are not within one year.

### 15. Accounts Payable

	As of June 30, 2025	As of December 31, 2024
Accounts payable	<b>16,958,863</b>	15,181,585

## Notes to the Unaudited Condensed Consolidated Financial Statements

(All amounts in thousands, except for share and per share data, unless otherwise stated)

### 15. Accounts Payable (continued)

The Group normally receives credit terms of 0 to 60 days from its suppliers. An aging analysis of accounts payable based on the relevant recognition dates is as follows:

	As of June 30, 2025	As of December 31, 2024
0-3 months	<b>15,418,798</b>	14,377,611
3-6 months	<b>1,027,414</b>	327,586
6-12 months	<b>306,322</b>	229,439
Over 1 year	<b>206,329</b>	246,949
 Total	 <b>16,958,863</b>	 15,181,585

### 16. Notes Payable

	As of June 30, 2025	As of December 31, 2024
Bank acceptance notes payable	<b>13,727,997</b>	7,898,896

The bank acceptance notes payable represents trade payable due to various suppliers, for which the banks have guaranteed the payment. The bank acceptance notes payable are transferable and eligible for discounting by suppliers.

An aging analysis of notes payable based on the relevant issuance dates is as follows:

	As of June 30, 2025	As of December 31, 2024
0-3 months	<b>8,785,445</b>	5,448,028
3-6 months	<b>4,942,552</b>	2,450,868
 Total	 <b>13,727,997</b>	 7,898,896

## Notes to the Unaudited Condensed Consolidated Financial Statements

(All amounts in thousands, except for share and per share data, unless otherwise stated)

### 17. Accruals and Other Liabilities

Accruals and other liabilities consisted of the following:

	As of June 30, 2025	As of December 31, 2024
Payables for purchase of property, plant and equipment	<b>1,623,467</b>	1,799,882
Payables for R&D expenses	<b>1,242,899</b>	1,069,926
Debt from a third party investor (Note 19(i))	<b>1,169,973</b>	—
Accrued expenses	<b>1,154,364</b>	958,607
Employee compensation payables	<b>884,967</b>	1,186,036
Accrued cost of purchase commitments <sup>(i)</sup>	<b>844,209</b>	621,419
Deposits from third parties	<b>660,703</b>	549,487
Warranty provisions	<b>509,450</b>	389,290
Payables for marketing events	<b>418,426</b>	447,839
Advances from customers	<b>332,448</b>	376,897
Tax payables	<b>265,934</b>	435,564
Refundable deposits from customers	<b>197,431</b>	172,762
Interest payables	<b>7,860</b>	41,093
Others	<b>526,356</b>	601,834
<b>Total</b>	<b>9,838,487</b>	8,650,636

Accrued expenses primarily included receipts of goods and services that the Group had not been invoiced yet.

(i) For the six months ended June 30, 2025, due to the upgrade of certain models, the Group recorded the loss on purchase commitments mainly for raw materials that were specifically related to these models with amount of RMB190,839 in cost of sales and amount of RMB34,769 in research and development expenses. For the six months ended June 30, 2024, due to the cessation and upgrade of certain model, the Group recorded the loss on purchase commitments mainly for raw materials that are specifically related to this model with amount of RMB141,605 in cost of sales.

## Notes to the Unaudited Condensed Consolidated Financial Statements

(All amounts in thousands, except for share and per share data, unless otherwise stated)

### 18. Borrowings

Borrowings consisted of the following:

	As of June 30, 2025	As of December 31, 2024
<b>Current</b>		
Short-term borrowings:		
Bank loans <sup>(i)</sup>	<b>3,199,123</b>	4,609,123
Long-term borrowings, current portion:		
Bank loans <sup>(ii)</sup>	<b>1,750,983</b>	1,188,998
Asset-backed securities <sup>(iii)</sup>	<b>499,167</b>	587,470
Asset-backed notes <sup>(iv)</sup>	<b>12,677</b>	82,145
Total long-term borrowings, current portion:	<b>2,262,827</b>	1,858,613
Total current borrowings	<b>5,461,950</b>	6,467,736
<b>Non-Current</b>		
Long-term borrowings:		
Bank loans <sup>(ii)</sup>	<b>5,754,589</b>	5,431,711
Asset-backed securities <sup>(iii)</sup>	<b>39,939</b>	232,807
Total non-current borrowings	<b>5,794,528</b>	5,664,518
Total borrowings	<b>11,256,478</b>	12,132,254

## Notes to the Unaudited Condensed Consolidated Financial Statements

(All amounts in thousands, except for share and per share data, unless otherwise stated)

### 18. Borrowings (continued)

#### (i) Short-term bank loans

As of June 30, 2025, short-term borrowings from banks in the PRC amounted to RMB3,199,123 in aggregate. The effective interest rate of these borrowings was 2.09% per annum. As of December 31, 2024, the Group's short-term borrowings from banks in the PRC amounted to RMB4,609,123 in aggregate. The effective interest rate of these borrowings was 2.24% per annum.

#### (ii) Long-term bank loans

Ref.	Company	As of June 30, 2025					As of December 31, 2024				
		Current portion according to the repayment schedule		Effective interest rate			Current portion according to the repayment schedule		Effective interest rate		
		Outstanding loan	Long-term portion	Interest rate	Outstanding loan	Long-term portion	Interest rate	Outstanding loan	Long-term portion	Interest rate	Interest rate
		Ref.	Current	portion	according	to the	Effective	Current	portion	according	Effective
1	Zhaoqing XPeng	1,262,000	506,000	756,000	4.23%	1,491,800	234,800	1,257,000	4.05%		
2	Zhaoqing Xiaopeng New Energy	1,639,547	956,797	682,750	3.16%	1,241,825	743,325	498,500	3.04%		
3	Guangzhou Xiaopeng Motors Financing Lease Co., Ltd.	148,750	17,500	131,250	3.80%	157,500	17,500	140,000	3.80%		
4	Guangdong Xiaopeng Motors Technology Group Co., Ltd.	1,000,000	5,000	995,000	2.28%	500,000	2,000	498,000	2.35%		
5	Wuhan Xiaopeng	1,989,551	196,769	1,792,782	3.55%	2,077,006	174,906	1,902,100	3.81%		
6	Guangzhou Pengyue Automobile Development Co., Ltd.	641,865	13,917	627,948	3.13%	323,720	6,467	317,253	3.43%		
7	Guangzhou Xiaopeng New Energy Automobile Co., Ltd.	823,859	55,000	768,859	4.46%	828,858	10,000	818,858	4.56%		
TOTAL		7,505,572	1,750,983	5,754,589	—	6,620,709	1,188,998	5,431,711	—		

## Notes to the Unaudited Condensed Consolidated Financial Statements

(All amounts in thousands, except for share and per share data, unless otherwise stated)

### 18. Borrowings (continued)

#### (ii) Long-term bank loans (continued)

As of June 30, 2025, the Group obtained secured borrowings from several banks of RMB7,505,572 in aggregate. The maturity dates ranged from August 2025 to March 2035. As of December 31, 2024, the Group obtained secured borrowings from several banks of RMB6,620,709 in aggregate. The maturity dates ranged from January 2025 to November 2033.

Moreover, the Group received subsidies from the local government for interest expenses incurred associated with the borrowings. As of June 30, 2025 and December 31, 2024, the aggregate sum of loans receiving government-subsidized interest amounts to RMB3,577,411 and RMB3,673,864, respectively. For the six months ended June 30, 2025 and 2024, upon the acceptance of subsidy application by the local government, the Group recognized the subsidies to reduce the interest expenses capitalized in the construction costs of Zhaoqing manufacturing plant, Guangzhou manufacturing plant and Wuhan manufacturing base, or to reduce the related interest expenses as incurred, if any.

Certain of the Group's banking facilities are subject to the fulfillment of certain financial covenants, including the current ratio and liabilities to assets ratio tests, which are commonly found in lending arrangements with financial institutions. If the Group were to breach the covenants, the drawn down facilities would become payable on demand. The Group regularly monitors its compliance with these covenants. As of June 30, 2025 and December 31, 2024, none of the covenants relating to drawn down facilities had been breached. Certain long-term bank loans are collateralized by a pledge of certain buildings and land use rights in the PRC with carrying values of RMB3,346,743 and RMB3,287,759 as of June 30, 2025 and December 31, 2024, respectively. As of June 30, 2025 and December 31, 2024, long-term deposits of RMB1,118,577 and RMB1,138,479 were collateralized as pledges for certain long-term bank loans, which are classified as "Restricted long-term deposits".

As of June 30, 2025 and December 31, 2024, long-term deposits, current portion of RMB591,322 and nil were collateralized as pledges for certain long-term bank loans, which are classified as "Restricted long-term deposits, current portion".

## Notes to the Unaudited Condensed Consolidated Financial Statements

(All amounts in thousands, except for share and per share data, unless otherwise stated)

### 18. Borrowings (continued)

#### (iii) Asset-backed securities (“ABS”)

In March 2024 and October 2024, the Group entered into asset-backed securitization arrangements with third-party financial institutions and set up two securitization vehicles to issue senior debt securities to third party investors, which are collateralized by installment payment receivables (the “**ABS transferred financial assets**”). The Group also acts as a servicer to provide management, administration and collection services on the ABS transferred financial assets and has the power to direct the activities that most significantly impact the securitization vehicles. The economic interests are retained by the Group in the form of subordinated interests as well as its obligation to absorb losses under certain circumstances. As a result, the Group consolidated the securitization vehicles. The proceeds from the issuance of debt securities are reported as securitization debt. The securities will be repaid as collections on the underlying collateralized assets occur and the amounts were included in “Long-term borrowings, current portion” or “Long-term borrowings” according to the contractual maturities of the debt securities. As of June 30, 2025, the balance of current and non-current portion of the ABS were RMB499,167 and RMB39,939, respectively. As of December 31, 2024, the balance of current and non-current portion of the ABS were RMB587,470 and RMB232,807, respectively.

#### (iv) Asset-backed notes (“ABN”)

In August 2023, the Group entered into asset-backed notes by issuing senior debt notes to third party investors, which are collateralized by installment payment receivables (the “**ABN transferred financial assets**”). The Group also acts as a servicer to provide management, administration and collection services on the ABN transferred financial assets and has the power to direct the activities that most significantly impact the securitization vehicles. The economic interests are retained by the Group in the form of subordinated interests as well as its obligation to absorb losses under certain circumstances. As a result, the Group consolidated the securitization vehicles. The proceeds from the issuance of debt notes are reported as securitization debt. The notes will be repaid as collections on the underlying collateralized assets occur and the amounts were included in “Long-term borrowings, current portion” or “Long-term borrowings” according to the contractual maturities. As of June 30, 2025, the balance of current and non-current portion of the ABN were RMB12,677 and nil, respectively. As of December 31, 2024, the balance of current and non-current portion of the ABN were RMB82,145 and nil, respectively.

The aggregate carrying value of the borrowings approximates fair value as of June 30, 2025 and December 31, 2024, respectively. The interest rates under the loan agreements with the banks were determined based on the prevailing interest rates in the market. The Group classifies the valuation techniques that use these inputs as Level II.

## Notes to the Unaudited Condensed Consolidated Financial Statements

(All amounts in thousands, except for share and per share data, unless otherwise stated)

### 18. Borrowings (continued)

#### (iv) Asset-backed notes ("ABN") (continued)

The contractual maturities of the Group's total borrowings were as follows:

	As of June 30, 2025			As of December 31, 2024		
	Bank loans	Asset-backed securities	Asset-backed notes	Bank loans	Asset-backed securities	Asset-backed notes
Within 1 year	<b>4,950,106</b>	<b>499,167</b>	<b>12,677</b>	5,798,121	587,470	82,145
Between 1 and 2 years	<b>538,562</b>	<b>39,939</b>	—	1,470,605	232,807	—
Between 2 and 5 years	<b>3,613,296</b>	—	—	2,524,500	—	—
Over 5 years	<b>1,602,731</b>	—	—	1,436,606	—	—
Total	<b>10,704,695</b>	<b>539,106</b>	<b>12,677</b>	11,229,832	820,277	82,145

### 19. Other Non-Current Liabilities

Other non-current liabilities consisted of the following:

	As of	As of
	June 30, 2025	December 31, 2024
Warranty provisions <sup>(ii)</sup>	<b>991,268</b>	809,437
Government grants	<b>230,310</b>	201,823
Debt from third party investors <sup>(ii)</sup>	<b>163,033</b>	1,316,206
Deposits from a third party <sup>(iiii)</sup>	<b>102,970</b>	118,310
Total	<b>1,487,581</b>	2,445,776

## Notes to the Unaudited Condensed Consolidated Financial Statements

(All amounts in thousands, except for share and per share data, unless otherwise stated)

### 19. Other Non-Current Liabilities (continued)

(i) The debt from third party investors consisted of the following three financing arrangements:

1) *Financing in an amount of RMB160 million from Guangzhou GET Investment Holdings Co., Ltd. ("Guangzhou GET Investment")*

In December 2020, Chengxing and Guangzhou Xiaopeng Automotive Investment Co., Ltd. ("Guangzhou Xiaopeng Investment"), subsidiaries of the Group, entered into a partnership agreement with Guangzhou GET Investment to set up a limited liability partnership entity (the "Kunpeng Chuangye LLP") whose operating period is designed for 9 years since the date of the registration of its business license. Chengxing, Guangzhou Xiaopeng Investment and Guangzhou GET Investment subscribed for RMB200,000, RMB10 and RMB160,000 paid in capital in Kunpeng Chuangye LLP in return for 55.5540%, 0.0028% and 44.4432% of the equity interests, respectively. The consideration of RMB160 million was paid by Guangzhou GET Investment to Kunpeng Chuangye LLP in January 2021. Pursuant to the investment agreement, Guangzhou GET Investment does not have substantive participating rights in Kunpeng Chuangye LLP nor it is able to transfer their interest in Kunpeng Chuangye LLP to other third party. During the 9-year operating period of Kunpeng Chuangye LLP, Guangzhou GET Investment is only entitled to interest calculated at an interest rate of 4% per annum based on its investment amount of RMB160,000 in Kunpeng Chuangye LLP. Upon liquidation, if any, at any time within 9 years or at the due date of the 9-year operating period, Guangzhou GET Investment will be entitled to and only entitled to its investment amount amounting to RMB160,000. If Kunpeng Chuangye LLP failed to pay the investment amount of RMB160,000 or the interest calculated at an interest rate of 4% per annum to Guangzhou GET Investment, Chengxing, also guaranteed by Xiaopeng Technology, will be liable for the unpaid amounts. Based on these arrangements, the Group consolidates Kunpeng Chuangye LLP via its subsidiaries Chengxing and Guangzhou Xiaopeng Investment. The Group regards the investment held by Guangzhou GET Investment as a liability with interest expenses amortized through the period given the risks and rewards of owning 44.4432% of equity interests in Kunpeng Chuangye LLP have been retained by the Group and the substance of the transaction is that Guangzhou GET Investment is providing financing to the Group via Kunpeng Chuangye LLP.

The interest payable, amounted to RMB3,033 and RMB6,233 as of June 30, 2025 and December 31, 2024, respectively, for the investment held by Guangzhou GET Investment was calculated at an interest rate of 4% per annum. The interest of RMB6,400 and RMB6,400 was repaid to Guangzhou GET Investment by the Group for the six months ended June 30, 2025 and 2024, respectively.

## Notes to the Unaudited Condensed Consolidated Financial Statements

(All amounts in thousands, except for share and per share data, unless otherwise stated)

### 19. Other Non-Current Liabilities (continued)

(i) The debt from third party investors consisted of the following three financing arrangements (continued):

2) *Financing in an amount of RMB1,000 million from Guangzhou GET Investment*

Pursuant to the share purchase agreement, dated March 30, 2021, signed among Chengxing, Chengxing's shareholders and Guangzhou GET Investment, Guangzhou GET Investment subscribed for common stock newly issued by Chengxing at a consideration of RMB1,000 million. Immediately after the share subscription, Guangzhou GET Investment began to hold 1.0640% of equity interest in Chengxing. The consideration of RMB1,000 million was paid by Guangzhou GET Investment on March 31, 2021 ("Initial Capital Injection Date of Guangzhou GET Investment"). Pursuant to the terms of the agreement, conditional upon the disclosure of any plan of any potential onshore listing by any entity affiliated with Chengxing on any stock exchange in the PRC within 5 years after the Initial Capital Injection Date of Guangzhou GET Investment, Guangzhou GET Investment is entitled to request Guangdong Xiaopeng Motors Technology Co., Ltd. to purchase the shares of Chengxing held by it for cash, such that it could use the relevant funds to participate in such potential onshore public offering. Under the share purchase agreement, no guaranteed allocation of such public offering shares will be granted to Guangzhou GET Investment. The amount to be paid by Guangdong Xiaopeng Motors Technology Co., Ltd. for such purchase is to be calculated with reference to the consideration paid by Guangzhou GET Investment, i.e. RMB1,000 million and an interest at a rate of 4% or 6% per annum pursuant to the terms of the share purchase agreement. Upon the fifth anniversary of the Initial Capital Injection Date of Guangzhou GET Investment, if Guangzhou GET Investment, Guangdong Xiaopeng Motors Technology Co., Ltd. and Chengxing fail to reach an agreement on the terms of such potential onshore listing in the PRC, or such relevant entity cannot successfully become listed in the PRC, Guangdong Xiaopeng Motors Technology Co., Ltd. is entitled to request Guangzhou GET Investment to sell, or Guangzhou GET Investment is entitled to request Guangdong Xiaopeng Motors Technology Co., Ltd. to purchase, the common stock in Chengxing held by Guangzhou GET Investment at a price of RMB1,000 million plus interest calculated at the rate of 4% per annum. In addition, pursuant to the terms of the arrangement, Guangzhou GET Investment does not have substantive participating rights in Chengxing. The Group regards the investment held by Guangzhou GET Investment as a liability with interest expenses amortized through the period as the risks and rewards of owning the 1.0640% of equity interest in Chengxing have been retained by the Group and the substance of the transaction is that Guangzhou GET Investment is providing financing to Chengxing.

The interest payable for the investment by Guangzhou GET Investment, amounted to RMB169,973 and RMB149,973 as of June 30, 2025 and December 31, 2024, respectively, was calculated at an interest rate of 4% per annum.

As of June 30, 2025, the principal amount of RMB1,000,000 and interest of RMB169,973 will be due within one year and were classified to "Accruals and Other Liabilities".

## Notes to the Unaudited Condensed Consolidated Financial Statements

(All amounts in thousands, except for share and per share data, unless otherwise stated)

### 19. Other Non-Current Liabilities (continued)

#### (ii) Movement of accrued warranty is as following:

	For the Six Months Ended June 30,	
	2025	2024
Accrued warranty — beginning of the period	<b>1,198,727</b>	1,008,993
Warranty costs incurred	<b>(114,157)</b>	(82,904)
Provision for warranty	<b>416,148</b>	235,281
Accrued warranty — end of the period	<b>1,500,718</b>	1,161,370
Less: Current portion of warranty	<b>(509,450)</b>	(279,329)
Non-current portion of warranty	<b>991,268</b>	882,041

(iii) Deposits from a third party represent the refundable deposit for the finance lease cooperation in which the Group serves as the lessor.

### 20. Revenues

Revenues by source consisted of the following:

	For the Six Months Ended June 30,	
	2025	2024
Revenue from contracts with customers		
Vehicle sales		
— At a point in time	<b>31,252,994</b>	12,363,263
Services and others		
— At a point in time	<b>1,331,264</b>	943,558
— Over time	<b>1,290,763</b>	1,161,414
Revenue from other sources		
Services and others	<b>210,012</b>	191,268
Total	<b>34,085,033</b>	14,659,503

## Notes to the Unaudited Condensed Consolidated Financial Statements

(All amounts in thousands, except for share and per share data, unless otherwise stated)

### 21. Deferred Revenue

The following table shows a reconciliation in the current reporting period related to carried-forward deferred revenue.

	For the Six Months Ended June 30,	
	2025	2024
	RMB	RMB
Deferred revenue — beginning of the period	2,098,435	1,299,943
Additions	33,054,786	13,266,602
Recognition	(32,609,930)	(13,009,755)
Deferred revenue — end of the period	2,543,291	1,556,790
Less: Deferred revenue, current portion	(1,491,637)	(889,625)
Deferred revenue, non-current portion	1,051,654	667,165

Deferred revenue represents transaction price allocated to the performance obligations that are not yet satisfied or partially satisfied, which primarily arises from the undelivered vehicles, technical research and development services, charging piles, free battery charging within 3 or 6 years, the extended lifetime warranty, option between household charging pile and charging card, services of lifetime free battery charging in XPeng-branded charging station, lifetime warranty of battery as well as vehicle internet connection services, with unrecognized deferred revenue balance of RMB2,543,291 and RMB1,556,790, as of June 30, 2025 and June 30, 2024, respectively.

The Group expects that 59% of transaction price allocated to unsatisfied performance obligations which were accounted for as deferred revenue as of June 30, 2025 will be recognized as revenue during the period from July 1, 2025 to June 30, 2026. The remaining 41% will be substantially recognized during the period from July 1, 2026 to June 30, 2035.

### 22. Ordinary Shares

As of December 31, 2023, 1,538,109,009 Class A ordinary shares had been issued, out of which, 1,535,297,395 Class A ordinary shares were outstanding, and 348,708,257 Class B ordinary shares had been issued and outstanding.

The Group issued 5,401,218 Class A ordinary shares for the six months ended June 30, 2024, out of which, 684,874 Class A ordinary shares are outstanding and transferred to employees for the vested RSUs and 4,716,344 Class A ordinary shares are treasury shares held by XPeng.

XPeng and XPeng Fortune Holding Limited transferred 3,363,176 Class A treasury shares to employees for the vested RSUs for the six months ended June 30, 2024, respectively.

## Notes to the Unaudited Condensed Consolidated Financial Statements

(All amounts in thousands, except for share and per share data, unless otherwise stated)

### 22. Ordinary Shares (continued)

As of June 30, 2024, 1,543,510,227 Class A ordinary shares had been issued, out of which, 1,539,345,445 Class A ordinary shares were outstanding, and 348,708,257 Class B ordinary shares had been issued and outstanding.

As of December 31, 2024, 1,551,709,362 Class A ordinary shares had been issued, out of which, 1,549,404,500 Class A ordinary shares were outstanding, and 348,708,257 Class B ordinary shares had been issued and outstanding.

The Group issued 5,791,792 Class A ordinary shares for the six months ended June 30, 2025, out of which, 668,208 Class A ordinary shares are outstanding and transferred to employees for the vested RSUs and 5,123,584 Class A ordinary shares are treasury shares held by XPeng Inc.

XPeng and XPeng Fortune Holding Limited transferred 3,698,538 Class A treasury shares to employees for the vested RSUs for the six months ended June 30, 2025, respectively.

As of June 30, 2025, 1,557,501,154 Class A ordinary shares had been issued, out of which, 1,553,771,246 Class A ordinary shares were outstanding, and 348,708,257 Class B ordinary shares had been issued and outstanding.

### 23. Share-based Compensation

#### 2019 Equity Incentive Plan (“2019 Plan”)

On June 28, 2020, the board of directors of the Company approved the 2019 Plan with 161,462,100 Class A ordinary shares reserved. Options, restricted shares, RSUs, dividend equivalents, share appreciation rights and share payments may be granted under the 2019 Plan.

One RSU represents a right relating to one Class A ordinary share of the Group with a par value of US\$0.00001 per share.

The RSUs primarily include both service and performance conditions. For service condition, vesting schedules include: (i) 25% of the RSUs shall become vested on each anniversary of the vesting commencement date for four years thereafter; (ii) 40% of the RSUs shall become vested on the grant date and 15% of the RSUs become vested on each anniversary of the vesting commencement date for four years thereafter; (iii) 25% of the RSUs shall become vested on the first anniversary of the vesting commencement date, and the remaining 75% of the RSUs shall become vested in equal installments on each quarterly anniversary of the vesting commencement date for three years thereafter. In addition to the service conditions, for the RSUs granted prior to the completion of the IPO, employees are also required to provide continued service through the satisfaction of the occurrence of change of control or an IPO (“**Liquidity Event**”) that occurs within seven or ten years after the vesting commencement date. For RSUs with performance conditions which were granted subsequent to the completion of the IPO, employees are required to achieve the performance targets relating to performance appraisal results as set out in the respective relevant award agreements over the respective requisite service period.

## Notes to the Unaudited Condensed Consolidated Financial Statements

(All amounts in thousands, except for share and per share data, unless otherwise stated)

### 23. Share-based Compensation (continued)

#### 2019 Equity Incentive Plan (“2019 Plan”) (continued)

The RSUs granted prior to the completion of the IPO are measured at the grant date fair value of the awards and recognized as expense using the graded vesting method, net of estimated forfeitures, if any, over the requisite service period.

Subsequent to the completion of the IPO, RSUs with only a service condition to employees under the 2019 Plan are vested on a straight-line basis net of estimated forfeitures, if any, over the requisite service period. RSUs with both service and performance conditions are recognized as expenses using the graded vesting method, net of estimated forfeitures, if any, over the requisite service period, when the performance condition is concluded to be probable to achieve.

#### 2025 Share Incentive Scheme (“2025 Scheme”)

The 2025 Scheme was adopted by the Board on March 18, 2025 and approved by the shareholders at the annual general meeting of the Company on June 27, 2025. The total number of Class A ordinary shares which may be issued in respect of all awards to be granted under the 2025 Scheme and any other share schemes or plans of the Company, shall not in aggregate exceed 10% of the total number of Shares in issue as at the date on which the 2025 Scheme is approved by the shareholders. The award of options or RSUs can be granted under the 2025 Scheme. Upon the effectiveness of the 2025 Scheme on June 27, 2025, the 2019 Equity Incentive Plan will be discontinued so that no further grant will be made under the 2019 Equity Incentive Plan. For the avoidance of doubt, all RSUs granted under the 2019 Equity Incentive Plan before the effectiveness of the 2025 Scheme will remain valid and be able to be vested, lapsed and cancelled pursuant to the terms and conditions of the 2019 Equity Incentive Plan.

A summary of the Group’s RSU activity under 2019 Plan for the six months ended June 30, 2025 and 2024 is as follows:

	Number of restricted share units	Weighted average grant date fair value RMB
Outstanding as of December 31, 2024 <sup>(i)</sup>	31,265,818	40.07
Granted	5,121,904	59.37
Vested	(4,366,746)	45.05
Forfeited	(2,282,482)	42.60
Outstanding as of June 30, 2025	29,738,494	42.84
Expected to vest as of June 30, 2025	24,995,240	

## Notes to the Unaudited Condensed Consolidated Financial Statements

(All amounts in thousands, except for share and per share data, unless otherwise stated)

### 23. Share-based Compensation (continued)

	Number of restricted share units	Weighted average grant date fair value RMB
Outstanding as of December 31, 2023 <sup>(i)</sup>	29,194,817	54.42
Granted <sup>(i)</sup>	6,397,872	25.65
Vested	(4,048,050)	52.44
Forfeited	(4,121,868)	67.21
Outstanding as of June 30, 2024 <sup>(i)</sup>	<u>27,422,771</u>	<u>46.58</u>
Expected to vest as of June 30, 2024 <sup>(i)</sup>	23,540,258	

Share-based compensation expense amounting to RMB244,679 and RMB216,017 were recognized for RSUs under 2019 Plan for the six months ended June 30, 2025 and 2024, respectively. As of June 30, 2025, there was RMB705,918 of unrecognized compensation expense relating to the RSUs under 2019 Plan. Excluding the 2022 Performance Based Award mentioned below, the expense is expected to be recognized over a weighted average period of 2.78 years.

#### (i) 2022 Performance Based Award

In November 2022, the board of directors of the Company granted 8.02 million RSUs to certain employees (“**2022 Award**”) under 2019 Plan. The 2022 Award consists of five vesting tranches with both service and performance conditions. Such employees are required to provide continued services through the achievement of the performance conditions which were different for each vesting tranche. The Group will recognize the compensation cost when the performance conditions become probable of achievement. Two of the five tranches of the 2022 Award had achieved the necessary performance condition as of June 30, 2025 and become probable to vest. As of June 30, 2025, unrecognized compensation expenses relating to the 2022 Award amounted to RMB40,538 as the remaining performance conditions were still not considered probable of achievement.

## Notes to the Unaudited Condensed Consolidated Financial Statements

(All amounts in thousands, except for share and per share data, unless otherwise stated)

### 23. Share-based Compensation (continued)

#### 2025 CEO Performance Award under 2025 Scheme

In June 2025, the Annual General Meeting approved the Board of Directors' grant of 28,506,786 RSUs to the Group's CEO (the "**2025 CEO Award**") under 2025 Scheme. The 2025 CEO Award consists of 3 vesting tranches, 9,502,262 RSUs per tranche, with a vesting schedule based entirely on the attainment of market conditions, assuming continued employment through each vesting date. Each of the 3 vesting tranches of the 2025 CEO Award will vest upon the arithmetic average closing price of the shares as stated in the Hong Kong Stock Exchange's daily quotations sheet for any 30 consecutive Business Days first reaches or exceeds HK\$250, HK\$500 and HK\$750.

Share-based compensation expense associated with the 2025 CEO Award is recognized over the expected achievement period for each market capitalization milestone. The market capitalization milestone period and the valuation of each tranche are determined using a Monte Carlo simulation and is used as the basis for determining the expected achievement period, share-based compensation represents a non-cash expense and is recorded as a selling, general, and administrative operating expense in our unaudited condensed statement of comprehensive loss.

As of June 30, 2025, there was RMB1,054,635 of total unrecognized stock-based compensation expense, which will be recognized over a weighted-average period of 4.96 years. From June 27, 2025, when the grant was approved by the Annual General Meeting, through June 30, 2025, the Group recorded share-based compensation expense of RMB1,824 related to the 2025 CEO Performance Award.

### 24. Taxation

Composition of income tax benefit for the periods presented are as follows:

	For the Six Months Ended June 30,	
	2025	2024
Current income tax expenses	6,870	7,033
Deferred income tax benefit	(8,300)	(39,746)
Income tax benefit	(1,430)	(32,713)

## Notes to the Unaudited Condensed Consolidated Financial Statements

(All amounts in thousands, except for share and per share data, unless otherwise stated)

### 25. Loss Per Share

Basic loss per share and diluted loss per share have been calculated in accordance with ASC 260 on computation of earnings per share for the six months ended June 30, 2025 and 2024 as follows:

	<b>For the Six Months Ended</b>	
	<b>June 30,</b>	
	<b>2025</b>	<b>2024</b>
<b>Numerator:</b>		
Net loss	<b>(1,141,800)</b>	(2,652,571)
Net loss attributable to ordinary shareholders of XPeng	<b>(1,141,800)</b>	(2,652,571)
<b>Denominator:</b>		
Weighted average number of ordinary shares outstanding-basic and diluted	<b>1,900,912,109</b>	1,886,710,018
Basic and diluted net loss per share attributable to ordinary shareholders of XPeng	<b>(0.60)</b>	(1.41)

For the six months ended June 30, 2025 and 2024, the Company had potential ordinary shares, including non-vested RSUs granted and contingently issuable shares relating to contingent consideration. As the Group incurred losses for the six months ended June 30, 2025 and 2024, these potential ordinary shares were anti-dilutive and excluded from the calculation of diluted net loss per share of the Company. The weighted-average numbers of non-vested RSUs excluded from the calculation of diluted net loss per share of the Company were 33,072,605 and 28,762,553 as of June 30, 2025 and 2024, respectively. The number of contingently issuable shares relating to contingent consideration excluded from the calculation of diluted net loss per share of the Company is between nil and 14,276,521, between nil and 32,967,573, as of June 30, 2025 and 2024, respectively.

## Notes to the Unaudited Condensed Consolidated Financial Statements

(All amounts in thousands, except for share and per share data, unless otherwise stated)

### 26. Related parties

The principal related parties with which the Group had transactions during the periods presented are as follows:

Name of Entity or Individual	Relationship with the Company
Mr. Xiaopeng He	Principal Shareholder of the Company, Chairman of the Board and Chief Executive Officer
Mr. Hongdi Brian Gu	Honorary Vice Chairman of the Board and President
Mr. Tao He <sup>(2)</sup>	Former Senior Vice President
HT Flying Car Inc.	A Company Significantly Influenced by the Principal Shareholder
HT Flying Car (Hong Kong) Limited	A Company Significantly Influenced by the Principal Shareholder
Guangzhou Huitian Aerospace Technology Co., Ltd. ("Guangzhou Huitian")	A Company Significantly Influenced by the Principal Shareholder
Guangdong Huitian Aerospace Technology Co., Ltd. ("Guangdong Huitian")	A Company Significantly Influenced by the Principal Shareholder
Guangzhou Huitian Flying Car Manufacturing Co., Ltd.	A Company Significantly Influenced by the Principal Shareholder
Guangzhou Huitian Manufacturing Co., Ltd.	A Company Significantly Influenced by the Principal Shareholder
Foshan Huitian Aviation Technology Co., Ltd.	A Company Significantly Influenced by the Principal Shareholder
Rockets Capital L.P. <sup>(1)</sup>	A Partnership Significantly Influenced by the Company
Guangzhou Xuetao <sup>(2)</sup>	A Company Controlled by the Company Secretary

(1) As of June 30, 2025, the Principal Shareholder and the President are the shareholders of the General Partner of Rockets Capital L.P. and the President is entitled to appoint one of three directors of the General Partner. The Group, together with its related parties, can exercise significant influence over Rockets Capital L.P. (Note 13(iv)).

(2) Mr. Tao He joined the Company as senior vice president in January 2015 and was appointed as director in March 2020. In July 2021, he resigned from the directorship with effect from the Global Offering. Since June 2022, he established and jointly controlled Guangzhou Xuetao with 50% equity interests. He had resigned from senior vice president since April 2023. The Company Secretary of the Group controlled Guangzhou Xuetao with 100% equity interests after Mr. Tao He withdrew his shareholding in Guangzhou Xuetao in February 2024.

## Notes to the Unaudited Condensed Consolidated Financial Statements

(All amounts in thousands, except for share and per share data, unless otherwise stated)

### 26. Related parties (continued)

#### (3) Major transactions with related parties:

##### (i) *Trade in nature*

	For the Six Months Ended	
	June 30,	2024
	2025	2024
Provision of operational support services to companies significantly influenced by the Principal Shareholder	<b>22,935</b>	18,566
Provision of leasing services to companies significantly influenced by the Principal Shareholder	<b>27</b>	190
Sales of goods to companies significantly influenced by the Principal Shareholder	<b>2,435</b>	916
Purchase of services from companies significantly influenced by the Principal Shareholder	<b>6,697</b>	292

#### (4) Amounts due from related parties:

	As of	As of
	June 30,	December 31,
	2025	2024
Receivables for operation support service to the companies significantly influenced by the Principal Shareholder	<b>51,978</b>	41,889
Receivables for sales of goods to the companies significantly influenced by the Principal Shareholder	<b>1,538</b>	1,825
<b>Total</b>	<b>53,516</b>	43,714

## Notes to the Unaudited Condensed Consolidated Financial Statements

(All amounts in thousands, except for share and per share data, unless otherwise stated)

### 26. Related parties (continued)

#### (5) Amounts due to related parties:

	As of June 30, 2025	As of December 31, 2024
Advances from the companies significantly influenced by the Principal Shareholder	4	2
Payables for purchased service to companies significantly influenced by Principal Shareholder	980	9,362
<b>Total</b>	<b>984</b>	9,364

#### (6) Investment Commitment:

	As of June 30, 2025	As of December 31, 2024
Investment commitment to a partnership significantly influenced by the Company (Note 27(a))	390,423	404,846

#### (7) Key management compensation

Compensation of key management personnel of the Group for the six months ended June 30, 2025 and 2024 were as follows:

	For the Six Months Ended	
	June 30, 2025	2024
Basic salaries, housing fund, allowances and benefits in kind	38,765	45,420
Employer's contributions to a retirement benefit scheme	26	84
Discretionary bonuses	2,269	2,221
<b>Total</b>	<b>41,060</b>	47,725

## Notes to the Unaudited Condensed Consolidated Financial Statements

(All amounts in thousands, except for share and per share data, unless otherwise stated)

### 27. Commitments and Contingencies

#### (a) Capital commitments

Capital expenditures contracted for at the balance sheet dates but not recognized in the unaudited condensed consolidated financial statements are as follows:

	As of June 30, 2025	As of December 31, 2024
Investments	<b>390,423</b>	404,846
Property, plant and equipment	<b>628,356</b>	312,417
<b>Total</b>	<b>1,018,779</b>	717,263

#### (b) Purchase commitments

Purchase expenditures contracted for at the balance sheet dates but not recognized in the unaudited condensed consolidated financial statements are as follows:

	As of June 30, 2025	As of December 31, 2024
Purchase commitments on purchase of raw materials <sup>(i)</sup>	<b>4,633,656</b>	3,516,597

(i) Such amount excludes purchase commitments related to certain models which have been upgraded or where production has ceased. Losses on such commitments have been accrued for the six months ended June 30, 2025 and 2024, respectively (Note 17).

### 28. Subsequent events

The Group has performed an evaluation of subsequent events through the date of this report, which is the date the unaudited condensed consolidated financial statements were issued, with no material events or transactions needing recognition or disclosure found.

## Notes to the Unaudited Condensed Consolidated Financial Statements

(All amounts in thousands, except for share and per share data, unless otherwise stated)

### 29. Reconciliation between U.S. GAAP and International Financial Reporting Accounting Standards

The unaudited condensed financial statements are prepared in accordance with U.S. GAAP, which differ in certain respects from IFRS Accounting Standards. The main reconciling items include onerous contract, operating leases, share-based compensation, warranty provisions and investments measured at fair value. The following table sets forth the effects of material differences prepared under U.S. GAAP and IFRS Accounting Standards:

		<b>For the Six Months Ended</b>	
		<b>June 30</b>	
		<b>2025</b>	<b>2024</b>
<b>Reconciliation of net loss attributable to the Company in the unaudited condensed statement of comprehensive loss</b>			
Net loss attributable to the Group in the unaudited condensed consolidated statement of comprehensive loss as reported under U.S. GAAP			
IFRS adjustments:			
Onerous contract (Note(a))	1,929	30,513	
Operating leases (Note(b))	(17,857)	(13,638)	
Share-based compensation (Note(c))	31,062	107,470	
Warranty provisions (Note(d))	25,648	10,787	
Investments measured at fair value (Note(e))	(4,305)	—	
Net loss attributable to the Group in the unaudited condensed consolidated statement of comprehensive loss as reported under IFRS	(1,141,800)	(2,652,571)	
<b>Reconciliation of total shareholders' equity in the unaudited condensed consolidated balance sheets</b>			
Total shareholders' equity as reported under U.S. GAAP			
IFRS adjustments:			
Onerous contract (Note(a))	(35,214)	(37,143)	
Operating leases (Note(b))	(150,771)	(132,914)	
Warranty provisions (Note(d))	132,473	106,825	
Investments measured at fair value (Note(e))	5,745	10,050	
Total shareholders' equity as reported under IFRS Accounting Standards	30,289,600	31,221,606	

## Notes to the Unaudited Condensed Consolidated Financial Statements

(All amounts in thousands, except for share and per share data, unless otherwise stated)

### 29. Reconciliation between U.S. GAAP and International Financial Reporting Accounting Standards (continued)

#### (a) Onerous contract

In the third quarter of 2019, due to the upgrade of the G3 2019 to G3 2020, the Group voluntarily offered a customer upgrade program to all owners of G3 2019 model which was disclosed in Note 2(r). The additional promises included in the customer upgrade program for G3 2019 customers resulted in the Company incurring additional costs to fulfill the related additional promises upon the modification of the contracts with the customers. Such incremental costs exceeds the economic benefits expected to be received under the contract. Consequently the upgrade program resulted in an “onerous contract” situation.

In the fourth quarter of 2023, due to the upgrade of the latest Intelligent Driving System, the Group voluntarily offered a customer voucher benefit to all current owners of P5 P-edition model equipped with XPILOT 3.5. The additional commitment included in the voucher benefit for these customers results in more costs to fulfill the related new contracts upon the modification and consequently resulted in an “onerous contract” situation.

Under U.S. GAAP, there is no general guidance available for the recognition of onerous contract except for certain types of contracts or industry-specific arrangements. None of which is considered applicable to the Company's situation above. Under IFRS Accounting Standards, provisions are recognized when a contract becomes onerous, which occurs when the unavoidable costs of meeting the obligation(s) under a contract exceed the economic benefits to be received.

Accordingly, the reconciliation includes an onerous contract cost reversal of RMB1,929 and RMB30,513 reversed in the unaudited condensed consolidated statement of comprehensive loss for each of the six months ended June 30, 2025 and 2024, respectively. The amounts represent the net losses incurred by the Group as a result of the onerous contract aforementioned above when it first offered (i) the upgrade program to its G3 customers during the year ended December 31, 2019 and the reversal of such losses as the onerous contract provision was fully utilized as of December 31, 2022 and (ii) its P5 customers during the year ended December 31, 2023 and the reversal of such losses as the onerous contract provision was partially utilized as of December 31, 2023. The reconciliation also includes a difference of onerous contract provision made of RMB35,214 and RMB37,143 as of June 30, 2025 and December 31, 2024, respectively.

## Notes to the Unaudited Condensed Consolidated Financial Statements

(All amounts in thousands, except for share and per share data, unless otherwise stated)

### 29. Reconciliation between U.S. GAAP and International Financial Reporting Accounting Standards (continued)

#### (b) Operating leases

For operating leases under U.S. GAAP, the subsequent measurement of the lease liability is based on the present value of the remaining lease payments using the discount rate determined at lease commencement, while the right-of-use asset is remeasured at the amount of the lease liability, adjusted for the remaining balance of any lease incentives received, cumulative prepaid or accrued rents, unamortized initial direct costs and any impairment. This treatment under U.S. GAAP results in straight line expense being incurred over the lease term, as opposed IFRS Accounting Standards which generally yields a "front-loaded" expense with more expense recognized in earlier years of the lease.

Accordingly, the reconciliation includes an expenses difference recognized in the unaudited condensed consolidated statement of comprehensive loss of RMB17,857 and RMB13,638 for the six months ended June 30, 2025 and 2024, respectively. The reconciliation also includes a difference in total shareholders' equity of RMB150,771 and RMB132,914 as of June 30, 2025 and December 31, 2024, respectively.

#### (c) Share-based compensation

Subsequent to the completion of the IPO, the Group granted RSUs with service condition only to certain employees. The share-based compensation expenses were recognized over the vesting period using straight-line method under U.S. GAAP. While under IFRS Accounting Standards, the graded vesting method must be applied. Accordingly, the reconciliation includes an expense reversal of RMB31,062 and RMB107,470 in the unaudited condensed consolidated statement of comprehensive loss for the six months ended June 30, 2025 and 2024, respectively.

#### (d) Warranty provisions

Under U.S. GAAP, the amount of the warranty provisions is not required to be discounted. While under IFRS Accounting Standards, it requires that the amount of warranty provisions be the present value of the expenditure expected to be required to settle the obligation.

Accordingly, the reconciliation includes a cost of sales recognition difference in the unaudited condensed consolidated statement of comprehensive loss of RMB25,648 and RMB10,787 for the six months ended June 30, 2025 and 2024 in relation to the warranty cost. The reconciliation also includes a difference in total shareholders' equity of RMB132,473 and RMB106,825 as of June 30, 2025 and December 31, 2024, respectively.

**Notes to the Unaudited Condensed Consolidated Financial Statements**

(All amounts in thousands, except for share and per share data, unless otherwise stated)

**29. Reconciliation between U.S. GAAP and International Financial Reporting Accounting Standards (continued)****(e) Investments measured at fair value**

Under U.S. GAAP, the Group elected to record equity investments without readily determinable fair values using the measurement alternative at cost, less impairment, adjusted for subsequent observable price changes on a non-recurring basis, and report the changes in the carrying value of the equity investments in current earnings. Under IFRS Accounting Standards, these investments were classified as financial assets at fair value through profit or loss and measured at fair value with changes in fair value recognized through profit or loss.

Accordingly, the reconciliation includes a fair value loss of RMB4,305 and nil on these investments in the unaudited condensed consolidated statement of comprehensive loss for the six months ended June 30, 2025 and 2024, respectively. The reconciliation also includes a difference in total shareholder's equity of RMB5,745 and RMB10,050 as of June 30, 2025 and December 31, 2024, respectively.

**APPENDIX II**

**RISK FACTORS RELATING TO**

**THE OPERATING ENVIRONMENT AND STRATEGY OF UBS AG**

*This section supersedes in its entirety Appendix 2 of the Base Listing Document.*

## Risks relating to UBS AG

Certain risks, including those described below, may affect the ability of UBS AG to execute its strategy or its business activities, financial condition, results of operations and prospects. It is inherently exposed to multiple risks, many of which may become apparent only with the benefit of hindsight. As a result, risks that UBS AG does not consider to be material, or of which it is not currently aware, could also adversely affect it. Within each category, the risks that UBS AG considers to be most material are presented first.

### **Strategy, management and operational risks**

***UBS's acquisition of Credit Suisse Group AG exposes the UBS AG Group to heightened litigation risk and regulatory scrutiny and entails significant additional costs, liabilities and business integration risks***

UBS Group AG acquired Credit Suisse Group AG under exceptional circumstances and the continued outflows and deteriorating overall financial position of Credit Suisse, in order to avert a failure of Credit Suisse and thus damage to the Swiss financial centre and to global financial stability. The acquisition was effected through a merger of Credit Suisse Group AG with and into UBS Group AG, with UBS Group AG succeeding to all assets and all liabilities of Credit Suisse Group AG, becoming the direct or indirect shareholder of the former Credit Suisse Group AG's direct and indirect subsidiaries. Therefore, on a consolidated basis, all assets, risks and liabilities of the Credit Suisse Group became a part of UBS. This includes all ongoing and future litigation, regulatory and similar matters arising out of the business of the Credit Suisse Group, thereby materially increasing UBS's exposure to litigation and investigation risks.

The UBS AG Group has incurred and will continue to incur, substantial integration and restructuring costs as it combines the operations of UBS and Credit Suisse. In addition, the UBS AG Group may not realize all of the expected cost reductions and other benefits of the transaction. The UBS AG Group may not be able to successfully execute its strategic plans or to achieve the expected benefits of the acquisition of the Credit Suisse Group. The success of the transaction, including anticipated benefits and cost savings, will depend, in part, on the ability to successfully complete the integration of the operations of both firms rapidly and effectively, while maintaining stability of operations and high levels of service to customers of the combined franchise.

The ability of the UBS AG Group to complete the integration of Credit Suisse will depend on a number of factors, some of which are outside of its control, including its ability to:

- combine the operations of the two firms in a manner that preserves client service, simplifies infrastructure and results in operating cost savings, including the successful transfer of clients from legacy Credit Suisse platforms to UBS platforms in Switzerland, its largest booking centre;
- maintain deposits and client invested assets in its Global Wealth Management division and in Switzerland, and to attract additional deposits and invested assets to the combined firm;
- achieve cost reductions at the levels and in the timeframe it plans;
- enhance, integrate and, where necessary, remediate risk management and financial control and other systems and frameworks, including to remediate the material weakness in Credit Suisse's internal controls over financial reporting;
- complete the simplification of the legal structure of the combined firm in an expedited manner, including obtaining regulatory approvals and licenses required to implement the changes;
- retain staff and reverse attrition of staff in certain of Credit Suisse's business areas;
- successfully execute the wind-down of the assets and liabilities in its Non-core and Legacy division and release capital and resources for other purposes;
- decommission the information technology and other legacy Credit Suisse operational infrastructure to simplify its infrastructure, reduce operational complexity and lower its operating expenses; and
- resolve outstanding litigation, regulatory and similar matters, including matters relating to Credit Suisse, on terms that are not significantly adverse to the UBS AG Group, as well as to successfully remediate outstanding regulatory and supervisory matters and meet other regulatory commitments.

The level of success in the absorption of Credit Suisse, in the integration of the two groups and their businesses, particularly in the area of the Swiss domestic bank, as well as the domestic and international wealth management businesses, the execution of the planned strategy regarding cost reductions and divestment of any non-core assets, and the level of resulting impairments and write-downs, may impact the operational results, share price and the credit rating of UBS entities. The combined Group will be required to devote significant management attention and resources to integrating its business practices and support functions. The diversion of management's attention and any delays or difficulties encountered in connection with the transaction and the coordination of the two companies' operations could have an adverse effect on the business, financial results, financial condition or the share price of the combined Group following the transaction. The coordination process may also result in additional and unforeseen expenses.

***Substantial changes in regulation may adversely affect the UBS AG Group's businesses and UBS AG's ability to execute its strategic plans***

Since the financial crisis of 2008, the UBS AG Group has been subject to significant regulatory requirements, including recovery and resolution planning, changes in capital and prudential standards, changes in taxation regimes as a result of changes in governmental administrations, new and revised market standards and fiduciary duties, as well as new and developing environmental, social and governance ("ESG") standards and requirements. Notwithstanding attempts by regulators to align their efforts, the measures adopted or proposed for banking regulation differ significantly across the major jurisdictions, making it increasingly difficult to manage a global institution. Regulatory reviews of the events leading to the failures of US banks and the acquisition of Credit Suisse by UBS Group in 2023, as well as regulatory measures to complete the implementation of the Basel 3 standards, may increase capital, liquidity and other requirements applicable to banks, including UBS AG. Swiss regulatory changes with regard to such matters as capital and liquidity have often proceeded more quickly than those in other major jurisdictions, and Switzerland's requirements for major international banks are among the strictest of the major financial centres. Switzerland has implemented the final Basel 3 requirements effective 1 January 2025, at least a year ahead of the EU and the UK and likely several years ahead of the United States.

In June 2025, the Swiss Federal Council published for public comment proposed amendments to the Swiss Capital Adequacy Ordinance, to implement certain of the recommendations. As currently proposed, such amendments would become effective in January 2027. At the same time, the Swiss Federal Council announced that it will publish proposed amendments to law to implement other of the recommendations, and that such amendments relating to capital requirements are intended to become effective in 2028, with the remaining amendments intended to become effective in 2029. The capital measures proposed by the Swiss Federal Council, if adopted as proposed, would require significant additional capital at UBS AG. Increased capital or liquidity requirements would put UBS AG at a disadvantage when competing with peer financial institutions subject to lower capital or liquidity requirements or more lenient regulation and increase its competitive disadvantage in some areas with unregulated non-bank competitors.

The UBS AG Group's implementation of additional regulatory requirements and changes in supervisory standards, as well as its compliance with existing laws and regulations, continue to receive heightened scrutiny from supervisors. If the UBS AG Group does not meet supervisory expectations in relation to these or other matters, or if additional supervisory or regulatory issues arise, it would likely be subject to further regulatory scrutiny, as well as measures that may further constrain its strategic flexibility.

***Resolvability and resolution and recovery planning:*** The UBS AG Group has moved significant operations into subsidiaries to improve resolvability and meet other regulatory requirements, and this has resulted in substantial implementation costs, increased its capital and funding costs and reduced operational flexibility. For example, the UBS AG Group has transferred all of its US subsidiaries under a US intermediate holding company to meet US regulatory requirements and has transferred substantially all the operations of Personal & Corporate Banking and Global Wealth Management booked in Switzerland to UBS Switzerland AG to improve resolvability.

These changes create operational, capital, liquidity, funding and tax inefficiencies. The operations of the UBS AG Group in subsidiaries are subject to local capital, liquidity, stable funding, capital planning and stress testing

requirements. These requirements have resulted in increased capital and liquidity requirements in affected subsidiaries, which limit the operational flexibility of UBS AG and negatively affect its ability to benefit from synergies between business units and to distribute earnings to the Group.

Under the Swiss too-big-to-fail (“**TBTF**”) framework, the UBS AG Group is required to put in place viable emergency plans to preserve the operation of systemically important functions in the event of a failure. Moreover, under this framework and similar regulations in the US, the UK, the EU and other jurisdictions in which it operates, UBS AG is required to prepare credible recovery and resolution plans detailing the measures that would be taken to recover in a significant adverse event or in the event of winding down the Group, UBS AG or the operations in a host country through resolution or insolvency proceedings. If a recovery or resolution plan that UBS AG produces is determined by the relevant authority to be inadequate or not credible, relevant regulation may permit the authority to place limitations on the scope or size of its business in that jurisdiction, or oblige it to hold higher amounts of capital or liquidity or to change its legal structure or business in order to remove the relevant impediments to resolution.

The authorities in Switzerland and internationally have published lessons learned from the Credit Suisse and the US regional bank failures, which are expected to result in additional requirements regarding resolution planning and early intervention tools for authorities. In connection with these reviews, FINMA has announced that it would not provide an assessment of the UBS resolution plans in 2024 as it expects to make adjustments to its resolution plan requirements based on lessons learned reviews as well as potential changes in its recovery and resolution authority under amendments that are expected to be proposed to Swiss law. UBS AG expects to make adjustments to its resolution plans to reflect additional guidance from FINMA and may be required to make further adjustment to reflect any changes to law that are enacted.

*Capital and prudential standards:* As an internationally active Swiss systemically relevant bank, the UBS AG Group is subject to capital and total loss-absorbing capacity (“**TLAC**”) requirements that are among the most stringent in the world. Moreover, many of its subsidiaries must comply with minimum capital, liquidity and similar requirements and, as a result, UBS Group AG and UBS AG have contributed a significant portion of their capital and provide substantial liquidity to these subsidiaries. These funds are available to meet funding and collateral needs in the relevant entities, but are generally not readily available for use by the Group as a whole.

The UBS AG Group’s risk-weighted assets (“**RWA**”) and leverage ratio denominator (“**LRD**”) are affected as Switzerland has implemented the final standards promulgated by the Basel Committee on Banking Supervision (“**the BCBS**”) and may be further affected as provisions of the standards are phased in. Although these final Basel 3 standards have now been implemented in Switzerland, other major banking centres have delayed implementation or have not yet enacted the final standards into regulation. Extended delay in implementation by other jurisdictions may lead to higher capital requirements for the UBS AG Group relative to peers.

In connection with the acquisition of the Credit Suisse Group, FINMA has permitted Credit Suisse entities to continue to apply certain prior interpretations and has provided supervisory rulings on the treatment of certain items for RWA or capital purposes. In general, these interpretations require that UBS phase out the treatment over the next several years. In addition, FINMA has agreed that the additional capital requirement applicable to Swiss systemically relevant banks, which is based on market share in Switzerland and LRD, will not increase as a result of the acquisition of the Credit Suisse Group before the end of 2025. The phase-out or end of these periods will likely increase the UBS AG Group’s overall capital requirements.

Increases in capital and changes in liquidity requirements may, in the aggregate require the UBS AG Group to maintain significantly higher levels of capital. Higher capital or liquidity requirements applied to UBS Group or UBS AG relative to competitors in Switzerland or abroad may affect the UBS AG Group’s ability to compete with firms subject to less stringent capital requirements and increase UBS AG Group’s costs to serve customers.

*Market regulation and fiduciary standards:* The UBS AG Group’s wealth and asset management businesses operate in an environment of increasing regulatory scrutiny and changing standards with respect to fiduciary and other standards of care and the focus on mitigating or eliminating conflicts of interest between a manager or advisor and the client, which require effective implementation across the global systems and processes of investment managers

and other industry participants. For example, the UBS AG Group has made material changes to its business processes, policies and the terms on which it interacts with these clients in order to comply with US Securities and Exchange Commission (“SEC”) Regulation Best Interest, which is intended to enhance and clarify the duties of brokers and investment advisers to retail customers, and the Volcker Rule, which limits its ability to engage in proprietary trading, as well as changes in European and Swiss market conduct regulation. Future changes in the regulation of the UBS AG Group’s duties to customers may require it to make further changes to its businesses, which would result in additional expense and may adversely affect its business. The UBS AG Group may also become subject to other similar regulations substantively limiting the types of activities in which it may engage or the way it conducts its operations.

In many instances, the UBS AG Group provides services on a cross-border basis, and it is therefore sensitive to barriers restricting market access for third-country firms. In particular, efforts in the EU to harmonize the regime for third-country firms to access the European market may have the effect of creating new barriers that adversely affect the UBS AG Group’s ability to conduct business in these jurisdictions from Switzerland. In addition, a number of jurisdictions are increasingly regulating cross-border activities based on determinations of equivalence of home country regulation, substituted compliance or similar principles of comity. A negative determination with respect to Swiss equivalence could limit the UBS AG Group’s access to the market in those jurisdictions and may negatively influence its ability to act as a global firm. For example, the EU declined to extend its equivalence determination for Swiss exchanges, which lapsed as of 30 June 2019.

The UBS AG Group has experienced cross-border outflows over a number of years as a result of heightened focus by fiscal authorities on cross-border investment and fiscal amnesty programs, in anticipation of the implementation in Switzerland of the global automatic exchange of tax information, and as a result of the measures the UBS AG Group has implemented in response to these changes. Further changes in local tax laws or regulations and their enforcement, additional cross-border tax information exchange regimes, national tax amnesty or enforcement programs or similar actions may affect its clients’ ability or willingness to do business with the UBS AG Group and could result in additional cross-border outflows.

#### ***The reputation of the UBS AG Group is critical to its success***

The reputation of the UBS AG Group is critical to the success of its strategic plans, business and prospects. Reputational damage is difficult to reverse, and improvements tend to be slow and difficult to measure. In the past, the reputation of the UBS AG Group has been adversely affected by its losses during the 2008 financial crisis, investigations into its cross-border private banking services, criminal resolutions of London Interbank Offered Rates (LIBOR)-related and foreign exchange matters, as well as other matters. UBS AG believes that reputational damage as a result of these events was an important factor in its loss of clients and client assets across its asset-gathering businesses. The Credit Suisse Group was more recently subject to significant litigation and regulatory matters and to financial losses that adversely affected its reputation and the confidence of clients, which played a significant role in the events leading to the acquisition of the Credit Suisse Group in March 2023. These events, or new events that cause reputational damage, could have a material adverse effect on the UBS AG Group’s results of operation and financial condition, as well as its ability to achieve its strategic goals and financial targets.

#### ***Operational risks affect the businesses of the UBS AG Group***

The businesses of the UBS AG Group depend on its ability to process a large number of transactions, many of which are complex, across multiple and diverse markets in different currencies, to comply with requirements of many different legal and regulatory regimes to which it is subject and to prevent, or promptly detect and stop, unauthorized, fictitious or fraudulent transactions. The UBS AG Group also relies on access to, and on the functioning of, systems maintained by third parties, including clearing systems, exchanges, information processors and central counterparties. Any failure of its or third-party systems could have an adverse effect on the UBS AG Group. These risks may be greater as the UBS AG Group deploys newer technologies, such as blockchain, or processes, platforms or products that rely on these technologies. UBS AG Group’s operational risk management and control systems and processes are designed to help ensure that the risks associated with its activities – including those arising from process error, failed execution, misconduct, unauthorized trading, fraud, system failures, financial crime, cyberattacks, breaches of

information security, inadequate or ineffective access controls and failure of security and physical protection – are appropriately controlled. If its internal controls fail or prove ineffective in identifying and remedying these risks, The UBS AG Group could suffer operational failures that might result in material losses. The acquisition of the Credit Suisse Group may elevate these risks, particularly during the first phases of integration, as the firms have historically operated under different procedures, IT systems, risk policies and structures of governance.

As a meaningful proportion of its staff have been and will continue working from outside the office, UBS AG Group has faced, and will continue to face, new challenges and operational risks, including maintenance of supervisory and surveillance controls, as well as increased fraud and data security risks. While the UBS AG Group has taken measures to manage these risks, these measures could prove not to be effective.

The UBS AG Group uses automation as part of its efforts to improve efficiency, reduce the risk of error and improve its client experience. The UBS AG Group intends to expand the use of robotic processing, machine learning and artificial intelligence (AI) to further these goals. Use of these tools presents their own risks, including the need for effective design and testing; the quality of the data used for development and operation of machine learning and AI tools may adversely affect their functioning and result in errors and other operational risks.

Financial services firms have increasingly been subject to breaches of security and to cyber- and other forms of attack, some of which are sophisticated and targeted attacks intended to gain access to confidential information or systems, disrupt service or steal or destroy data, which may result in business disruption or the corruption or loss of data at the UBS AG Group's locations or those of third parties. Cyberattacks by hackers, terrorists, criminal organizations, nation states and extremists have also increased in frequency and sophistication. Current geopolitical tensions have also led to increased risk of cyberattack from foreign state actors. In particular, the Russia–Ukraine war and the imposition of significant sanctions on Russia by Switzerland, the US, the EU, the UK and others has resulted and may continue to result in an increase in the risk of cyberattacks. Such attacks may occur on the UBS AG Group's own systems or on the systems that are operated by external service providers, may be attempted through the introduction of ransomware, viruses or malware, phishing and other forms of social engineering, distributed denial of service attacks and other means. These attempts may occur directly or using equipment or security passwords of the UBS AG Group's employees, third-party service providers or other users. Cybersecurity risks also have increased due to the widespread use of digital technologies, cloud computing and mobile devices to conduct financial business and transactions, as well as due to generative AI, which increases the capabilities of adversaries to mount sophisticated phishing attacks, for example, through the use of deepfake technologies, and presents new challenges to the protection of the UBS AG Group's systems and networks and the confidentiality and integrity of its data. During the first quarter of 2023, a third-party vendor, ION XTP, suffered a ransomware attack, which resulted in some disruption to the UBS AG Group's exchange-traded derivatives clearing activities, although it restored its services within 36 hours, using an available alternative solution. In addition to external attacks, the UBS AG Group has experienced loss of client data from failure by employees and others to follow internal policies and procedures and from misappropriation of its data by employees and others.

The UBS AG Group may not be able to anticipate, detect or recognize threats to its systems or data and its preventative measures may not be effective to prevent an attack or a security breach. In the event of a security breach, notwithstanding its preventative measures, the UBS AG Group may not immediately detect a particular breach or attack. The acquisition of the Credit Suisse Group may elevate and intensify these risks, as would-be attackers have a larger potential target in the combined bank and differences in systems, policies, and platforms could make threat detection more difficult. In addition, the implementation of the large-scale technological change program that is necessary to integrate the combined bank's systems at pace may also result in increased risks. Once a particular attack is detected, time may be required to investigate and assess the nature and extent of the attack, and to restore and test systems and data. If a successful attack occurs at a service provider, as the UBS AG Group has recently experienced, the UBS AG Group may be dependent on the service provider's ability to detect the attack, investigate and assess the attack and successfully restore the relevant systems and data. A successful breach or circumvention of security of the UBS AG Group's or a service provider's systems or data could have significant negative consequences for the UBS AG Group, including disruption of its operations, misappropriation of confidential information concerning it or its clients, damage to its systems, financial losses for the UBS AG Group's or its clients, violations of data privacy and

similar laws, litigation exposure, and damage to its reputation. The UBS AG Group may be subject to enforcement actions as regulatory focus on cybersecurity increases and regulators have announced new rules, guidance and initiatives on ransomware and other cybersecurity-related issues.

The UBS AG Group is subject to complex and frequently changing laws and regulations governing the protection of client and personal data, such as the EU General Data Protection Regulation. Ensuring that the UBS AG Group complies with applicable laws and regulations when it collects, uses and transfers personal information requires substantial resources and may affect the ways in which the UBS AG Group conducts its business. In the event that the UBS AG Group fails to comply with applicable laws, it may be exposed to regulatory fines and penalties and other sanctions. The UBS AG Group may also incur such penalties if its vendors or other service providers or clients or counterparties fail to comply with these laws or to maintain appropriate controls over protected data. In addition, any loss or exposure of client or other data may adversely damage the UBS AG Group's reputation and adversely affect its business.

A major focus of US and other countries' governmental policies relating to financial institutions in recent years has been on fighting money laundering and terrorist financing. The UBS AG Group is required to maintain effective policies, procedures and controls to detect, prevent and report money laundering and terrorist financing, and to verify the identity of its clients under the laws of many of the countries in which it operates. The UBS AG Group is also subject to laws and regulations related to corrupt and illegal payments to government officials by others, such as the US Foreign Corrupt Practices Act and the UK Bribery Act. The UBS AG Group has implemented policies, procedures and internal controls that are designed to comply with such laws and regulations. Notwithstanding this, regulators have found deficiencies in the design and operation of anti-money-laundering programs in the UBS AG Group's US operations. The UBS AG Group has undertaken a significant program to address these regulatory findings with the objective of fully meeting regulatory expectations for its programs. Failure to maintain and implement adequate programs to combat money laundering, terrorist financing or corruption, or any failure of the UBS AG Group's programs in these areas, could have serious consequences both from legal enforcement action and from damage to its reputation. Frequent changes in sanctions imposed and increasingly complex sanctions imposed on countries, entities and individuals, as exemplified by the breadth and scope of the sanctions imposed in relation to the war in Ukraine, increase the cost of the UBS AG Group monitoring and complying with sanctions requirements and increase the risk that it will not identify in a timely manner client activity that is subject to a sanction.

As a result of new and changed regulatory requirements and the changes the UBS AG Group has made in its legal structure, the volume, frequency and complexity of its regulatory and other reporting has remained elevated. Regulators have also significantly increased expectations regarding the UBS AG Group's internal reporting and data aggregation, as well as management reporting. The UBS AG Group has incurred, and continues to incur, significant costs to implement infrastructure to meet these requirements. Failure to meet external reporting requirements accurately and in a timely manner or failure to meet regulatory expectations of internal reporting, data aggregation and management reporting could result in enforcement action or other adverse consequences for the UBS AG Group.

In addition, despite the contingency plans that the UBS AG Group has in place, its ability to conduct business may be adversely affected by a disruption in the infrastructure that supports its businesses and the communities in which it operates. This may include a disruption due to natural disasters, pandemics, civil unrest, war or terrorism and involve electrical, communications, transportation or other services that the UBS AG Group uses or that are used by third parties with whom it conducts business.

***The UBS AG Group depends on its risk management and control processes to avoid or limit potential losses in its businesses***

Controlled risk-taking is a major part of the business of a financial services firm. Some losses from risk-taking activities are inevitable, but, to be successful over time, the UBS AG Group must balance the risks it takes against the returns generated. Therefore, it must diligently identify, assess, manage and control its risks, not only in normal market conditions but also as they might develop under more extreme, stressed conditions, when concentrations of exposures can lead to severe losses.

The UBS AG Group has not always been able to prevent serious losses arising from risk management failures and extreme or sudden market events. It recorded substantial losses on fixed-income trading positions in the 2008 financial crisis, in the unauthorized trading incident in 2011 and, more recently, positions resulting from the default of a US prime brokerage client. Credit Suisse has suffered very significant losses from the default of the US prime brokerage client and losses in supply chain finance funds managed by it, as well as other matters. As a result of these, Credit Suisse is subject to significant regulatory remediation obligations to address deficiencies in its risk management and control systems, that continue following the merger.

The UBS AG Group regularly revises and strengthens its risk management and control frameworks to seek to address identified shortcomings. Nonetheless, it could suffer further losses in the future if, for example:

- it does not fully identify the risks in its portfolio, in particular risk concentrations and correlated risks;
- its assessment of the risks identified, or its response to negative trends, proves to be untimely, inadequate, insufficient or incorrect;
- its risk models prove insufficient to predict the scale of financial risks the bank faces;
- markets move in ways that it does not expect – in terms of their speed, direction, severity or correlation – and its ability to manage risks in the resulting environment is, therefore, affected;
- third parties to whom it has credit exposure or whose securities it holds are severely affected by events and it suffers defaults and impairments beyond the level implied by its risk assessment; or
- collateral or other security provided by its counterparties and clients proves inadequate to cover their obligations at the time of default.

The UBS AG Group also holds legacy risk positions, primarily in Non-core and Legacy, that, in many cases, are illiquid and may deteriorate in value. The acquisition of the Credit Suisse Group and the integration of UBS AG with Credit Suisse AG has increased, materially, the portfolio of business that is outside of the UBS AG Group's risk appetite and subject to exit that will be managed in the Non-core and Legacy segment.

The UBS AG Group also manages risk on behalf of its clients. The performance of assets it holds for its clients may be adversely affected by the same aforementioned factors. If clients suffer losses or the performance of their assets held with the UBS AG Group is not in line with relevant benchmarks against which clients assess investment performance, the UBS AG Group may suffer reduced fee income and a decline in assets under management, or withdrawal of mandates.

Investment positions, such as equity investments made as part of strategic initiatives and seed investments made at the inception of funds that the UBS AG Group manages, may also be affected by market risk factors. These investments are often not liquid and generally are intended or required to be held beyond a normal trading horizon. Deteriorations in the fair value of these positions would have a negative effect on the UBS AG Group's earnings.

***The UBS AG Group may be unable to identify or capture revenue or competitive opportunities, or retain and attract qualified employees***

The financial services industry is characterized by intense competition, continuous innovation, restrictive, detailed and sometimes fragmented regulation and ongoing consolidation. The UBS AG Group faces competition at the level of local markets and individual business lines and from global financial institutions that are comparable to it in their size and breadth, as well as competition from new technology-based market entrants, which may not be subject to the same level of regulation. Barriers to entry in individual markets and pricing levels are being eroded by new technology. The UBS AG Group expects these trends to continue and competition to increase. Its competitive strength and market position could be eroded if the UBS AG Group is unable to identify market trends and developments, does not respond to such trends and developments by devising and implementing adequate business strategies, does not adequately develop or update its technology, including its digital channels and tools, or is unable to attract or retain the qualified people needed.

The amount and structure of the UBS AG Group's employee compensation is affected not only by its business results but also by competitive factors and regulatory considerations.

In response to the demands of various stakeholders, including regulatory authorities and shareholders, and in order to better align the interests of its staff with other stakeholders, the UBS AG Group has increased average deferral periods for stock awards, expanded forfeiture provisions and, to a more limited extent, introduced clawback provisions for certain awards linked to business performance. UBS AG has also introduced individual caps on the proportion of fixed to variable pay for the members of the Executive Board (“**EB**”), as well as certain other employees. UBS is also required to maintain and enforce provisions requiring it to recover from EB members and certain other executives a portion of performance-based incentive compensation in the event that the UBS Group and UBS AG, or another entity with securities listed on a US national securities exchange, is required to restate its financial statements as a result of a material error.

Constraints on the amount or structure of employee compensation, higher levels of deferral, performance conditions and other circumstances triggering the forfeiture of unvested awards may adversely affect the ability of the UBS AG Group to retain and attract key employees, particularly where it competes with companies that are not subject to these constraints. The loss of key staff and the inability to attract qualified replacements could seriously compromise the ability of the UBS AG Group to execute its strategy and to successfully improve its operating and control environment, and could affect its business performance. This risk is intensified by elevated levels of attrition among Credit Suisse employees. Swiss law requires that shareholders approve the compensation of the UBS Group AG Board of Directors (“**the Group Board**”) and the UBS Group AG Group Executive Board (“**GEB**”) each year. If UBS Group AG’s shareholders fail to approve the compensation for the GEB or the Group Board, this could have an adverse effect on UBS AG’s ability to retain experienced directors and its senior management.

***UBS AG’s operating results, financial condition and ability to pay its obligations in the future may be affected by funding, dividends and other distributions received directly or indirectly from its subsidiaries, which may be subject to restrictions***

UBS AG’s ability to pay its obligations in the future will depend on the level of funding, dividends and other distributions, if any, received from UBS Switzerland AG and other subsidiaries. The ability of such subsidiaries to make loans or distributions, directly or indirectly, to UBS AG may be restricted as a result of several factors, including restrictions in financing agreements and the requirements of applicable law and regulatory, fiscal or other restrictions. In particular, UBS AG’s direct and indirect subsidiaries, including UBS Switzerland AG, UBS Americas Holding LLC, Credit Suisse Holdings (USA) Inc., UBS Europe SE and Credit Suisse International, are subject to laws and regulations that require the entities to maintain minimum levels of capital and liquidity, that restrict dividend payments, that authorize regulatory bodies to block or reduce the flow of funds from those subsidiaries to UBS Group AG, or that could affect their ability to repay any loans made to, or other investments in, such subsidiary by UBS AG or another member of the UBS AG Group. For example, in the early stages of the COVID-19 pandemic, the European Central Bank ordered all banks under its supervision to cease dividend distributions, and the Board of Governors of the Federal Reserve System limited capital distributions by bank holding companies and intermediate holding companies. Restrictions and regulatory actions could impede access to funds that UBS AG may need to meet its obligations. In addition, UBS AG’s right to participate in a distribution of assets upon a subsidiary’s liquidation or reorganization is subject to all prior claims of the subsidiary’s creditors.

Furthermore, UBS AG may guarantee some of the payment obligations of certain of the Group’s subsidiaries from time to time. These guarantees may require UBS AG to provide substantial funds or assets to subsidiaries or their creditors or counterparties at a time when UBS AG is in need of liquidity to fund its own obligations.

**Market, credit and macroeconomic risks**

***Performance in the financial services industry is affected by market conditions and the macroeconomic climate***

The UBS AG Group’s businesses are materially affected by market and macroeconomic conditions. A market downturn and weak macroeconomic conditions can be precipitated by a number of factors, including geopolitical events, such as international armed conflicts, war, or acts of terrorism, the imposition of sanctions, global trade or global supply chain disruptions, including energy shortages and food insecurity, changes in monetary or fiscal policy, changes in trade policies or international trade disputes, significant inflationary or deflationary price changes,

disruptions in one or more concentrated economic sectors, natural disasters, pandemics or local and regional civil unrest. Such developments can have unpredictable and destabilizing effects.

Adverse changes in interest rates, credit spreads, securities prices, market volatility and liquidity, foreign exchange rates, commodity prices, and other market fluctuations, as well as changes in investor sentiment, can affect the UBS AG Group's earnings and ultimately its financial and capital positions. As financial markets are global and highly interconnected, local and regional events can have widespread effects well beyond the countries in which they occur. Any of these developments may adversely affect the UBS AG Group's business or financial results.

As a result of significant volatility in the market, the UBS AG Group's businesses may experience a decrease in client activity levels and market volumes, which would adversely affect its ability to generate transaction fees, commissions and margins, particularly in Global Wealth Management and the Investment Bank. A market downturn would likely reduce the volume and valuation of assets that the UBS AG Group manages on behalf of clients, which would reduce recurring fee income that is charged based on invested assets, primarily in Global Wealth Management and Asset Management, and performance-based fees in Asset Management. Such a downturn could also cause a decline in the value of assets that the UBS AG Group owns and accounts for as investments or trading positions. In addition, reduced market liquidity or volatility may limit trading opportunities and therefore may reduce transaction-based income and may also impede the UBS AG Group's ability to manage risks.

Health emergencies, including pandemics and measures taken by governmental authorities to manage them, may have effects such as labour market displacements, supply chain disruptions, and inflationary pressures, and adversely affect global and regional economic conditions, resulting in contraction in the global economy, substantial volatility in the financial markets, crises in markets for goods and services, disruptions in real estate markets, increased unemployment, increased credit and counterparty risk, and operational challenges, as was seen with the COVID-19 pandemic. Such economic or market disruptions, including inflationary pressures, may lead to reduced levels of client activity and demand for the UBS AG Group's products and services, increased utilization of lending commitments, significantly increased client defaults, continued and increasing credit and valuation losses in its loan portfolios, loan commitments and other assets, and impairments of other financial assets. A fall in equity markets and a consequent decline in invested assets would also reduce recurring fee income in the UBS AG Group's Global Wealth Management and Asset Management businesses, as it experienced in the second quarter of 2022. These factors and other consequences of a health emergency may negatively affect the financial condition of the UBS AG Group, including possible constraints on capital and liquidity, as well as resulting in a higher cost of capital, and possible downgrades to its credit ratings.

*Geopolitical events:* Terrorist activity and armed conflict in the Middle East, as well as the continuing Russia–Ukraine war, may have significant impacts on global markets, exacerbate global inflationary pressures and slow global growth. In addition, the ongoing conflicts may continue to cause significant population displacement, and lead to shortages of vital commodities, including energy shortages and food insecurity outside the areas immediately involved in armed conflict. Governmental responses to the armed conflicts, including, with respect to the Russia–Ukraine war, coordinated successive sets of sanctions on Russia and Belarus, and Russian and Belarusian entities and nationals, and the uncertainty as to whether the ongoing conflicts will widen and intensify, may continue to have significant adverse effects on the market and macroeconomic conditions, including in ways that cannot be anticipated. If individual countries impose restrictions on cross-border payments or trade, or other exchange or capital controls, or change their currency (for example, if one or more countries should leave the Eurozone, as a result of the imposition of sanctions on individuals, entities or countries, or escalation of trade restrictions and other actions between the US, or other countries, and China), the UBS AG Group could suffer adverse effects on its business, losses from enforced default by counterparties, be unable to access its own assets or be unable to effectively manage its risks.

The UBS AG Group could be materially affected if a crisis develops, regionally or globally, as a result of disruptions in markets due to macroeconomic or political developments, trade restrictions, or the failure of a major market participant. Over time, the UBS AG Group's strategic plans have become more heavily dependent on its ability to generate growth and revenue in emerging markets, including China, causing it to be more exposed to the risks associated with such markets.

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Global Wealth Management derives revenues from all the principal regions but has a greater concentration in Asia than many peers and a substantial presence in the US, unlike many European peers. The Investment Bank's business is more heavily weighted to Europe and Asia than the UBS AG Group's peers, while its derivatives business is more heavily weighted to structured products for wealth management clients, in particular with European and Asian underlyings. The UBS AG Group's performance may therefore be more affected by political, economic and market developments in these regions and businesses than some other financial service providers.

The extent to which ongoing conflicts, current inflationary pressures and related adverse economic conditions affect the UBS AG Group's businesses, results of operations and financial condition, as well as its regulatory capital and liquidity ratios, will depend on future developments, including the effects of the current conditions on its clients, counterparties, employees and third-party service providers.

***The UBS AG Group's credit risk exposure to clients, trading counterparties and other financial institutions would increase under adverse or other economic conditions***

Credit risk is an integral part of many of the UBS AG Group's activities, including lending, underwriting and derivatives activities. Adverse economic or market conditions, or the imposition of sanctions or other restrictions on clients, counterparties or financial institutions, may lead to impairments and defaults on these credit exposures. Losses may be exacerbated by declines in the value of collateral securing loans and other exposures. In the UBS AG Group's prime brokerage, securities finance and Lombard lending businesses, it extends substantial amounts of credit against securities collateral the value or liquidity of which may decline rapidly. Market closures and the imposition of exchange controls, sanctions or other measures may limit the ability of the UBS AG Group to settle existing transactions or to realize on collateral, which may result in unexpected increases in exposures. The UBS AG Group's Swiss mortgage and corporate lending portfolios, which have increased substantially as a result of the Credit Suisse acquisition, are a large part of its overall lending. The UBS AG Group is therefore exposed to the risk of adverse economic developments in Switzerland, including property valuations in the housing market, the strength of the Swiss franc and its effect on Swiss exports, a return to negative interest rates applied by the Swiss National Bank, economic conditions within the Eurozone or the EU, and the evolution of agreements between Switzerland and the EU or European Economic Area, which represent Switzerland's largest export market. The UBS AG Group has exposures related to real estate in various countries, including a substantial Swiss mortgage portfolio. Although the UBS AG Group believes this portfolio is prudently managed, it could nevertheless be exposed to losses if a substantial deterioration in the Swiss real estate market were to occur.

As the UBS AG Group experienced in 2020, under the IFRS 9 expected credit loss ("ECL") regime, credit loss expenses may increase rapidly at the onset of an economic downturn as a result of higher levels of credit impairments (stage 3), as well as higher ECL from stages 1 and 2. Substantial increases in ECL could exceed expected loss for regulatory capital purposes and adversely affect the UBS AG Group's common equity tier 1 ("CET1") capital and regulatory capital ratios.

***Interest rate trends and changes could negatively affect the UBS AG Group's financial results***

The UBS AG Group's businesses are sensitive to changes in interest rate trends. A prolonged period of low or negative interest rates, particularly in Switzerland and the Eurozone, adversely affected the net interest income generated by UBS's Personal & Corporate Banking and Global Wealth Management businesses prior to 2022. Actions that the UBS AG Group took to mitigate adverse effects on income, such as the introduction of selective deposit fees or minimum lending rates, contributed to outflows of customer deposits (a key source of funding for the UBS AG Group), net new money outflows and a declining market share in its Swiss lending business.

During 2022, interest rates increased sharply in the US and most other markets, including a shift from negative to positive central bank policy rates in the Eurozone and Switzerland, as central banks responded to higher inflation. Higher interest rates generally benefit the UBS AG Group's net interest income. However, as returns on alternatives to deposits increase with rising interest rates, such as returns on money market funds, the UBS AG Group experienced outflows from customer deposits and shifts of deposits from lower-interest account types to accounts bearing higher interest rates, such as savings and certificates of deposit, starting with effects in the US, where rates had rapidly

increased. In addition, higher-for-longer interest rates, such as those experienced in 2023, have led to similar shifts in euro and Swiss franc deposits. Sustained higher interest rates also may adversely affect the UBS AG Group's credit counterparties. Customer deposit outflows could require the UBS AG Group to obtain alternative funding, which would likely be more costly than customer deposits.

***Currency fluctuation may have an adverse effect on the UBS AG Group's profits, balance sheet and regulatory capital***

The UBS AG Group is subject to currency fluctuation risks as a substantial portion of its assets and liabilities are denominated in currencies other than the UBS AG Group's presentation currency, the US dollar. In order to hedge its CET1 capital ratio, the UBS AG Group's CET1 capital must have foreign currency exposure, which leads to currency sensitivity. As a consequence, it is not possible to simultaneously fully hedge both CET1 capital and the CET1 capital ratio. Accordingly, changes in foreign exchange rates may adversely affect the UBS AG Group's profits, balance sheet, and capital, leverage and liquidity coverage ratios.

**Regulatory and legal risks**

***Material legal and regulatory risks arise in the conduct of the UBS AG Group's business***

As a global financial services firm operating in more than 50 countries, the UBS AG Group is subject to many different legal, tax and regulatory regimes, including extensive regulatory oversight, and are exposed to significant liability risk. The UBS AG Group is subject to a large number of claims, disputes, legal proceedings and government investigations, and it expects that its ongoing business activities will continue to give rise to such matters in the future. In addition, UBS AG inherited claims against Credit Suisse entities as part of the acquisition, including matters that may be material to the operating results of the combined group. The extent of its financial exposure to these and other matters is material and could substantially exceed the level of provisions that the UBS AG Group has established. the UBS AG Group is not able to predict the financial and non-financial consequences these matters may have when resolved.

The UBS AG Group may be subject to adverse preliminary determinations or court decisions that may negatively affect public perception and its reputation, result in prudential actions from regulators, and cause it to record additional provisions for such matters even when it believes it has substantial defences and expects to ultimately achieve a more favourable outcome. This risk is illustrated by the award of aggregate penalties and damages of EUR 4.5 billion against UBS by the court of first instance in France. This award was reduced to an aggregate of EUR 1.8 billion against by the Court of Appeal, and, in a further appeal, the French Supreme Court referred the case back to the Paris Court of Appeal to reconsider the amount after a new trial.

Litigation, regulatory and similar matters may also result in non-monetary penalties and consequences. Among other things, a guilty plea to, or conviction of, a crime (including as a result of termination of the Deferred Prosecution Agreement Credit Suisse entered into with the US Department of Justice in 2021 to resolve its Mozambique matter) could have material consequences for UBS AG.

Resolution of regulatory proceedings has required the UBS AG Group to obtain waivers of regulatory disqualifications to maintain certain operations, may entitle regulatory authorities to limit, suspend or terminate licenses and regulatory authorizations, and may permit financial market utilities to limit, suspend or terminate the UBS AG Group's participation in them. The UBS AG Group and Credit Suisse have each required waivers or exemptions in order to continue to act as investment manager to pension plans and registered investment companies in the US, among other things; failure to obtain such waivers, or any limitation, suspension or termination of licenses, authorizations or participations arising from a disqualifying event, could have material adverse consequences for the UBS AG Group.

The UBS AG Group's settlements with governmental authorities in connection with foreign exchange, LIBOR and other benchmark interest rates starkly illustrate the significantly increased level of financial and reputational risk now associated with regulatory matters in major jurisdictions. In connection with investigations related to LIBOR and other benchmark rates, and to foreign exchange and precious metals, very large fines and disgorgement amounts were

assessed against the UBS AG Group, and it was required to enter guilty pleas despite its full cooperation with the authorities in the investigations and despite its receipt of conditional leniency or conditional immunity from anti-trust authorities in a number of jurisdictions, including the US and Switzerland.

For a number of years, the UBS AG Group has been, and it continues to be, subject to a very high level of regulatory scrutiny and to certain regulatory measures that constrain its strategic flexibility. The UBS AG Group believes it has remediated the deficiencies that led to significant losses in the past and made substantial changes in its controls and conduct risk frameworks to address the issues highlighted by past regulatory resolutions. The UBS AG Group has also undertaken extensive efforts to implement new regulatory requirements and meet heightened supervisory expectations. Prior to its acquisition by UBS, Credit Suisse was also subject to a high level of regulatory scrutiny and had significant regulatory and other remediation programs to address identified issues, including as a result of the Archegos, Mozambique, supply chain finance and cross-border tax matters. As part of the integration of Credit Suisse, UBS AG is addressing these matters and will likely remain under additional regulatory scrutiny until the integration is substantially completed.

The UBS AG Group continues to be in active dialogue with regulators concerning the actions it is taking to improve its operational risk management, risk control, anti-money-laundering, data management and other frameworks, and otherwise seeks to meet supervisory expectations, but there can be no assurance that its efforts will have the desired effects. As a result of this history, UBS AG's level of risk with respect to regulatory enforcement may be greater than that of some of its peers.

***If UBS AG experiences financial difficulties, FINMA has the power to open restructuring or liquidation proceedings or impose protective measures in relation to UBS AG or UBS Switzerland AG, and such proceedings or measures may have a material adverse effect on UBS AG's creditors***

Under the Swiss Banking Act, FINMA is able to exercise broad statutory powers with respect to Swiss banks and Swiss parent companies of financial groups, such as UBS Group AG, UBS AG and UBS Switzerland AG, if there is justified concern that an entity is over-indebted, has serious liquidity problems or, after the expiration of any relevant deadline, no longer fulfils capital adequacy requirements. Such powers include ordering protective measures, instituting restructuring proceedings (and exercising any Swiss resolution powers in connection therewith), and instituting liquidation proceedings, all of which may have a material adverse effect on shareholders and creditors or may prevent UBS AG or UBS Switzerland AG from paying dividends or making payments on debt obligations.

The UBS AG Group would have limited ability to challenge any such protective measures, and creditors and shareholders would also have limited ability under Swiss law or in Swiss courts to reject them, seek their suspension, or challenge their imposition, including measures that require or result in the deferment of payments.

If restructuring proceedings are opened with respect to UBS AG or UBS Switzerland AG the resolution powers that FINMA may exercise include the power to: (i) transfer all or some of the assets, debt and other liabilities, and contracts of the entity subject to proceedings to another entity; (ii) stay for a maximum of two business days (a) the termination of, or the exercise of rights to terminate, netting rights, (b) rights to enforce or dispose of certain types of collateral or (c) rights to transfer claims, liabilities or certain collateral, under contracts to which the entity subject to proceedings is a party; and (iii) partially or fully write down the equity capital and regulatory capital instruments and, if such regulatory capital is fully written down, write down or convert into equity the other debt instruments of the entity subject to proceedings. Creditors would have no right to reject, or to seek the suspension of, any restructuring plan pursuant to which such resolution powers are exercised. They would have only limited rights to challenge any decision to exercise resolution powers or to have that decision reviewed by a judicial or administrative process or otherwise.

Upon full or partial write-down of the equity and regulatory capital instruments of the entity subject to restructuring proceedings, the relevant shareholders and creditors would receive no payment in respect of debt that is written down, the write-down would be permanent, and the investors would likely not, at such time or at any time thereafter, receive any shares or other participation rights, or be entitled to any write-up or any other compensation in the event of a potential subsequent recovery of the debtor. If FINMA orders the conversion of debt of the entity subject to

restructuring proceedings into equity, the securities received by the investors may be worth significantly less than the original debt and may have a significantly different risk profile. In addition, creditors receiving equity would be effectively subordinated to all creditors of the restructured entity in the event of a subsequent winding up, liquidation or dissolution of the restructured entity, which would increase the risk that investors would lose all or some of their investment.

FINMA has significant discretion in the exercise of its powers in connection with restructuring proceedings. Furthermore, certain categories of debt obligations, such as certain types of deposits, are subject to preferential treatment. As a result, holders of obligations of an entity subject to a Swiss restructuring proceeding may have their obligations written down or converted into equity even though obligations ranking on par with such obligations are not written down or converted.

***Developments in sustainability, climate, environmental and social standards and regulations may affect the UBS AG Group's business and impact its ability to fully realize its goals***

The UBS AG Group is subject to separate, and sometimes conflicting, ESG regulations and regulator expectations in the various jurisdictions in which it operates. For example, in certain jurisdictions, the UBS AG Group is required to set diversity targets or other ESG-related goals that are considered illegal or contrary to regulatory expectations in other jurisdictions. In addition, with respect to decarbonization mandates, there is substantial uncertainty as to the scope of actions that may be required of the UBS AG Group, governments and others to achieve the goals the UBS AG Group has set, and many of its goals and objectives are only achievable with a combination of government and private action. National and international standards and expectations, industry and scientific practices, regulatory taxonomies, and disclosure obligations addressing these matters are relatively immature and are rapidly evolving. In addition, there are significant limitations in the data available to measure the UBS AG Group's climate and other goals. Although the UBS AG Group has defined and disclosed its goals based on the standards existing at the time of disclosure, there can be no assurance (i) that the various ESG regulatory and disclosure regimes under which it operates will not come into further conflict with one another, (ii) that the current standards will not be interpreted differently than the UBS AG Group's understanding or change in a manner that substantially increases the cost or effort for it to achieve such goals or (iii) that additional data or methods, whether voluntary or required by regulation, may substantially change the UBS AG Group's calculation of its goals and ambitions. It is possible that such goals may prove to be considerably more difficult or even impossible to achieve. The evolving standards may also require the UBS AG Group to substantially change the stated goals and ambitions. If the UBS AG Group is not able to achieve the goals it has set, or can only do so at significant expense to its business, it may fail to meet regulatory expectations, incur damage to its reputation or be exposed to an increased risk of litigation or other adverse action.

While ESG regulatory regimes and international standards are being developed, including to require consideration of ESG risks in investment decisions, some jurisdictions, notably in the US, have developed rules restricting the consideration of ESG factors in investment and business decisions. Under these anti-ESG rules, companies that are perceived as boycotting or discriminating against certain industries may be restricted from doing business with certain governmental entities. The UBS AG Group's businesses may be adversely affected if it is considered as discriminating against companies based on ESG considerations, or if further anti-ESG rules are developed or broadened.

***Material weaknesses of Credit Suisse controls over financial reporting***

In March 2023, prior to the acquisition by UBS Group AG, the Credit Suisse Group and Credit Suisse AG disclosed that their management had identified material weaknesses in internal control over financial reporting as a result of which, the Credit Suisse Group and Credit Suisse AG had concluded that, as of 31 December 2022, their internal controls over financial reporting were not effective, and for the same reasons, reached the same conclusion regarding 31 December 2021. A material weakness is a deficiency or a combination of deficiencies in internal controls over financial reporting such that there is a reasonable possibility that a material misstatement of a registrant's financial statements will not be prevented or detected on a timely basis. The material weaknesses result in a risk that a material error may not be detected by internal controls that could result in a material misstatement to the company's reported financial results. Following the acquisition and merger of Credit Suisse Group AG into UBS Group AG in June 2023,

Credit Suisse AG concluded that as of 31 December 2023 its internal control over financial reporting continued to be ineffective. For the year ended 31 December 2023, UBS concluded that its internal control over financial reporting was effective.

In June 2024 Credit Suisse AG and UBS AG merged with UBS AG as the surviving entity. Although Credit Suisse AG is no longer a separate legal entity, numerous of its booking, accounting and risk management systems remain in use for activities that have not yet been exited or migrated to UBS AG's systems.

The material weaknesses that were identified by Credit Suisse related to the failure to design and maintain an effective risk assessment process to identify and analyse the risk of material misstatements in its financial statements and the failure to design and maintain effective monitoring activities relating to (i) providing sufficient management oversight over the internal control evaluation process to support Credit Suisse internal control objectives; (ii) involving appropriate and sufficient management resources to support the risk assessment and monitoring objectives; and (iii) assessing and communicating the severity of deficiencies in a timely manner to those parties responsible for taking corrective action. These material weaknesses contributed to an additional material weakness, as the Credit Suisse Group management did not design and maintain effective controls over the classification and presentation of the consolidated statement of cash flows under US GAAP.

Since the Credit Suisse acquisition, UBS has executed a remediation program to address the identified material weaknesses and has implemented additional controls and procedures. As of 31 December 2024, management has assessed that the changes to internal controls made to address the material weakness relating to the classification and presentation of the consolidated statement of cash flows as well as assessment and communication of the severity of deficiencies are designed and operating effectively.

The remaining material weakness relates to the risk assessment of internal controls. UBS has implemented an enhanced severity assessment framework and additional management oversight of severity assessments and have integrated the Credit Suisse control frameworks into the UBS's internal control framework and risk assessment and evaluation processes in 2024. In addition, UBS has reviewed the processes, systems and internal control processes in connection with the integration of the financial accounting and controls environment of Credit Suisse into UBS AG, and implementation of updated or additional processes and controls to reflect the increase in complexity of the accounting and financial control environment following the acquisition.

Management has assessed that the risk assessment process was designed effectively. However, in light of the increased complexity of the internal accounting and control environment, the remaining migration efforts still underway and the limited time to demonstrate operating effectiveness and sustainability of the post-merger integrated control environment, management has concluded that additional evidence of effective operation of the remediated controls is required to conclude that the risk assessment processes is operating effectively on a sustainable basis. In light of the above, management has concluded that there is a material weakness in internal control over financial reporting at 31 December 2024 and, as a result, that UBS AG's disclosure controls and procedures were also not effective as of that date.

***The UBS AG Group's financial results may be negatively affected by changes to assumptions and valuations, as well as changes to accounting standards***

UBS AG prepares its consolidated financial statements in accordance with IFRS Accounting Standards. The application of these accounting standards requires the use of judgment based on estimates and assumptions that may involve significant uncertainty at the time they are made. This is the case, for example, with respect to the measurement of fair value of financial instruments, the recognition of deferred tax assets (DTAs), the assessment of the impairment of goodwill, expected credit losses and estimation of provisions for litigation, regulatory and similar matters. Such judgments, including the underlying estimates and assumptions, which encompass historical experience, expectations of the future and other factors, are regularly evaluated to determine their continuing relevance based on current conditions. Using different assumptions could cause the reported results to differ. Changes in assumptions, or failure to make the changes necessary to reflect evolving market conditions, may have a significant effect on the financial statements in the periods when changes occur. Estimates of provisions may be subject to a

wide range of potential outcomes and significant uncertainty. For example, the broad range of potential outcomes in the UBS AG Group's legal proceedings in France and in a number of Credit Suisse's legal proceedings increase the uncertainty associated with assessing the appropriate provision. If the estimates and assumptions in future periods deviate from the current outlook, the UBS AG Group's financial results may also be negatively affected.

Changes to IFRS Accounting Standards or interpretations thereof may cause future reported results and financial positions to differ from current expectations, or historical results to differ from those previously reported due to the adoption of accounting standards on a retrospective basis. Such changes may also affect the UBS AG Group's regulatory capital and ratios. For example, the introduction of the ECL regime under IFRS 9 in 2018 fundamentally changed how credit risk arising from loans, loan commitments, guarantees and certain revocable facilities is accounted for. Under the ECL regime, credit loss expenses may increase rapidly at the onset of an economic downturn as a result of higher levels of credit impairments (stage 3), as well as higher ECL from stages 1 and 2, only gradually diminishing once the economic outlook improves. As was observed in 2020, this effect may be more pronounced in a deteriorating economic environment. Substantial increases in ECL could exceed expected loss for regulatory capital purposes and adversely affect the UBS AG Group's CET1 capital and regulatory capital ratios.

#### ***The UBS AG Group may be unable to maintain its capital strength***

Capital strength enables the UBS AG Group to grow its businesses and absorb increases in regulatory and capital requirements. The ability of the UBS AG Group to maintain its capital ratios is subject to numerous risks, including the financial results of its businesses, the effect of changes to capital standards, methodologies and interpretations that may adversely affect the calculation of its capital ratios, the imposition of risk add-ons or capital buffers, and the application of additional capital, liquidity and similar requirements to subsidiaries. The UBS AG Group's capital and leverage ratios are driven primarily by RWA, LRD and eligible capital, all of which may fluctuate based on a number of factors, some of which are outside of UBS AG's control. The results of the UBS AG Group's businesses may be adversely affected by events arising from other risk factors described herein. In some cases, such as litigation and regulatory risk and operational risk events, losses may be sudden and large.

The UBS AG Group's eligible capital may be reduced by losses recognized within net profit or other comprehensive income. Eligible capital may also be reduced for other reasons, including acquisitions that change the level of goodwill, changes in temporary differences related to DTAs included in capital, adverse currency movements affecting the value of equity, prudential adjustments that may be required due to the valuation uncertainty associated with certain types of positions, changes in regulatory interpretations on the inclusion or exclusion of items contributing to the equity of UBS AG's shareholders in regulatory capital, and changes in the value of certain pension fund assets and liabilities or in the interest rate and other assumptions used to calculate the changes in UBS AG's net defined benefit obligation recognized in other comprehensive income.

RWA are driven by the UBS AG Group's business activities, by changes in the risk profile of its exposures, by changes in its foreign currency exposures and foreign exchange rates, and by regulation. For instance, substantial market volatility, a widening of credit spreads, adverse currency movements, increased counterparty risk, deterioration in the economic environment or increased operational risk could result in an increase in RWA. Changes in the calculation of RWA, the imposition of additional supplemental RWA charges or multipliers applied to certain exposures and other methodology changes, as well as the finalization of the Basel III framework and Fundamental Review of the Trading Book promulgated by the BCBS, which are expected to affect the UBS AG Group's RWA.

The leverage ratio is a balance sheet-driven measure and therefore limits balance sheet-intensive activities, such as lending, more than activities that are less balance sheet intensive, and it may constrain the UBS AG Group's business even if UBS AG satisfies other risk-based capital requirements. Its LRD is driven by, among other things, the level of client activity, including deposits and loans, foreign exchange rates, interest rates, other market factors and changes in required liquidity. Many of these factors are wholly or partly outside of UBS's control.

***The effect of taxes on the financial results of the UBS AG Group is significantly influenced by tax law changes and reassessments of its deferred tax assets and, also, operating losses of certain entities with no associated tax benefit***

The UBS AG Group's effective tax rate is highly sensitive to its performance, its expectation of future profitability and any potential increases or decreases in statutory tax rates, such as any potential increase or decrease in the US federal corporate tax rate. Furthermore, based on prior years' tax losses and deductible temporary differences, the UBS AG Group has recognized DTAs reflecting the probable recoverable level based on future taxable profit as informed by its business plans. If UBS AG Group's performance is expected to produce diminished taxable profit in future years, particularly in the US, it may be required to write down all or a portion of the currently recognized DTAs through the income statement in excess of anticipated amortization. This would have the effect of increasing the effective tax rate in the year in which any write-downs are taken. Conversely, if the UBS AG Group expects the performance of entities in which it has unrecognized tax losses to improve, particularly in the US or the UK, it could potentially recognize additional DTAs. The effect of doing so would be to reduce the effective tax rate in years in which additional DTAs are recognized and to increase the effective tax rate in future years. UBS AG's effective tax rate is also sensitive to any future reductions in statutory tax rates, particularly in the US, which would cause the expected future tax benefit from items such as tax loss carry-forwards in the affected locations to diminish in value. This, in turn, would cause a write-down of the associated DTAs. Conversely, an increase in US corporate tax rates would result in an increase in the Group's DTAs.

The UBS AG Group generally revalues its DTAs in the fourth quarter of the financial year based on a reassessment of future profitability taking into account its updated business plans. It considers the performance of its businesses and the accuracy of historical forecasts, tax rates and other factors in evaluating the recoverability of its DTAs, including the remaining tax loss carry-forward period and its assessment of expected future taxable profits over the life of DTAs. Estimating future profitability is inherently subjective and is particularly sensitive to future economic, market and other conditions, which are difficult to predict.

The UBS AG Group's results in past years have demonstrated that changes in the recognition of DTAs can have a very significant effect on its reported results. Any future change in the manner in which UBS AG remeasures DTAs could affect UBS AG's effective tax rate, particularly in the year in which the change is made.

The UBS AG Group's full-year effective tax rate would be impacted if aggregate tax expenses in respect of profits from branches and subsidiaries without loss coverage differ from what is expected or if certain branches and subsidiaries incur operating losses that the UBS AG Group cannot benefit from through the income statement. In particular, operating losses at entities or branches that cannot offset for tax purposes taxable profits in other Group entities, and which do not result in additional DTA recognition, would increase its effective tax rate. In addition, tax laws or the tax authorities in countries where the UBS AG Group has undertaken legal structure changes may cause entities to be subject to taxation as permanent establishments or may prevent the transfer of tax losses incurred in one legal entity to newly organized or reorganized subsidiaries or affiliates, or may impose limitations on the utilization of tax losses that relate to businesses formerly conducted by the transferor. Were this to occur in situations where there were also limited planning opportunities to utilize the tax losses in the originating entity, the DTAs associated with such tax losses may be required to be written down through the income statement.

Changes in tax law may materially affect the UBS AG Group's effective tax rate and, in some cases, may substantially affect the profitability of certain activities. In addition, statutory and regulatory changes, as well as changes to the way in which courts and tax authorities interpret tax laws, including assertions that the UBS AG Group is required to pay taxes in a jurisdiction as a result of activities connected to that jurisdiction constituting a permanent establishment or similar theory, and changes in its assessment of uncertain tax positions, could cause the amount of taxes the UBS AG Group ultimately pays to materially differ from the amount accrued.

***The UBS AG Group may incur material future tax liabilities in connection with the combination with Credit Suisse***

In the past, the Credit Suisse Group has recorded significant impairments of the tax value of its participations in

subsidiaries below their tax acquisition costs. Following the acquisition of the Credit Suisse Group and the subsequent combination of Credit Suisse AG with UBS AG, tax acquisition costs of certain participations held by Credit Suisse Group AG and its subsidiaries have been transferred to the UBS AG Group. The UBS Group AG and its subsidiaries may become subject to additional Swiss tax on future reversals of such impairments for Swiss tax purposes. Reversals of prior impairments may occur to the extent that the net asset value of the previously impaired subsidiary increases, e.g., as a result of an increase in retained earnings. Although it is difficult to quantify this additional future tax exposure, as various potential mitigants (e.g., transfers of assets and liabilities, business activities, subsidiary investments, as well as other restructuring measures within the combined Group in the course of the integration) exist, it may be material.

## **Liquidity and funding risk**

### ***Liquidity and funding management are critical to UBS AG's ongoing performance***

The viability of the UBS AG Group's business depends on the availability of funding sources, and its success depends on its ability to obtain funding at times, in amounts, for tenors and at rates that enable it to efficiently support its asset base in all market conditions. The UBS AG Group's funding sources have generally been stable, but could change in the future because of, among other things, general market disruptions or widening credit spreads, which could also influence the cost of funding. A substantial part of the UBS AG Group's liquidity and funding requirements are met using short-term unsecured funding sources, including retail and wholesale deposits and the regular issuance of money market securities. A change in the availability of short-term funding could occur quickly.

The addition of loss-absorbing debt as a component of capital requirements, the regulatory requirements to maintain minimum TLAC and other regulatory requirements at UBS's holding company and at certain of its subsidiaries, in particular UBS AG, as well as the power of resolution authorities to bail in TLAC instruments and other debt obligations, and uncertainty as to how such powers will be exercised, caused and may still cause a further increase in UBS's cost of funding, and could potentially increase the total amount of funding required, in the absence of other changes in its business.

Reductions in UBS AG's credit ratings may adversely affect the market value of the securities and other obligations and increase its funding costs, in particular with regard to funding from wholesale unsecured sources, and could affect the availability of certain kinds of funding. In addition, as experienced in connection with the Moody's Investors Service Ltd. downgrade of UBS AG's long-term debt rating in June 2012, rating downgrades can require UBS AG to post additional collateral or make additional cash payments under trading agreements. UBS AG's credit ratings, together with its capital strength and reputation, also contribute to maintaining client and counterparty confidence, and it is possible that rating changes could influence the performance of some of UBS AG's businesses. The acquisition of the Credit Suisse Group has elevated these risks and may cause these risks to intensify. Upon the close of the acquisition in June 2023, Fitch Ratings Ireland Limited downgraded the Long-Term Issuer Default Ratings (IDRs) of UBS AG to "A+" from "AA-". Fitch Ratings Ltd. also upgraded Credit Suisse AG's Long-Term IDR to "A+" from "BBB+".

The requirement to maintain a liquidity coverage ratio of high-quality liquid assets to estimated stressed short-term net cash outflows, and other similar liquidity and funding requirements, oblige the UBS AG Group to maintain high levels of overall liquidity, limit its ability to optimize interest income and expense, make certain lines of business less attractive and reduce its overall ability to generate profits. The liquidity coverage ratio and net stable funding ratio requirements are intended to ensure that the UBS AG Group is not overly reliant on short-term funding and that it has sufficient long-term funding for illiquid assets. The relevant calculations make assumptions about the relative likelihood and amount of outflows of funding and available sources of additional funding in market-wide and firm-specific stress situations. In an actual stress situation, however, the UBS AG Group's funding outflows could exceed the assumed amounts. Further, UBS AG is subject to increased liquidity requirements related TBTF measures under the direction of FINMA, which became effective on 1 January 2024.

## APPENDIX III

### RECENT DEVELOPMENTS IN THE ISSUER'S BUSINESS

*This section supersedes in its entirety the section in the Base Listing Document entitled "Information Relating to UBS AG".*

#### 1. Overview

UBS AG ("Issuer") with its subsidiaries (together, "**UBS AG consolidated**", or "**UBS AG Group**"; and UBS Group AG (which is the holding company of the Issuer) and its subsidiaries (including the Issuer and its subsidiaries) is referred to herein as "**UBS**", the "**UBS Group**" or the "**Group**") is a regulated bank in Switzerland providing a full range of financial services activities in Switzerland and abroad. The UBS AG Group operates through five business divisions: Global Wealth Management, Personal & Corporate Banking, Asset Management, the Investment Bank and Non-core and Legacy. Group functions are support and control functions that provide services to the UBS AG Group.

On 30 June 2025, the UBS AG consolidated CET1 capital ratio was 14.0%, the CET1 leverage ratio was 4.2%, and the total loss-absorbing capacity ratio was 36.5%.<sup>1</sup> On the same date, invested assets stood at USD 6,618 billion and equity attributable to UBS AG shareholders was USD 94,278 million. As of 30 June 2025, UBS AG Group employed 62,958 people.<sup>2</sup>

The rating agencies S&P Global Ratings Europe Limited ("**S&P**"), Moody's Investors Service Ltd. ("**Moody's**"), and Fitch Ratings Ireland Limited ("**Fitch**") have published solicited credit ratings reflecting their assessment of the creditworthiness of UBS AG, i.e. its ability to fulfil in a timely manner payment obligations, such as principal or interest payments on long-term loans, also known as debt servicing. The ratings from Fitch and S&P may be attributed a plus or minus sign, and those from Moody's a number. These supplementary attributes indicate the relative position within the respective rating class. UBS AG has a long-term counterparty credit rating of A+ from S&P, long-term senior debt rating of Aa2 from Moody's, and long-term issuer default rating of A+ from Fitch.

An explanation of the significance of ratings may be obtained from the rating agencies. Generally, rating agencies base their ratings on such material and information, and such of their own investigations, studies and assumptions, as they deem appropriate. The ratings of UBS AG should be evaluated independently from similar ratings of other entities, and from the rating, if any, of its securities. A credit rating is not a recommendation to buy, sell or hold securities issued or guaranteed by the rated entity and may be subject to review, revision, suspension, reduction or withdrawal at any time by the assigning rating agency. Moody's is established in the UK and registered under Regulation (EU) No 1060/2009 as it forms part of domestic law of the UK by virtue of the EUWA (the "**UK CRA Regulation**") and currently appears on the list of credit rating agencies registered or certified with the Financial Conduct Authority published on its website [www.fca.org.uk/firms/credit-rating-agencies](http://www.fca.org.uk/firms/credit-rating-agencies). Ratings given by Moody's are endorsed by Moody's Deutschland GmbH, which is established in the EEA and registered under Regulation (EU) No 1060/2009, as amended (the "**EU CRA Regulation**") and currently appears on the list of credit ratings agencies published by ESMA on its website [www.esma.europa.eu](http://www.esma.europa.eu) in accordance with the EU CRA Regulation. S&P and Fitch are established in the European Union and registered under the EU CRA Regulation and currently appear on the list of credit ratings agencies published by ESMA on its website in accordance with the EU CRA Regulation. Ratings given by S&P and Fitch are endorsed by Standard & Poor's Global Ratings UK Limited and Fitch Ratings Ltd, respectively, which are established in the UK and registered under

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<sup>1</sup> All figures based on the Swiss systemically relevant bank framework. Refer to the "Capital management" section of the Annual Report 2024 and the Second Quarter 2025 Report for more information.

<sup>2</sup> Full-time equivalents.

the UK CRA Regulation and currently appear on the list of credit rating agencies registered or certified with the FCA published on its website.

No profit forecasts or estimates are included in this document.

No recent events particular to the Issuer have occurred which are to a material extent relevant to the evaluation of the Issuer's solvency.

## **2. Information about the Issuer**

### **2.1 Corporate Information**

The legal and commercial name of the Issuer is UBS AG.

The Issuer was incorporated under the name SBC AG on 28 February 1978 for an unlimited duration and entered in the Commercial Register of Canton Basel-City on that day. The Issuer in its present form was created on 29 June 1998 by the merger of Union Bank of Switzerland (founded 1862) and Swiss Bank Corporation (founded 1872). UBS AG is entered in the Commercial Registers of Canton Zurich and Canton Basel-City. The registration number is CHE-101.329.561. On 31 May 2024, Credit Suisse AG merged with and into UBS AG.

UBS AG is incorporated and domiciled in Switzerland and operates under the Swiss Code of Obligations as an Aktiengesellschaft, a corporation limited by shares. UBS AG's Legal Entity Identifier (LEI) code is BFM8T61CT2L1QCEMIK50.

According to article 2 of the articles of association of UBS AG dated as of 23 April 2024 ("**Articles of Association**"), the purpose of UBS AG is the operation of a bank. Its scope of operations extends to all types of banking, financial, advisory, trading and service activities in Switzerland and abroad. UBS AG may establish branches and representative offices as well as banks, finance companies and other enterprises of any kind in Switzerland and abroad, hold equity interests in these companies, and conduct their management. UBS AG is authorized to acquire, mortgage and sell real estate and building rights in Switzerland and abroad. UBS AG may borrow and invest money on the capital markets. UBS AG is part of the group of companies controlled by the group parent company UBS Group AG. It may promote the interests of the group parent company or other group companies. It may provide loans, guarantees and other kinds of financing and security for group companies.

The addresses and telephone numbers of UBS AG's two registered offices and principal places of business are: Bahnhofstrasse 45, 8001 Zurich, Switzerland, telephone +41 44 234 1111; and Aeschenvorstadt 1, 4051 Basel, Switzerland, telephone +41 61 288 2020.

### **2.2 UBS's borrowing and funding structure and financing of UBS's activities**

For information on UBS's expected financing of its business activities, please refer to "*Liquidity and funding management*" in the "*Risk, Capital, liquidity and funding, and balance sheet*" section of the UBS AG Annual Report 2024 published on 17 March 2025 (the "**Annual Report**").

## **3. Business Overview**

### **3.1 Organisational Structure of the Issuer**

UBS AG is a Swiss bank and the parent company of the UBS AG Group. It is 100% owned by UBS Group AG, which is the holding company of the UBS Group. UBS AG operates as a group with five business divisions, and in addition, UBS AG has Group functions as support and control functions that provide services to UBS.

In 2014, UBS began adapting its legal entity structure in response to too-big-to-fail requirements and other regulatory initiatives. First, UBS Group AG was established as the ultimate parent holding

company for the Group. In 2015, UBS AG transferred its personal & corporate banking and Swiss-booked wealth management businesses to the newly established UBS Switzerland AG, a banking subsidiary of UBS AG in Switzerland. That same year, UBS Business Solutions AG, a wholly owned subsidiary of UBS Group AG, was established and acts as the Group service company. In 2016, UBS Americas Holding LLC became the intermediate holding company for UBS's US subsidiaries and UBS's wealth management subsidiaries across Europe were merged into UBS Europe SE, UBS's German-headquartered European subsidiary. In 2019, UBS Limited, UBS's UK headquartered subsidiary, was merged into UBS Europe SE.

On 12 June 2023, Credit Suisse Group AG merged with and into UBS Group AG (*Absorptionsfusion*), with UBS Group AG becoming the holding company of Credit Suisse AG. UBS merged UBS AG with Credit Suisse AG on 31 May 2024, transitioned to a single US intermediate holding company on 7 June 2024, and merged UBS Switzerland AG with Credit Suisse (Schweiz) AG on 1 July 2024.

UBS AG is the parent company of, and conducts a significant portion of its operations through, its subsidiaries. UBS AG has contributed a significant portion of its capital and provides substantial liquidity to subsidiaries. In addition, UBS Business Solutions AG provides substantial services to group companies including UBS AG and its subsidiaries. To this extent, UBS AG is dependent on certain of the entities of the UBS AG Group and of the UBS Group.

UBS AG's interests in subsidiaries and other entities as of 31 December 2024, including interests in significant subsidiaries, are discussed in "Note 28 Interests in subsidiaries and other entities" to UBS AG's consolidated financial statements included in the Annual Report 2024. As a result of the merger of UBS AG with Credit Suisse AG on 31 May 2024, the subsidiaries of Credit Suisse AG have become subsidiaries of UBS AG.

### **3.2 Principal activities**

UBS AG businesses are organised globally into five business divisions: Global Wealth Management, Personal & Corporate Banking, Asset Management, the Investment Bank, and Non-core and Legacy. All five business divisions are supported by Group functions and qualify as reportable segments for the purpose of segment reporting. Each of the business divisions and Group functions are described below. A description of their businesses, organisational structures, products and services and targeted markets can be found under "*Our businesses*" in the "*Our business model and environment*" section of the Annual Report 2024 and "*Our businesses*" in the "*UBS business divisions and Group Items*" section of the Second Quarter 2025 Report.

- *Global Wealth Management* provides financial services, advice and solutions to private wealth clients. Its offering ranges from investment management to estate planning and corporate finance advice, in addition to specific wealth management and banking products and services.
- *Personal & Corporate Banking* serves its private, corporate, and institutional clients' needs, from banking to retirement, financing, investments and strategic transactions, in Switzerland, through its branch network and digital channels.
- *Asset Management* is a global, large-scale and diversified asset manager. It offers investment capabilities and styles across all major traditional and alternative asset classes, as well as advisory support to institutions, wholesale intermediaries and wealth management clients.
- *The Investment Bank* provides a range of services to institutional, corporate and wealth management clients globally, to help them raise capital, grow their businesses, invest and manage risks. Its offering includes research, advisory services, facilitating clients raising debt and equity from the public and private markets and capital markets, cash and derivatives trading across equities and fixed income, and financing.

- *Non-core and Legacy* includes positions and businesses not aligned with UBS's long-term strategy and risk appetite. It consists of selected assets and liabilities from the Credit Suisse business divisions, as well as residual assets and liabilities from UBS's former Non-core and Legacy Portfolio that preceded the acquisition of the Credit Suisse Group and smaller amounts of assets and liabilities of UBS's business divisions that have been assessed as not strategic in light of that acquisition.
- *Group functions are support and control functions that provide services to the Group. Virtually all costs incurred by the Group functions are allocated to the business divisions, leaving a residual amount that UBS refers to as Group Items in its segment reporting. Group functions* includes the following major areas: Group Services (which consists of the Group Operations and Technology Office, Group Compliance, Regulatory & Governance, Group Finance, Group Risk Control, Group Human Resources and Corporate Services, Communications & Branding, Group Legal, the Group Integration Office, Group Sustainability and Impact, and the Chief Strategy Office) and Group Treasury.

### 3.3 Competition

The financial services industry is characterised by intense competition, continuous innovation, restrictive, detailed, and sometimes fragmented regulation and ongoing consolidation. UBS AG faces competition at the level of local markets and individual business lines, and from global financial institutions that are comparable to UBS AG in their size and breadth, as well as competition from new technology-based market entrants, which may not be subject to the same level of regulation. Barriers to entry in individual markets and pricing levels are being eroded by new technology. UBS expects these trends to continue and competition to increase.

Any statements regarding the competitive position of UBS AG, UBS AG Group or the Group contained in this document are made on the basis of the opinion of UBS AG or the Group.

### 3.4 Recent Developments

#### 3.4.1 UBS AG consolidated key figures

UBS AG derived the selected consolidated financial information included in the table below for the years ended 31 December 2024 and 31 December 2023 from the Annual Report 2024. The selected consolidated financial information included in the table below for the six months ended 30 June 2025 and 30 June 2024 was derived from the Second Quarter 2025 Report.

The consolidated financial statements were prepared in accordance with International Financial Reporting Standards ("IFRS") issued by the International Accounting Standards Board ("IASB"). Information for the years ended 31 December 2024 and 2023 which is indicated as being unaudited in the table below was included in the Annual Report 2024 but has not been audited on the basis that the respective disclosures are not required under IFRS Accounting Standards, and therefore are not part of the audited financial statements. Prospective investors should read the whole of this document, the Annual Report 2024 and the Second Quarter 2025 Report and should not rely solely on the summarized information set out below.

	As of or for the six months ended		As of or for the year ended	
<i>USD million, except where indicated</i>	30.6.25	30.6.24	31.12.24	31.12.23
<i>unaudited</i>		<i>audited, except where indicated</i>		
<b>Results<sup>1</sup></b>				

### Income Statement

Total revenues	23,798	19,008	42,323	33,675
<i>of which: Net interest income</i>	2,912	1,528	4,678	4,566
<i>of which: Other net income from financial instruments measured at fair value through profit or loss</i>	7,298	6,216	12,959	9,934
<i>of which: Net fee and commission income</i>	13,156	10,750	23,438	18,610
<i>of which: Other income</i>	432	515	1,248	566
Credit loss expense / (release)	275	136	544	143
Operating expenses	21,322	17,689	39,346	29,011
Operating profit / (loss) before tax	2,201	1,183	2,433	4,521
Net profit / (loss) attributable to shareholders	2,220	742	1,481	3,290

### Balance sheet

Total assets	1,671,814		1,568,060	1,156,016
<i>of which: Loans and advances to customers</i>	653,195		587,347	405,633
Total financial liabilities measured at amortized cost	1,125,466		1,054,796	762,840
<i>of which: customer deposits</i>	804,705		749,476	555,673
<i>of which: debt issued measured at amortized cost</i>	107,505		101,104	69,784
<i>of which: subordinated debt</i>	673		689	3,008
Total financial liabilities measured at fair value through profit or loss	437,984		401,555	328,401
<i>of which: debt issued designated at fair value</i>	108,252		102,567	86,341
Total liabilities	1,576,960		1,473,394	1,100,448
Total equity	94,854		94,666	55,569
<i>of which: Equity attributable to shareholders</i>	94,278		94,003	55,234

### Profitability and growth

Return on equity (%) <sup>2</sup>	4.7	2.3	1.9*	6.0*
Return on tangible equity (%) <sup>3</sup>	5.0	2.5	2.0*	6.7*
Return on common equity tier 1 capital (%) <sup>4</sup>	6.2	2.8	2.2*	7.6*
Revenues over leverage ratio denominator, gross (%) <sup>5</sup>	3.0	3.2	3.0*	3.2*
Cost / income ratio (%) <sup>6</sup>	89.6	93.1	93.0*	86.2*
Net profit growth (%) <sup>7</sup>	199.2	(65.1)	(55.0)*	(53.6)*

### Resources

Common equity tier 1 capital <sup>8</sup>	69,829	83,001	73,792	44,130
Risk-weighted assets <sup>8</sup>	498,327	509,953	495,110*	333,979*
Common equity tier 1 capital ratio (%) <sup>8</sup>	14.0	16.3	14.9*	13.2*
Going concern capital ratio (%) <sup>8</sup>	17.8	19.2	18.1*	17.0*
Total loss-absorbing capacity ratio (%) <sup>8</sup>	36.5	38.6	36.7*	33.3*
Leverage ratio denominator <sup>8</sup>	1,660,097	1,564,001	1,523,277*	1,104,408*
Common equity tier 1 leverage ratio (%) <sup>8</sup>	4.2	5.3	4.8*	4.0*
Liquidity coverage ratio (%) <sup>9</sup>	179.4	194.1	186.1*	189.7*
Net stable funding ratio (%)	120.9	127.7	124.1*	119.6*

### Other

Invested assets (USD billion) <sup>10</sup>	6,618	5,871	6,087	4,505
Personnel (full-time equivalents)	62,958	70,750	68,982*	47,590*

\* unaudited

<sup>1</sup> Profit and loss information and other flow-based information for the six-month period ending 30 June 2025 is based entirely on consolidated data following the merger of UBS AG and Credit Suisse AG. Profit and loss information and other flow-based information for the six-month period ending 30 June 2024 includes only one month of post-merger UBS AG data. Profit and loss and other flow-based information for the year ended 31 December 2024 includes seven months of consolidated data following the merger (June to December 2024) and five months of pre-merger UBS AG data only (January to May 2024). Comparative information for the year ended 31 December 2023 includes pre-merger UBS AG data only. Balance sheet information as at 30 June 2025 and 31 December 2024 includes post-merger consolidated information. Balance sheet information as at 31 December 2023 reflects pre-merger UBS AG information only.

<sup>2</sup> Calculated as net profit attributable to shareholders (annualized for reporting periods shorter than 12 months) divided by average equity attributable to shareholders. This measure provides information about the profitability of the business in relation to equity.

<sup>3</sup> Calculated as net profit attributable to shareholders (annualized for reporting periods shorter than 12 months) divided by average equity attributable to shareholders less average goodwill and intangible assets. This measure provides information about the profitability of the business in relation to tangible equity.

<sup>4</sup> Calculated as net profit attributable to shareholders (annualized for reporting periods shorter than 12 months) divided by average common equity tier 1 capital. This measure provides information about the profitability of the business in relation to common equity tier 1 capital.

<sup>5</sup> Calculated as total revenues (annualized for reporting periods shorter than 12 months) divided by average leverage ratio denominator. This measure provides information about the revenues of the business in relation to the leverage ratio denominator.

<sup>6</sup> Calculated as operating expenses divided by total revenues. This measure provides information about the efficiency of the business by comparing operating expenses with total revenues.

<sup>7</sup> Calculated as the change in net profit attributable to shareholders from continuing operations between current and comparison periods divided by net profit attributable to shareholders from continuing operations of the comparison period. This measure provides information about profit growth since the comparison period.

<sup>8</sup> Based on the Swiss systemically relevant bank framework.

<sup>9</sup> The disclosed ratios represent quarterly averages for the quarters presented and are calculated based on an average of 61 data points in the second quarter of 2025, 62 data points in the first quarter of 2025, 64 data points in the fourth quarter of 2024 and 63 data points in the fourth quarter of 2023.

<sup>10</sup> Consists of invested assets for Global Wealth Management, Asset Management (including invested assets from associates) and Personal & Corporate Banking. Calculated as the sum of managed fund assets, managed institutional assets, discretionary and advisory wealth management portfolios, fiduciary deposits, time deposits, savings accounts, and wealth management securities or brokerage accounts. This measure provides information about the volume of client assets managed by or deposited with UBS for investment purposes.

### 3.4.2 Regulatory, legal and other developments

Refer to “Recent Developments” in the First Quarter 2025 Report and the Second Quarter 2025 Report, as well as to “Our environment” and “Regulatory and legal developments” in the Annual Report 2024, for information on key regulatory, legal and other developments.

### 3.5 Trend Information

For information on trends, refer to “Recent Developments” and to ‘Outlook’ in the Second Quarter 2025 Report, as well as to “Our environment”, and “Top and emerging risks” in the “Risk management and control” section and to “Regulatory and legal developments” of the Annual Report 2024. In addition, please refer to the section “Risk factors” in the Annual Report 2024 for more information.

## 4. Administrative, Management and Supervisory Bodies of the Issuer

UBS AG complies with all relevant Swiss legal and regulatory corporate governance requirements. As a non-US company with debt securities listed on the New York Stock Exchange (“NYSE”), UBS AG

also complies with the relevant NYSE corporate governance standards applicable to foreign private issuers.

UBS AG operates under a strict dual board structure, as mandated by Swiss banking law. The Board of Directors of UBS AG (“**BoD**”) exercises ultimate supervision over management, whereas the Executive Board of UBS AG (“**EB**”), headed by the President of the Executive Board (“**President of the EB**”), has executive management responsibility for UBS AG and its business. The functions of Chairman of the BoD and President of the EB are assigned to two different people, leading to a separation of power. This structure establishes checks and balances and preserves the institutional independence of the BoD from the executive management of UBS AG Group, for which responsibility is delegated to the EB under the leadership of the President of the EB. No member of one board may simultaneously be a member of the other.

Supervision and control of the EB remain with the BoD. The authorities and responsibilities of the two bodies are governed by the Articles of Association and the Organization Regulations of UBS AG.

#### **4.1 Board of Directors**

The BoD consists of between 5 and 12 members. All the members of the BoD are elected individually by the shareholders at the Annual General Meeting (“**AGM**”) for a term of office of one year, which expires after the completion of the next AGM. Shareholders also elect the Chairman upon proposal of the BoD.

The BoD meets as often as business requires, and at least six times a year.

##### *4.1.1 Members of the Board of Directors*

The current members of the BoD are listed below.

<b>Member</b>	<b>Title</b>	<b>Term of office</b>	<b>Current principal activities outside UBS AG</b>
Colm Kelleher	Chairman	2026	Chairman of the Board of Directors of UBS Group AG; member of the Board of Directors of the Bretton Woods Committee; member of the Board of the Swiss Finance Council; member of the Board of the International Monetary Conference; member of the Board of the Bank Policy Institute; member of the Board of Americans for Oxford; Visiting Professor of Banking and Finance, Loughborough Business School; member of the European Financial Services Round Table; member of the European Banking Group; member of the International Advisory Council of the China Securities Regulatory Commission; member of the Chief Executive's Advisory Council (Hong Kong).
Lukas Gähwiler	Vice Chairman	2026	Vice Chairman of the Board of Directors of UBS Group AG; Vice Chairman of the Board of Directors of Pilatus Aircraft Ltd; member of the Board of Directors of Ringier AG; member of the Board and Board Committee of economiesuisse; Chairman of the Employers Association of Banks in Switzerland; member of the Board of Directors of the Swiss Employers Association; member of the Board of Directors and the Board of Directors Committee of the Swiss Bankers Association; member of the Board of the Swiss Finance Council; member of the Board of Trustees of Avenir Suisse.
Jeremy Anderson	Member	2026	Senior Independent Director of the Board of Directors of UBS Group AG; member of the Board of Prudential plc (Chair of the Risk Committee); Chairman of Lamb's Passage Holding Ltd; member of the Board of Directors of Credit Suisse International; Trustee of the UK's Productivity Leadership Group.

William C. Dudley	Member	2026	Member of the Board of Directors of UBS Group AG; member of the Advisory Board of Suade Labs; Senior Advisor to the Griswold Center for Economic Policy Studies at Princeton University; member of the Group of Thirty; member of the Council on Foreign Relations; Chairman of the Bretton Woods Committee Board of Directors; member of the Board of the Council for Economic Education.
Patrick Firmenich	Member	2026	Member of the Board of Directors of UBS Group AG; Vice Chairman of the Board of dsm-firmenich (Chair of the Governance and Nomination Committee); member of the Board of Directors of INSEAD and La Fondation Mondiale INSEAD; member of the Advisory Council of the Swiss Board Institute.
Fred Hu	Member	2026	Member of the Board of Directors of UBS Group AG; founder, Chairman and CEO of Primavera Capital Group; Non-Executive Chairman of the Board of Yum China Holdings (Chair of the Nomination and Governance Committee); member of the Board of Chubb Limited; Chairman of Primavera Capital Ltd; Trustee of the China Medical Board; Co-Chairman of the Nature Conservancy Asia Pacific Council; member of the Board of Trustees of the Institute for Advanced Study.
Mark Hughes	Member	2026	Member of the Board of Directors of UBS Group AG; Chair of the Board of Directors of the Global Risk Institute; Senior Advisor to McKinsey & Company.
Renata Jungo Brüngger	Member	2026	Member of the Board of Directors of UBS Group AG; member of the Supervisory Board of Daimler Truck Holding AG; member of the Supervisory Board of Daimler Truck AG; member of the Supervisory Board of Munich Re (Chair of Remuneration Committee); member of the Board of Trustees of Internationale Bachakademie Stuttgart; member of the Board of Trustees of Gesellschaft der Freunde von Bayreuth e. V. (Friends of Bayreuth).
Gail Kelly	Member	2026	Member of the Board of Directors of UBS Group AG; member of the Board of Singtel Communications (Chairperson of the Executive Resource and Compensation Committee); member of the Group of Thirty; member of the Board of Directors of the Bretton Woods Committee; member of the Board of Directors of the Australia Philanthropic Services; member of the Australian American Leadership Dialogue Advisory Board; Senior advisor to McKinsey & Company.
Julie G. Richardson	Member	2026	Member of the Board of Directors of UBS Group AG; member of the Board of BXP; member of the Board of Datadog (Chair of the Audit Committee); member of the Board of Fivetran; member of the Board of Coalition, Inc.
Lila Tretikov	Member	2026	Member of the Board of Directors of UBS Group AG; member of the Board of Volvo Car Corporation; member of the Board of Xylem Inc.; member of the Board of Zendesk Inc.; member of the Advisory Board of Affinidi; member of the Board of Backflip; member of the Advisory Board of Capgemini SE.
Jeanette Wong	Member	2026	Member of the Board of Directors of UBS Group AG; member of the Board of Prudential plc; member of the Board of Singapore Airlines Limited; member of the Board of GIC Pte Ltd; member of the Board of PSA International; member of the Board of Pavilion Capital Holdings Pte Ltd; Chairman of the CareShield Life Council; member of the Securities Industry Council; member of the Board of Trustees of the National University of Singapore.

## 4.2 Executive Board (“EB”)

Under the leadership of the President of the EB, the EB has executive management responsibility for UBS AG and its business. All EB members (with the exception of the President of the EB) are proposed by the President of the EB. The appointments are made by the BoD.

### 4.2.1 Members of the Executive Board

The current members of the EB are listed below.

Member and business address	Function	Current principal activities outside UBS AG
Sergio P. Ermotti  UBS AG, Bahnhofstrasse 45, 8001 Zurich, Switzerland	President of the Executive Board	Member of the Group Executive Board and Group Chief Executive Officer of UBS Group AG; member of the Board of Ermenegildo Zegna N.V. (Lead Non-Executive Director); member of the Board of Società Editrice del Corriere del Ticino SA; member of the Board of Innosuisse – Swiss Innovation Agency; member of Institut International D’Etudes Bancaires; member of the WEF International Business Council and Governor of the Financial Services / Banking Community; member of the MAS International Advisory Panel; member of the Board of the Institute of International Finance; member of the Board of the Swiss-American Chamber of Commerce.
George Athanasopoulos  UBS AG, Bahnhofstrasse 45, 8001 Zurich, Switzerland	Co-President Investment Bank	Member of the Group Executive Board and Co-President Investment Bank of UBS Group AG.
Michelle Bereaux  UBS AG, Bahnhofstrasse 45, 8001 Zurich, Switzerland	Integration Officer	Member of the Group Executive Board and Group Integration Officer of UBS Group AG.
Mike Dargan  UBS AG, Bahnhofstrasse 45, 8001 Zurich, Switzerland	Chief Operations and Technology Officer	Member of the Group Executive Board and Group Chief Operations and Technology Officer of UBS Group AG; President of the Executive Board and board member of UBS Business Solutions AG; ; member of the Board of UBS Optimus Foundation; member of the Advisory Board of SCION Association.
Aleksandar Ivanovic  UBS AG, Bahnhofstrasse 45, 8001 Zurich, Switzerland	President Asset Management	Member of the Group Executive Board and President Asset Management of UBS Group AG; Chairman of UBS Asset Management AG; Chairman of UBS Asset Management Switzerland AG; member of the Board of UBS Optimus Foundation.
Robert Karofsky  UBS AG, Bahnhofstrasse 45, 8001 Zurich, Switzerland	President UBS Americas and Co-President Global Wealth Management	Member of the Group Executive Board Co-President Global Wealth Management of UBS Group AG; President UBS Americas of UBS Group AG; member of the board of UBS Americas Holding LLC; member of the Board of UBS Optimus Foundation US.

Iqbal Khan  UBS AG, Bahnhofstrasse 45, 8001 Zurich, Switzerland	Co-President Global Wealth Management and President UBS Pacific Asia	Member of the Group Executive Board and Co-President Global Wealth Management of UBS Group AG; President UBS Asia Pacific of UBS Group AG; chair of UBS Optimus Foundation APAC Strategic Forum.
Barbara Levi  UBS AG, Bahnhofstrasse 45, 8001 Zurich, Switzerland	General Counsel	Member of the Group Executive Board and Group General Counsel of UBS Group AG; member of the Board of Directors of the European General Counsel Association; member of the Legal Committee of the Swiss-American Chamber of Commerce.
Beatriz Martin Jimenez  UBS AG, Bahnhofstrasse 45, 8001 Zurich, Switzerland	Head Non-Core and Legacy and President UBS Europe, Middle East and Africa	Member of the Group Executive Board, Head Non-Core and Legacy and President UBS Europe, Middle East and Africa of UBS Group AG; member of the Supervisory Board of UBS Europe SE; member of the Board of Directors of Credit Suisse International; Chair of the Board of UBS Optimus Foundation UK.
Markus Ronner  UBS AG, Bahnhofstrasse 45, 8001 Zurich, Switzerland	Chief Compliance and Governance Officer	Member of the Group Executive Board and Group Chief Compliance and Governance Officer of UBS Group AG.
Stefan Seiler  UBS AG, Bahnhofstrasse 45, 8001 Zurich, Switzerland	Head Human Resources & Corporate Services	Member of the Group Executive Board and Head Group Human Resources & Corporate Services of UBS Group AG;; member of the Board of UBS Optimus Foundation; member of the Foundation Board of the Pension Fund of UBS; member of the Foundation Council of the UBS Center for Economics in Society, University of Zurich; chairman of the Foundation Board of the Swiss Finance Institute; member of the IMD Foundation Board; Adjunct Professor for Leadership and Strategic Human Resource Management, Nanyang Technological University (NTU) Singapore.
Todd Tuckner  UBS AG, Bahnhofstrasse 45, 8001 Zurich, Switzerland	Chief Financial Officer	Member of the Group Executive Board and Group Chief Financial Officer of UBS Group AG.
Marco Valla  UBS AG, Bahnhofstrasse 45, 8001 Zurich, Switzerland	Co-President Investment Bank	Member of the Group Executive Board and Co-President Investment Bank of UBS Group AG; member of the Board of Directors of Good Shepherd Services; member of the Board of the Mount Sinai Department of Urology.
Damian Vogel  UBS AG, Bahnhofstrasse 45, 8001 Zurich, Switzerland	Chief Officer Risk	Member of the Group Executive Board and Chief Risk Officer for UBS Group AG; member of the Board of UBS Switzerland AG; member of the Foundation Board of the International Financial Risk Institute (IFRI).

#### **4.3 Potential Conflicts of Interest**

Members of the BoD and the EB may act as directors or executive officers of other companies (for current principal positions outside UBS AG, if any, of BoD and EB members, please see sections 4.1.1 and 4.2.1 above, respectively) and may have economic or other private interests that differ from those of UBS AG. Conflicts of interest may potentially arise from these positions or interests. For example, it cannot be excluded that a member of the BoD or EB has or will have a function within a company, the shares of which are or will be traded by UBS AG or which has or will have a business relationship with UBS AG. UBS AG is confident that its internal corporate governance practices and its compliance with relevant legal and regulatory provisions reasonably ensure that any conflicts of interest of the type described above are appropriately managed, including through disclosure when appropriate.

Other than as indicated above, UBS is not aware of potential conflicts of interests between any duties to the Issuer of the members of the BoD and the EB and their private interests or other duties.

#### **5. Auditors**

Based on article 31 of the Articles of Association, UBS AG shareholders elect the auditors for a term of office of one year. At the AGMs on 23 April 2024 and 8 April 2025, Ernst & Young Ltd., Aeschengraben 27, 4051 Basel, Switzerland ("Ernst & Young") was elected as auditor for the consolidated and standalone financial statements of UBS AG for a one-year term.

Ernst & Young is a member of EXPERTsuisse, the Swiss Expert Association for Audit, Tax and Fiduciary. Ernst & Young is also registered with the Swiss Federal Audit Oversight Authority, which is responsible for the licensing and supervision of audit firms and individuals that provide audit services in Switzerland.

#### **6. Major Shareholders of the Issuer**

UBS Group AG owns 100% of the outstanding shares of UBS AG. UBS AG is a wholly owned subsidiary of UBS Group AG. While UBS has no specific corporate measures intended to prevent abuse of control to the detriment of minority shareholders, UBS has adopted a comprehensive and integrated governance framework which takes into account the specific requirements of each relevant jurisdiction. This governance framework includes separate articles of association and organizational regulations for UBS Group AG and UBS AG. In addition, as UBS AG is regulated as a bank in Switzerland, it is subject to capital regulation and close supervisory oversight. This includes the general requirement under Swiss law that contracts of UBS AG with affiliates are subject to an arm's length principle of negotiation.

#### **7. Financial Information concerning the Issuer's Assets and Liabilities, Financial Position and Profits and Losses**

##### **7.1 Historical Annual Financial Information**

Detailed information about UBS AG consolidated and UBS AG assets and liabilities, financial position and profits and losses for financial years 2024 and 2023 is available in the section "*Consolidated financial statements*" of the Annual Report 2024 and in UBS AG's standalone financial statements for the year ended 31 December 2024 (the "**Standalone Financial Statements 2024**"). The consolidated and standalone financial accounts are closed on 31 December of each year.

The annual financial reports form an essential part of UBS AG's reporting. They include the audited consolidated financial statements of UBS AG, prepared in accordance with the IFRS Accounting Standards, as issued by the International Accounting Standards Board. The annual reports also include discussions and analysis of the consolidated financial and business results of UBS, its

business divisions and Group Items. In addition, UBS AG prepares and publishes standalone financial statements in accordance with Swiss GAAP, as well as certain additional disclosures required under US Securities and Exchange Commission regulations.

## **7.2 Auditing of Historical Annual Financial Information**

The consolidated financial statements and the standalone financial statements of UBS AG for the financial years 2024 and 2023 were audited by Ernst & Young. The reports of the auditors on the consolidated financial statements can be found on pages 137 and following of the Annual Report 2024. The reports of the auditors on the standalone financial statements of UBS AG can be found on pages 1-7 (inclusive) of the Standalone Financial Statements 2024.

There are no qualifications in the auditors' reports on the consolidated financial statements of UBS AG and the standalone financial statements of UBS AG for the years ended on 31 December 2023 and 31 December 2024.

## **7.3 Interim Financial Information**

Reference is also made to (i) the First Quarter 2025 Report, which contains information on the financial condition and results of operations, including the interim financial statements of UBS AG (consolidated) as of and for the quarter ended 31 March 2025; and (ii) the Second Quarter 2025 Report, which contains information on the financial condition and results of operations, including the interim financial statements of UBS AG (consolidated) as of and for the period ended 30 June 2025. The interim consolidated financial statements of UBS AG are not audited.

## **7.4 Litigation, Regulatory and Similar Matters**

UBS operates in a legal and regulatory environment that exposes it to significant litigation and similar risks arising from disputes and regulatory proceedings. As a result, UBS is involved in various disputes and legal proceedings, including litigation, arbitration, and regulatory and criminal investigations. Such matters are subject to many uncertainties, and the outcome and the timing of resolution are often difficult to predict, particularly in the earlier stages of a case. The uncertainties inherent in all such matters affect the amount and timing of any potential outflows for both matters with respect to which provisions have been established and other contingent liabilities. Litigation, regulatory and similar matters may also result in non-monetary penalties and consequences. A guilty plea to, or conviction of, a crime could have material consequences for UBS. Resolution of regulatory proceedings may require UBS to obtain waivers of regulatory disqualifications to maintain certain operations, may entitle regulatory authorities to limit, suspend or terminate licenses and regulatory authorisations and may permit financial market utilities to limit, suspend or terminate UBS's participation in such utilities. Failure to obtain such waivers, or any limitation, suspension or termination of licenses, authorisations or participations, could have material consequences for UBS.

Specific litigation, regulatory and other matters, including all such matters that management considers to be material and others that management believes to be of significance due to potential financial, reputational and other effects, are described in "*Note 16 Provisions and contingent liabilities*" to the consolidated financial statements of UBS AG in the Second Quarter 2025 Report. The amount of damages claimed, the size of a transaction or other information is provided where available and appropriate in order to assist users in considering the magnitude of potential exposures.

## **7.5 Material Contracts**

Except as otherwise disclosed in this document (including the documents incorporated herein by reference), no material contracts have been entered into outside of the ordinary course of UBS AG's or UBS AG Group's business which could result in any member of the UBS AG Group being under an

obligation or entitlement that is material to UBS AG's ability to meet its obligations to the investors in relation to the issued securities.

## **7.6 Significant Changes in the Financial Position and Performance; Material Adverse Change in Prospects**

Except as otherwise indicated in this document (including the documents incorporated herein by reference), no material changes have occurred in UBS AG's assets and liabilities, financial position or profits and losses since 30 June 2025.

## **8. Share Capital**

As reflected in the Articles of Association most recently registered with the Commercial Register of the Canton of Zurich and the Commercial Register of Basel-City, UBS AG has (i) fully paid and issued share capital of USD 385,840,846.60, divided into 3,858,408,466 registered shares with a par value of USD 0.10 each (article 4); (ii) conditional capital (*bedingtes Kapital*) in the amount of USD 38,000,000, for the issuance of up to 380,000,000 registered shares with a par value of USD 0.10 each that can be issued upon the voluntary or mandatory exercise of conversion rights and/or warrants (article 4a); and (iii) conversion capital (*Wandlungskapital*) in the amount of USD 70,000,000 for the issuance of a maximum of 700,000,000 registered shares with a par value of USD 0.10 each, through the mandatory conversion of claims arising upon the occurrence of one or more trigger events under financial market instruments with contingent conversion features (article 4b).

## **9. Documents Available**

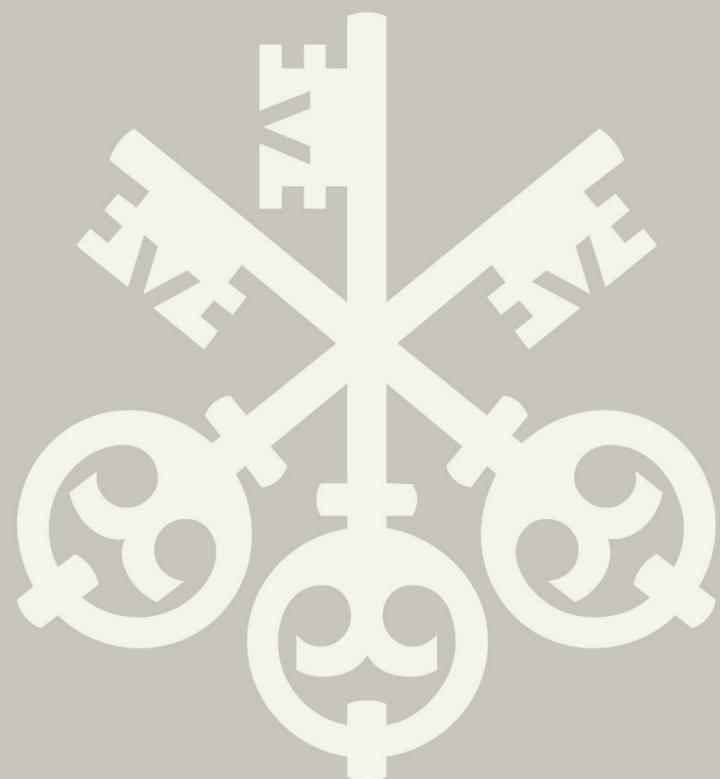
The most recent Articles of Association of UBS AG are available on UBS's Corporate Governance website, at <https://www.ubs.com/global/en/our-firm/governance/ubs-ag/articles-of-association.html>. Save as otherwise indicated herein, information on or accessible through the Group's corporate website, www.ubs.com, does not form part of and is not incorporated into this document.

**APPENDIX IV**

**EXTRACT OF**  
**THE UNAUDITED CONSOLIDATED FINANCIAL STATEMENTS OF**  
**UBS AG AND ITS SUBSIDIARIES**  
**FOR THE SECOND QUARTER ENDED 30 JUNE 2025**

# UBS AG

Second quarter 2025 report



## Corporate calendar UBS AG

Information about future publication dates is generally available at [ubs.com/global/en/investor-relations/events/calendar.html](http://ubs.com/global/en/investor-relations/events/calendar.html)

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## 1. Key figures

3 UBS AG consolidated key figures

## 2. Recent developments

4 Recent developments

## 3. UBS AG performance, business divisions and Group Items

8 UBS AG consolidated performance

16 Global Wealth Management

18 Personal & Corporate Banking

20 Asset Management

21 Investment Bank

23 Non-core and Legacy

24 Group Items

## 4. Risk and capital management

26 Risk management and control

26 Capital management

## 5. Consolidated financial statements

32 UBS AG interim consolidated financial statements (unaudited)

## 6. Comparison between UBS AG consolidated and UBS Group AG consolidated

67 Comparison between UBS AG consolidated and UBS Group AG consolidated

### Appendix

69 Alternative performance measures

73 Abbreviations frequently used in our financial reports

75 Information sources

76 Cautionary statement

## Terms used in this report, unless the context requires otherwise

"UBS", "UBS Group", "UBS Group AG consolidated", "Group"	UBS Group AG and its consolidated subsidiaries
"UBS AG" and "UBS AG consolidated", "we", "us" and "our"	UBS AG and its consolidated subsidiaries
"Credit Suisse AG"	Credit Suisse AG and its consolidated subsidiaries before the merger with UBS AG
"Credit Suisse Group" and "Credit Suisse"	Pre-acquisition Credit Suisse Group
"UBS Group AG"	UBS Group AG on a standalone basis
"UBS Switzerland AG"	UBS Switzerland AG on a standalone basis
"1m"	One million, i.e. 1,000,000
"1bn"	One billion, i.e. 1,000,000,000
"1trn"	One trillion, i.e. 1,000,000,000,000

In this report, unless the context requires otherwise, references to any gender shall apply to all genders.

## Alternative performance measures

An alternative performance measure (an APM) is a financial measure of historical or future financial performance, financial position or cash flows other than a financial measure defined or specified in the applicable recognized accounting standards or in other applicable regulations. A number of APMs are reported in UBS's external reports (annual, quarterly and other reports). APMs are used to provide a more complete picture of operating performance and to reflect management's view of the fundamental drivers of the business results. A definition of each APM, the method used to calculate it and the information content are presented under "Alternative performance measures" in the appendix to this report. These APMs may qualify as non-GAAP measures as defined by US Securities and Exchange Commission (SEC) regulations.

## Comparability

Comparative information in this report is presented as follows.

Profit and loss information and other flow-based information for the second quarter of 2025, the first quarter of 2025 and the fourth quarter of 2024 is based entirely on consolidated data following the merger of UBS AG and Credit Suisse AG. Profit and loss information and other flow-based information for the second quarter of 2024 and the six-month period ending 30 June 2024 includes only one month of post-merger UBS AG data.

Balance sheet information as at 30 June 2025, 31 March 2025 and 31 December 2024 includes post-merger consolidated information.

## Comparison between UBS AG consolidated and UBS Group AG consolidated

This report should be read in conjunction with the UBS Group second quarter 2025 report that was published on 30 July 2025 and is available under "Quarterly reporting" at [ubs.com/investors](http://ubs.com/investors). A comparison of selected financial and capital information of UBS AG consolidated and of UBS Group AG consolidated is provided after the Notes to the UBS AG interim consolidated financial statements.

# Key figures

## UBS AG consolidated key figures

### UBS AG consolidated key figures

USD m, except where indicated	As of or for the quarter ended				As of or year-to-date	
	30.6.25	31.3.25	31.12.24	30.6.24	30.6.25	30.6.24
<b>Results</b>						
Total revenues	11,635	12,163	11,317	9,900	23,798	19,008
Credit loss expense / (release)	152	124	241	84	275	136
Operating expenses	10,621	10,701	11,017	10,012	21,322	17,689
Operating profit / (loss) before tax	862	1,339	59	(196)	2,201	1,183
Net profit / (loss) attributable to shareholders	1,192	1,028	(257)	(264)	2,220	742
<b>Profitability and growth<sup>1</sup></b>						
Return on equity (%)	5.0	4.3	(1.1)	(1.4)	4.7	2.3
Return on tangible equity (%)	5.4	4.6	(1.2)	(1.6)	5.0	2.5
Return on common equity tier 1 capital (%)	6.8	5.7	(1.3)	(1.7)	6.2	2.8
Revenues over leverage ratio denominator, gross (%)	2.9	3.1	2.9	3.0	3.0	3.2
Cost / income ratio (%)	91.3	88.0	97.3	101.1	89.6	93.1
Net profit growth (%)	n.m.	2.2	n.m.	n.m.	199.2	(65.1)
<b>Resources</b>						
Total assets	1,671,814	1,547,489	1,568,060	1,564,664	1,671,814	1,564,664
Equity attributable to shareholders	94,278	96,553	94,003	93,392	94,278	93,392
Common equity tier 1 capital <sup>2</sup>	69,829	70,756	73,792	83,001	69,829	83,001
Risk-weighted assets <sup>2</sup>	498,327	481,539	495,110	509,953	498,327	509,953
Common equity tier 1 capital ratio (%) <sup>2</sup>	14.0	14.7	14.9	16.3	14.0	16.3
Going concern capital ratio (%) <sup>2</sup>	17.8	18.5	18.1	19.2	17.8	19.2
Total loss-absorbing capacity ratio (%) <sup>2</sup>	36.5	38.0	36.7	38.6	36.5	38.6
Leverage ratio denominator <sup>2</sup>	1,660,097	1,565,845	1,523,277	1,564,001	1,660,097	1,564,001
Common equity tier 1 leverage ratio (%) <sup>2</sup>	4.2	4.5	4.8	5.3	4.2	5.3
Liquidity coverage ratio (%) <sup>3</sup>	179.4	180.3	186.1	194.1	179.4	194.1
Net stable funding ratio (%)	120.9	122.8	124.1	127.7	120.9	127.7
<b>Other</b>						
Invested assets (USD bn) <sup>1,4</sup>	6,618	6,153	6,087	5,871	6,618	5,871
Personnel (full-time equivalents)	62,958	67,373	68,982	70,750	62,958	70,750

<sup>1</sup> Refer to "Alternative performance measures" in the appendix to this report for the relevant definition(s) and calculation method(s). <sup>2</sup> Based on the Swiss systemically relevant bank framework. Refer to the "Capital management" section of this report for more information. <sup>3</sup> The disclosed ratios represent quarterly averages for the quarters presented and are calculated based on an average of 61 data points in the second quarter of 2025, 62 data points in the first quarter of 2025, 64 data points in the fourth quarter of 2024 and 61 data points in the second quarter of 2024, of which 40 data points were before the merger of UBS AG and Credit Suisse AG (i.e. from 2 April 2024 until 30 May 2024), and 21 data points were after the merger (i.e. from 31 May 2024 until 30 June 2024). Refer to the "Liquidity and funding management" section of the UBS Group second quarter 2025 report, available under "Quarterly reporting" at [ubs.com/investors](https://ubs.com/investors), for more information. <sup>4</sup> Consists of invested assets for Global Wealth Management, Asset Management (including invested assets from associates) and Personal & Corporate Banking. Refer to "Note 31 Invested assets and net new money" in the "Consolidated financial statements" section of the UBS AG Annual Report 2024, available under "Annual reporting" at [ubs.com/investors](https://ubs.com/investors), for more information.

# Recent developments

## Management report

### Integration of Credit Suisse

We remain on track to substantially complete the integration of Credit Suisse by the end of 2026. Our focus continues to be on client account migrations and infrastructure decommissioning.

In the second quarter of 2025, we successfully completed the first main wave of our Swiss business migrations, having now migrated approximately one-third of the targeted client accounts, and we still aim to complete the Swiss booking center migrations by the end of the first quarter of 2026.

We have made substantial further progress with regard to the simplification of our legal entity structure in the US and Europe, having merged Credit Suisse Holdings (USA), Inc. with UBS Americas Inc, deregistered Credit Suisse (USA) LLC as a broker-dealer and established UBS Europe SE as the single EU intermediate parent undertaking ahead of schedule.

On 18 July 2025, the High Court of England and Wales approved the transfer of Credit Suisse International's residual business and related products to UBS AG London Branch and UBS Europe SE pursuant to Part VII of the Financial Services and Markets Act 2000. The transfer of the relevant assets and liabilities is expected to occur over the next six months.

### Regulatory and legal developments

#### Developments in Switzerland aimed at strengthening financial stability

In June 2025, the Swiss Federal Council published regulatory proposals that aim to further strengthen banking stability in Switzerland (the Financial Stability Proposals). Proposed measures to be submitted to the Swiss Parliament for enactment would exclude from common equity tier 1 (CET1) capital investments in foreign subsidiaries of systemically important banks (SIBs), include additional requirements for the recovery and resolution of SIBs, add measures to increase the potential for obtaining liquidity via the Swiss National Bank (the SNB), introduce a Senior Managers Regime for banks, and provide additional powers for the Swiss Financial Market Supervisory Authority (FINMA). Proposed measures at the ordinance level would exclude capitalized software and deferred tax assets (DTAs) on temporary differences from CET1 capital, add stricter requirements for prudential valuation adjustments (PVAs) of assets and liabilities, permit the mandatory suspension of interest payments for additional tier 1 capital instruments in the event of a cumulative loss over four quarters, and introduce measures that aim to enable FINMA and other authorities to better assess the situation of banks in a liquidity crisis.

The Swiss Federal Council plans to start a public consultation in the fall of 2025 on the legislative amendments to capital requirements related to foreign subsidiaries and has indicated it expects to submit its proposal to the Swiss Parliament in the first half of 2026. Entry into force of these amendments is expected in 2028, at the earliest, and is expected to be phased in over a period of at least six to eight years. For the remaining legislative amendments, a consultation draft is expected in the first half of 2026, with the Swiss Federal Council's submission to the Parliament in the first half of 2027. The entry into force of these amendments is expected in 2028 or 2029.

The measures at the ordinance level, including the capital treatment of capitalized software and DTAs on temporary differences, are in public consultation until September 2025, with the ordinances expected to enter into force in January 2027, at the earliest. In addition, a consultation on amendments to the Liquidity Ordinance is expected to begin in the first half of 2026. The amendments to be proposed are expected to set minimum requirements for maintaining borrowing capacity for emergency liquidity assistance.

Based on financial information published for the first quarter of 2025 and given UBS AG's target CET1 capital ratio of between 12.5% and 13%, UBS AG would be required to hold additional estimated CET1 capital of around USD 24bn on a pro-forma basis if the recommendations were to be implemented as proposed. This includes around USD 23bn related to the full deduction of UBS AG's investments in foreign subsidiaries. These pro-forma figures reflect previously announced expected capital repatriations of around USD 5bn.

The incremental CET1 capital of around USD 24bn required at UBS AG would result in a CET1 capital ratio at the UBS Group AG (consolidated) level of around 19%. At Group level, the proposed measures related to DTAs on temporary differences, capitalized software and PVAs would eliminate capital recognition for these items in a manner misaligned with international standards. This would reduce the CET1 capital ratio for the Group to around 17%, underrepresenting UBS's capital strength.

The additional capital of USD 24bn would be in addition to the previously communicated incremental capital of around USD 18bn that UBS will have to hold as a result of the acquisition of the Credit Suisse Group in order to meet existing regulations. This includes around USD 9bn to remove the regulatory concessions granted to Credit Suisse and around USD 9bn to meet the current progressive requirements due to the increased leverage ratio denominator (LRD) and higher market share of the combined business. The progressive requirements for LRD and market share are subject to confirmation.

On this basis, UBS would be required to hold around USD 42bn in additional CET1 capital in total.

#### **Recent developments related to the implementation of the final Basel III standards**

In June 2025, the European Commission (the EC) proposed to delay the implementation of the Fundamental Review of the Trading Book (the FRTB) by another year, to 1 January 2027. We expect that the overall impact on UBS will be limited.

In July 2025, the UK Prudential Regulatory Authority published for consultation proposals to delay the implementation of the FRTB internal models approach from 1 January 2027 to 1 January 2028. The FRTB regulation for standardized and advanced standardized approaches will continue to apply from 1 January 2027. With UBS's entities not being subject to the corresponding UK regulation, we expect that the overall impact on UBS will be limited.

In Switzerland, the FRTB became effective on 1 January 2025, together with all other requirements of the final Basel III regulation.

#### **The Swiss Federal Council pauses the revision of the Ordinance on Climate Disclosures**

In June 2025, the Swiss Federal Council decided to pause the revision of the Ordinance on Climate Disclosures until the approval of the ongoing revision of the overarching legislation on sustainability reporting in the Swiss Code of Obligations or until 1 January 2027, at the latest.

#### **Recent developments related to EU sustainability reporting**

In July 2025, Germany's Federal Ministry of Justice and Consumer Protection published a new draft bill to implement the EU Corporate Sustainability Reporting Directive (the CSRD). If enacted, the draft bill would make CSRD reporting mandatory for the 2025 financial year for large companies that are subject to wave one reporting requirements of the CSRD, which would include UBS AG.

In July 2025, the EC adopted amendments to the European Sustainability Reporting Standards (the ESRS) to allow wave one companies to omit certain of the ESRS disclosures for the 2025 and 2026 financial years. Also in July 2025, the EC published proposed measures to simplify the disclosure requirements under Art. 8 of the EU Taxonomy Regulation. These actions are part of a broader initiative by the EU to simplify its sustainability standards and to reduce the reporting burden on companies. We are currently assessing the impact of these measures on the disclosures of UBS AG and UBS Europe SE.

### **Other developments**

#### **Resolution of legacy Credit Suisse cross-border matter**

On 5 May 2025, Credit Suisse Services AG entered into an agreement with the US Department of Justice (the DOJ) to settle a long-running tax-related investigation into Credit Suisse's implementation of its 2014 plea agreement, relating to its legacy cross-border business with US taxpayers booked in Switzerland, which began before UBS acquired the Credit Suisse Group. Credit Suisse Services AG pleaded guilty to one count of conspiracy to aid and assist in the preparation of false income tax returns. Credit Suisse Services AG also contemporaneously entered into a non-prosecution agreement regarding US taxpayers booked in the legacy Credit Suisse Singapore booking center. In the second quarter of 2025, we paid USD 511m with respect to the aforementioned resolutions and we recorded in our Non-core and Legacy division a USD 41m net increase in provisions, which included a provision for the estimated costs of UBS's ongoing obligations with the DOJ in respect of legacy Credit Suisse accounts.

› **Refer to "Note 16 Provisions and contingent liabilities" in the "Consolidated financial statements" section of this report for more information**

### **Sale of O'Connor business**

In May 2025, UBS Asset Management (Americas) LLC entered into an agreement to sell its O'Connor single-manager hedge fund, private credit and commodities platform to Cantor Fitzgerald. The sale includes O'Connor's six investment strategies with around USD 11bn in assets under management and, as part of the agreement, UBS and Cantor Fitzgerald will establish a long-term commercial arrangement. The transaction is expected to close in stages, beginning in the fourth quarter of 2025, subject to regulatory approvals and other customary closing conditions. UBS AG does not expect to recognize a material profit or loss upon completion of the transaction.

### **Ownership increase in UBS Securities China**

In the second quarter of 2025, we increased our stake in UBS Securities China from 67% to 100%. The closing of the transaction did not affect profit or loss and there was no material effect on our CET1 capital.

# UBS AG performance, business divisions and Group Items

## Management report

### **Our businesses**

We report five business divisions, each of which qualifies as an operating segment pursuant to IFRS Accounting Standards: Global Wealth Management, Personal & Corporate Banking, Asset Management, the Investment Bank, and Non-core and Legacy. Non-core and Legacy consists of positions and businesses not aligned with our strategy and policies.

Our Group functions are support and control functions that provide services to the Group. Virtually all costs incurred by our Group functions are allocated to the business divisions, leaving a residual amount that we refer to as Group Items in our segment reporting.

This discussion and analysis of the results of the business divisions and Group Items compares the results for the second quarter of 2025 and the six-month period ending 30 June 2025, which are both based entirely on consolidated data following the merger of UBS AG and Credit Suisse AG, with the results for the second quarter of 2024 and the six-month period ending 30 June 2024, which both only included one month of post-merger UBS AG consolidated results. This is a material driver in many of the increases across both revenues and operating expenses.

# UBS AG consolidated performance

## Income statement

USD m	For the quarter ended			% change from		Year-to-date	
	30.6.25	31.3.25	30.6.24	1Q25	2Q24	30.6.25	30.6.24
Net interest income	1,584	1,328	722	19	119	2,912	1,528
Other net income from financial instruments measured at fair value through profit or loss	3,374	3,924	3,271	(14)	3	7,298	6,216
Net fee and commission income	6,526	6,630	5,601	(2)	17	13,156	10,750
Other income	150	281	306	(47)	(51)	432	515
<b>Total revenues</b>	<b>11,635</b>	<b>12,163</b>	<b>9,900</b>	<b>(4)</b>	<b>18</b>	<b>23,798</b>	<b>19,008</b>
<b>Credit loss expense / (release)</b>	<b>152</b>	<b>124</b>	<b>84</b>	<b>23</b>	<b>80</b>	<b>275</b>	<b>136</b>
Personnel expenses	5,649	5,910	4,797	(4)	18	11,559	8,958
General and administrative expenses	4,228	4,077	4,584	4	(8)	8,305	7,570
Depreciation, amortization and impairment of non-financial assets	744	714	631	4	18	1,458	1,162
<b>Operating expenses</b>	<b>10,621</b>	<b>10,701</b>	<b>10,012</b>	<b>(1)</b>	<b>6</b>	<b>21,322</b>	<b>17,689</b>
<b>Operating profit / (loss) before tax</b>	<b>862</b>	<b>1,339</b>	<b>(196)</b>	<b>(36)</b>		<b>2,201</b>	<b>1,183</b>
Tax expense / (benefit)	(336)	303	28			(32)	393
<b>Net profit / (loss)</b>	<b>1,198</b>	<b>1,035</b>	<b>(224)</b>	<b>16</b>		<b>2,233</b>	<b>790</b>
Net profit / (loss) attributable to non-controlling interests	6	7	40	(21)	(85)	13	48
<b>Net profit / (loss) attributable to shareholders</b>	<b>1,192</b>	<b>1,028</b>	<b>(264)</b>	<b>16</b>		<b>2,220</b>	<b>742</b>

## Comprehensive income

Total comprehensive income	4,231	2,657	271	59	6,889	101
Total comprehensive income attributable to non-controlling interests	18	22	20	(18)	(9)	41
<b>Total comprehensive income attributable to shareholders</b>	<b>4,213</b>	<b>2,635</b>	<b>251</b>	<b>60</b>	<b>6,848</b>	<b>85</b>

## Integration-related expenses, by business division and Group Items

USD m	For the quarter ended			Year-to-date		
	30.6.25	31.3.25	30.6.24	30.6.25	30.6.24	
Global Wealth Management	381	355	378	736	606	
Personal & Corporate Banking	213	166	113	379	197	
Asset Management	63	73	69	136	104	
Investment Bank	124	116	161	240	276	
Non-core and Legacy	251	191	187	442	248	
Group Items	6	(2)	9	5	10	
<b>Total integration-related expenses</b>	<b>1,038</b>	<b>900</b>	<b>916</b>	<b>1,938</b>	<b>1,440</b>	
of which: <i>total revenues</i>	7	(3)	10	4	10	
of which: <i>operating expenses</i>	1,031	903	906	1,934	1,429	
of which: <i>personnel expenses</i>	407	386	331	793	449	
of which: <i>general and administrative expenses</i>	538	460	488	998	832	
of which: <i>depreciation, amortization and impairment of non-financial assets</i>	87	57	87	144	148	

## 2Q25 compared with 2Q24

The legal merger of UBS AG and Credit Suisse AG on 31 May 2024 has had a significant impact on the results from June 2024 onward. This discussion and analysis of results compares the second quarter of 2025, which covers three full months of post-merger results, with the second quarter of 2024, which included only one month of post-merger results. This is a material driver in many of the increases across both revenues and operating expenses.

› Refer to **“Note 2 Accounting for the merger of UBS AG and Credit Suisse AG”** in the **“Consolidated financial statements”** section of the **UBS AG Annual Report 2024**, available under **“Annual reporting”** at **ubs.com/investors**, for more information about the accounting for the merger of UBS AG and Credit Suisse AG

## Results: 2Q25 vs 2Q24

Operating profit before tax was USD 862m, compared with an operating loss before tax of USD 196m in the second quarter of 2024, reflecting higher total revenues, partly offset by increases in operating expenses and net credit loss expenses. Total revenues increased by USD 1,735m, or 18%, to USD 11,635m, which included an increase from foreign currency effects. The increase in total revenues was largely due to increases of USD 965m in combined net interest income and other net income from financial instruments measured at fair value through profit or loss and USD 925m in net fee and commission income, partly offset by USD 156m lower other income. Operating expenses increased by USD 609m, or 6%, to USD 10,621m, and included an increase from foreign currency effects. The overall increase was largely due to increases of USD 852m in personnel expenses and USD 113m in depreciation, amortization and impairment of non-financial assets, partly offset by a decrease of USD 356m in general and administrative expenses. Net credit loss expenses were USD 152m, compared with USD 84m in the second quarter of 2024.

Integration-related expenses in general and administrative expenses primarily included shared services costs charged from other companies in the UBS Group reporting scope, consulting fees and outsourcing costs. Integration-related personnel expenses were mainly due to salaries and variable compensation related to the integration of Credit Suisse. In addition, there was accelerated depreciation of properties and leasehold improvements in depreciation, amortization and impairment of non-financial assets.

### Total revenues: 2Q25 vs 2Q24

**Net interest income and other net income from financial instruments measured at fair value through profit or loss**  
Total combined net interest income and other net income from financial instruments measured at fair value through profit or loss increased by USD 965m to USD 4,958m, mainly driven by increases in Global Wealth Management, Personal & Corporate Banking and the Investment Bank.

Global Wealth Management revenues increased by USD 402m to USD 2,042m, mainly driven by the consolidation of Credit Suisse AG net interest income for the full quarter. The remaining variance was mainly due to an increase in net interest income, largely driven by positive foreign currency effects and deposit inflows into higher-margin products, and an increase in trading revenues, reflecting higher levels of client activity.

Personal & Corporate Banking revenues increased by USD 334m to USD 1,357m, predominantly due to the consolidation of Credit Suisse AG net interest income for the full quarter, as well as positive foreign currency effects.

Investment Bank revenues increased by USD 379m to USD 1,886m, mainly due to higher Derivatives & Solutions revenues, mostly driven by Foreign Exchange, Equity Derivatives and Rates, due to elevated volatility and higher levels of client activity. In addition, there were higher revenues in Financing, with increases in all products, led by Prime Brokerage, supported by higher client balances. These increases were partly offset by lower revenues in Global Banking, largely driven by a contraction in Leveraged Capital Markets revenues.

Non-core and Legacy revenues were negative USD 150m compared with positive USD 121m in the second quarter of 2024. Revenues included lower net gains from position exits and lower net interest income from securitized products and credit products, as well as due to the consolidation of Credit Suisse AG revenues for the full quarter.

Revenues in Group Items were negative USD 176m compared with negative USD 288m in the second quarter of 2024. The change in revenues was mainly driven by mark-to-market gains from Group hedging and own debt, including hedge accounting ineffectiveness, compared with losses in the second quarter of 2024. Revenues in the second quarter of 2025 included offsetting impacts on portfolio-level economic hedges and mark-to-market effects on own credit.

- › Refer to the relevant business division commentary in this section for more information about business-division specific revenues
- › Refer to “Note 4 Net interest income” in the “Consolidated financial statements” section of this report for more information about net interest income

## Net interest income and other net income from financial instruments measured at fair value through profit or loss

USD m	For the quarter ended			% change from		Year-to-date	
	30.6.25	31.3.25	30.6.24	1Q25	2Q24	30.6.25	30.6.24
Net interest income from financial instruments measured at amortized cost and fair value through other comprehensive income	89	(266)	(188)			(177)	(1)
Net interest income from financial instruments measured at fair value through profit or loss and other	1,495	1,594	910	(6)	64	3,089	1,528
Other net income from financial instruments measured at fair value through profit or loss	3,374	3,924	3,271	(14)	3	7,298	6,216
<b>Total</b>	<b>4,958</b>	<b>5,252</b>	<b>3,993</b>	<b>(6)</b>	<b>24</b>	<b>10,210</b>	<b>7,744</b>
Global Wealth Management	2,042	2,074	1,640	(2)	24	4,116	3,198
of which: net interest income	1,587	1,589	1,317	0	20	3,176	2,521
of which: transaction-based income from foreign exchange and other intermediary activity <sup>1</sup>	455	485	323	(6)	41	940	677
Personal & Corporate Banking	1,357	1,247	1,023	9	33	2,604	1,927
of which: net interest income	1,142	1,059	863	8	32	2,201	1,634
of which: transaction-based income from foreign exchange and other intermediary activity <sup>1</sup>	215	188	161	14	34	403	293
Asset Management	0	(5)	(11)	(99)	(100)	(5)	(23)
Investment Bank	1,886	2,056	1,507	(8)	25	3,942	3,064
Non-core and Legacy	(150)	117	121			(33)	139
Group Items	(176)	(237)	(288)	(26)	(39)	(413)	(563)

<sup>1</sup> Mainly includes spread-related income in connection with client-driven transactions, foreign currency translation effects and income and expenses from precious metals, which are included in the income statement line Other net income from financial instruments measured at fair value through profit or loss. The amounts reported on this line are one component of Transaction-based income in the management discussion and analysis in the "Global Wealth Management" and "Personal & Corporate Banking" sections of this report.

## Net fee and commission income

Net fee and commission income increased by USD 925m to USD 6,526m, mainly driven by the consolidation of Credit Suisse AG revenues for the full quarter.

The consolidation of Credit Suisse AG revenues for the full quarter was the main factor driving a USD 485m increase in fees from portfolio management, to USD 3,163m, and a USD 242m increase in investment fund fees, to USD 1,600m, predominantly in Global Wealth Management and Asset Management, respectively. The increase in Global Wealth Management was also due to positive market performance and net new fee-generating asset inflows.

Net brokerage fees increased by USD 187m to USD 1,189m, mainly due to higher levels of client activity in Global Wealth Management, and in Cash Equities in Execution Services in the Investment Bank, due to higher volumes.

› Refer to "Note 5 Net fee and commission income" in the "Consolidated financial statements" section of this report for more information

## Other income

Other income was USD 150m and included the consolidation of Credit Suisse AG income for the full quarter, compared with USD 306m in the second quarter of 2024. The decrease was largely due to lower costs charged to shared services subsidiaries of UBS Group AG. In addition, losses of USD 35m from disposals of properties held for sale were incurred, predominantly in Group Items. The second quarter of 2025 also included a USD 31m loss relating to an investment in an associate.

› Refer to "Note 6 Other income" in the "Consolidated financial statements" section of this report for more information

## Credit loss expense / release: 2Q25 vs 2Q24

Total net credit loss expenses in the second quarter of 2025 were USD 152m, reflecting net expenses of USD 38m related to performing positions and net expenses of USD 114m on credit-impaired positions. Net credit loss expenses were USD 84m in the second quarter of 2024.

› Refer to "Note 9 Expected credit loss measurement" in the "Consolidated financial statements" section of this report for more information

## Credit loss expense / (release)

USD m	Performing positions		Credit-impaired positions		Total
	Stages 1 and 2	Stage 3	Stage 3	Stage 3	
<b>For the quarter ended 30.6.25</b>					
Global Wealth Management	(3)	1			(2)
Personal & Corporate Banking	22	92			114
Asset Management	0	0			0
Investment Bank	19	22			41
Non-core and Legacy	0	(1)			(1)
Group Items	0	0			0
<b>Total</b>	<b>38</b>	<b>114</b>			<b>152</b>
<b>For the quarter ended 31.3.25</b>					
Global Wealth Management	(7)	15			8
Personal & Corporate Banking	(8)	66			58
Asset Management	0	0			0
Investment Bank	(5)	54			49
Non-core and Legacy	0	10			10
Group Items	(1)	0			(1)
<b>Total</b>	<b>(21)</b>	<b>145</b>			<b>124</b>
<b>For the quarter ended 30.6.24</b>					
Global Wealth Management	(14)	12			(2)
Personal & Corporate Banking	(15)	125			110
Asset Management	0	0			0
Investment Bank	1	(2)			(1)
Non-core and Legacy	(1)	(22)			(23)
Group Items	0	0			0
<b>Total</b>	<b>(29)</b>	<b>113</b>			<b>84</b>

## Operating expenses: 2Q25 vs 2Q24

### Operating expenses

USD m	For the quarter ended			% change from		Year-to-date	
	30.6.25	31.3.25	30.6.24	1Q25	2Q24	30.6.25	30.6.24
Personnel expenses	<b>5,649</b>	5,910	4,797	(4)	18	11,559	8,958
of which: salaries and variable compensation	<b>4,882</b>	5,129	4,205	(5)	16	10,011	7,826
of which: variable compensation – financial advisors <sup>1</sup>	<b>1,335</b>	1,409	1,291	(5)	3	2,744	2,558
General and administrative expenses	<b>4,228</b>	4,077	4,584	4	(8)	8,305	7,570
of which: net expenses / (releases) for litigation, regulatory and similar matters	<b>163</b>	196	1,161	(17)	(86)	359	1,169
Depreciation, amortization and impairment of non-financial assets	<b>744</b>	714	631	4	18	1,458	1,162
<b>Total operating expenses</b>	<b>10,621</b>	10,701	10,012	(1)	6	21,322	17,689

<sup>1</sup> Financial advisor compensation consists of cash compensation, determined using a formulaic approach based on production, and deferred awards. It also includes expenses related to compensation commitments with financial advisors entered into at the time of recruitment that are subject to vesting requirements.

### Personnel expenses

Personnel expenses increased by USD 852m to USD 5,649m, mainly driven by the consolidation of Credit Suisse AG expenses for the full quarter, reflecting both the combined workforce resulting from the merger and higher accruals for performance awards, and also driven by a USD 44m increase in financial advisor compensation resulting from higher compensable revenues.

- › Refer to “Note 7 Personnel expenses” in the “Consolidated financial statements” section of this report for more information

### General and administrative expenses

General and administrative expenses decreased by USD 356m to USD 4,228m and included the consolidation of Credit Suisse AG expenses for the full quarter. The overall decrease was largely attributable to a USD 998m reduction in costs for litigation, regulatory and similar matters, mainly due to recognition of costs in the second quarter of 2024 when UBS agreed to fund an offer by the Credit Suisse supply chain finance funds to redeem all of the outstanding units of the respective funds. This was partly offset by an increase of USD 441m in shared services costs for Technology, Finance and Risk charged by shared services subsidiaries of UBS Group AG. General and administrative expenses also included increases of USD 45m in real estate and logistics costs, USD 43m in consulting, legal and audit fees, and USD 38m in technology costs.

- › Refer to “Note 8 General and administrative expenses” in the “Consolidated financial statements” section of this report for more information
- › Refer to “Note 16 Provisions and contingent liabilities” in the “Consolidated financial statements” section of this report for more information about litigation, regulatory and similar matters
- › Refer to the “Regulatory and legal developments” and “Risk factors” sections of the UBS AG Annual Report 2024, available under “Annual reporting” at [ubs.com/investors](http://ubs.com/investors), for more information about litigation, regulatory and similar matters on a UBS AG consolidated basis

## Depreciation, amortization and impairment of non-financial assets

Depreciation, amortization and impairment of non-financial assets increased by USD 113m to USD 744m and included the consolidation of Credit Suisse AG expenses for the full quarter. The overall increase was largely attributable to a USD 73m increase of amortization of internally generated capitalized software as a result of a higher cost base of software assets, as well as higher depreciation attributable to right-of-use assets associated with real estate leases.

## Tax: 2Q25 vs 2Q24

UBS AG had a net income tax benefit of USD 336m in the second quarter of 2025, representing a negative effective tax rate of 39.0%, compared with a tax expense of USD 28m in the second quarter of 2024.

This reflected a net deferred tax benefit of USD 664m, which included a USD 663m benefit related to integration-related tax planning, primarily driven by the recognition of deferred tax assets (DTAs) in respect of tax losses carried forward and deductible temporary differences resulting from the final consolidation of legal entities in the United States and a USD 52m benefit due to an increase in DTA recognition within UBS AG's US branch. These benefits were partly offset by a net deferred tax expense of USD 51m that primarily related to the amortization of DTAs previously recognized in relation to tax losses carried forward and deductible temporary differences.

The current tax expense was USD 328m, which primarily related to the taxable profits of UBS Switzerland AG and other entities.

## Total comprehensive income attributable to shareholders

In the second quarter of 2025, total comprehensive income attributable to shareholders was USD 4,213m, reflecting a net profit of USD 1,192m and other comprehensive income (OCI), net of tax, of USD 3,021m.

Foreign currency translation OCI was USD 2,610m, mainly resulting from the US dollar weakening against the Swiss franc and the euro.

OCI related to cash flow hedges was USD 562m, mainly reflecting net unrealized gains on US dollar hedging derivatives resulting from decreases in the relevant US dollar long-term interest rates and net losses on hedging instruments that were reclassified from OCI to the income statement.

OCI related to own credit on financial liabilities designated at fair value was negative USD 138m, primarily due to a tightening of our own credit spreads.

- › Refer to "Statement of comprehensive income" in the "Consolidated financial statements" section of this report for more information
- › Refer to "Reconciliation of equity under IFRS Accounting Standards to Swiss SRB common equity tier 1 capital (UBS AG vs UBS Group AG consolidated)" in the "Capital management" section of this report for more information about the effects of OCI on common equity tier 1 capital
- › Refer to "Note 21 Fair value measurement" in the "Consolidated financial statements" section of the UBS AG Annual Report 2024, available under "Annual reporting" at [ubs.com/investors](http://ubs.com/investors), for more information about own credit on financial liabilities designated at fair value

## Sensitivity to interest rate movements

As of 30 June 2025, it is estimated that a parallel shift in yield curves by +100 basis points could lead to a combined increase in annual net interest income from our banking book of approximately USD 1.4bn in the first year after such a shift. Of this increase, approximately USD 0.7bn, USD 0.4bn and USD 0.1bn would result from changes in Swiss franc, US dollar and euro interest rates, respectively.

A parallel shift in yield curves by -100 basis points could lead to a combined increase in annual net interest income of approximately USD 0.8bn. Of this increase, approximately USD 1.5bn would result from changes in the Swiss franc interest rate, driven by both contractual and assumed flooring benefits under negative interest rates. US dollar and euro interest rate changes would lead to an offsetting decrease of USD 0.5bn and USD 0.1bn, respectively.

These estimates do not represent net interest income forecasts as they are based on a hypothetical scenario of an immediate change in interest rates, equal across all currencies and relative to implied forward rates as of 30 June 2025 applied to our banking book. These estimates further assume no change to balance sheet size and product mix, stable foreign exchange rates, and no specific management action.

› Refer to the "Risk management and control" section of the UBS Group second quarter 2025 report, available under "Quarterly reporting" at [ubs.com/investors](http://ubs.com/investors), for information about interest rate risk in the banking book

## Key figures and personnel

Below is an overview of selected key figures of UBS AG consolidated. For further information about key figures related to capital management, refer to the "Capital management" section of this report.

### Cost / income ratio: 2Q25 vs 2Q24

The cost / income ratio was 91.3%, compared with 101.1%, mainly reflecting an increase in total revenues, partly offset by an increase in operating expenses.

### Personnel: 2Q25 vs 1Q25

The number of internal personnel employed as of 30 June 2025 was 62,958 (full-time equivalents), a net decrease of 4,415 compared with 31 March 2025.

### Equity, CET1 capital and returns

USD m, except where indicated	As of or for the quarter ended			Year-to-date	
	30.6.25	31.3.25	30.6.24	30.6.25	30.6.24
<b>Net profit</b>					
Net profit attributable to shareholders	1,192	1,028	(264)	2,220	742
<b>Equity</b>					
Equity attributable to shareholders	94,278	96,553	93,392	94,278	93,392
less: goodwill and intangible assets	6,753	6,691	7,023	6,753	7,023
Tangible equity attributable to shareholders	87,524	89,862	86,369	87,524	86,369
less: other CET1 adjustments	17,695	19,106	3,368	17,695	3,368
CET1 capital	69,829	70,756	83,001	69,829	83,001
<b>Returns</b>					
Return on equity (%)	5.0	4.3	(1.4)	4.7	2.3
Return on tangible equity (%)	5.4	4.6	(1.6)	5.0	2.5
Return on CET1 capital (%)	6.8	5.7	(1.7)	6.2	2.8

### Common equity tier 1 capital: 2Q25 vs 1Q25

During the second quarter of 2025, common equity tier 1 (CET1) capital decreased by USD 0.9bn to USD 69.8bn, mainly as operating profit before tax of USD 0.9bn and foreign currency translation gains of USD 2.5bn were more than offset by dividend accruals of USD 3.5bn and current tax expenses of USD 0.3bn.

### Return on common equity tier 1 capital: 2Q25 vs 2Q24

The annualized return on CET1 capital was 6.8%, compared with negative 1.7%, driven by net profit attributable to shareholders compared with a net loss attributable to shareholders in the second quarter of 2024, as well as a decrease in average CET1 capital.

### Risk-weighted assets: 2Q25 vs 1Q25

During the second quarter of 2025, RWA increased by USD 16.8bn to USD 498.3bn, driven by an USD 18.7bn increase in currency effects, partly offset by a USD 1.5bn decrease resulting from asset size and other movements and a USD 0.3bn decrease resulting from model updates and methodology changes.

### Common equity tier 1 capital ratio: 2Q25 vs 1Q25

The CET1 capital ratio decreased to 14.0% from 14.7%, reflecting the aforementioned increase in RWA and the aforementioned decrease in CET1 capital.

### Leverage ratio denominator: 2Q25 vs 1Q25

During the second quarter of 2025, the leverage ratio denominator (the LRD) increased by USD 94.3bn to USD 1,660.1bn, mainly driven by currency effects of USD 88.4bn and asset size and other movements of USD 5.8bn.

### Common equity tier 1 leverage ratio: 2Q25 vs 1Q25

The CET1 leverage ratio decreased to 4.2% from 4.5%, reflecting the aforementioned increase in the LRD and the aforementioned decrease in CET1 capital.

## Results 6M25 vs 6M24

Operating profit before tax increased by USD 1,018m, or 86%, to USD 2,201m, reflecting a USD 4,790m increase in total revenues, which was partly offset by a USD 3,633m increase in operating expenses. Net credit loss expenses were USD 275m compared with net credit loss expenses of USD 136m in the first six months of 2024.

Total combined net interest income and other net income from financial instruments measured at fair value through profit or loss increased by USD 2,466m to USD 10,210m. Revenues in Global Wealth Management increased by USD 918m, mainly driven by the consolidation of Credit Suisse AG revenues for the full period, positive foreign currency effects, deposit inflows into higher-margin products, as well as the impact of higher levels of client activity. Personal & Corporate Banking increased by USD 677m, largely due to the consolidation of Credit Suisse AG net interest income for the full period. The Investment Bank increased by USD 878m, mainly due to an increase in Derivatives & Solutions revenues that resulted from elevated volatility and higher levels of client activity. In addition, there were higher revenues in Financing, led by Prime Brokerage, supported by higher client balances. These increases were partly offset by lower revenues in Global Banking, which mainly resulted from lower volumes in Leveraged Capital Markets. Non-core and Legacy revenues were negative USD 33m compared with positive USD 139m in the first six months of 2024, largely due to lower net gains from position exits and net interest income from securitized products and credit products, partly offset by the effect from the consolidation of Credit Suisse AG revenues for the full period. Group Items revenues were negative USD 413m, compared with negative USD 563m in the first six months of 2024, mainly due to lower mark-to-market losses from Group hedging and own debt, including hedge accounting ineffectiveness. The losses in the first half of 2025 were driven by mark-to-market effects on own credit and portfolio-level economic hedges within Group Treasury.

Net fee and commission income increased by USD 2,406m to USD 13,156m. The consolidation of Credit Suisse AG revenues for the full period led to increases of USD 1,131m in portfolio management and related service fees and USD 584m in investment fund fees, predominantly in Global Wealth Management and Asset Management, respectively. The increase in Global Wealth Management was also due to positive market performance and net new fee-generating asset inflows. Net brokerage fees increased by USD 511m, mainly reflecting higher levels of client activity in Global Wealth Management and in Execution Services in the Investment Bank, due to higher volumes.

Other income was USD 432m, compared with USD 515m in the first six months of 2024, and included the consolidation of Credit Suisse income for the full period. The overall change was mainly due to lower costs charged to shared services subsidiaries of UBS Group AG. The share of net profits of associates and joint ventures was USD 118m higher, mainly reflecting a USD 64m gain related to the Swisscard transactions, partly offset by a USD 16m net loss relating to an investment in an associate.

Personnel expenses increased by USD 2,601m to USD 11,559m and included the consolidation of Credit Suisse AG expenses for the full period, reflecting both the combined workforce resulting from the merger and higher accruals for performance awards, and also driven by a USD 186m increase in financial advisor compensation as a result of higher compensable revenues.

General and administrative expenses increased by USD 735m to USD 8,305m, mainly driven by the consolidation of Credit Suisse AG expenses for the full period. The overall increase was largely attributable to a USD 739m increase in shared services costs charged by shared services subsidiaries of the UBS Group. General and administrative expenses also included a USD 180m expense related to the Swisscard transactions in Personal & Corporate Banking and increases of USD 130m in technology costs, USD 119m in real estate and logistics costs, and USD 99m in consulting, legal and audit fees. These increases were partly offset by USD 810m lower expenses for litigation, regulatory and similar matters, mainly due to the costs recognized in the first six months of 2024 when UBS agreed to fund an offer by the Credit Suisse supply chain finance funds to redeem all of the outstanding units in the respective funds.

Depreciation, amortization and impairment of non-financial assets increased by USD 296m to USD 1,458m and included the impact from the consolidation of Credit Suisse AG expenses for the full period. The overall increase included a USD 217m increase of amortization of internally generated capitalized software mainly as a result of the consolidation of Credit Suisse AG expenses and a higher cost base of software assets, as well as higher depreciation attributable to right-of-use assets associated with real estate leases.

## **Outlook**

The third quarter started with strong market performance in risk assets, particularly international equities, combined with a weak US dollar. Investor sentiment remains broadly constructive, tempered by persistent macroeconomic and geopolitical uncertainties. Against this backdrop, our client conversations and deal pipelines indicate a high level of readiness among investors and corporates to deploy capital as conviction around the macro outlook strengthens.

For the third quarter, we expect Global Wealth Management's net interest income (NII) and Personal & Corporate Banking's NII in Swiss francs to be broadly stable. In US dollar terms, this translates to a sequential low single-digit percentage increase.

We also expect trading and transactional activity to reflect more normalized seasonal patterns and activity levels compared with the same quarter a year ago, particularly in Global Wealth Management's transaction-based revenues and the Investment Bank's Global Markets performance.

We remain focused on actively engaging with our clients, helping them to navigate a complex environment while executing on our growth and integration plans. We are confident in our ability to deliver on our 2025 and 2026 financial targets, leveraging the power of our diversified business model.

# Global Wealth Management

## Global Wealth Management

USD m, except where indicated	As of or for the quarter ended			% change from		Year-to-date	
	30.6.25	31.3.25	30.6.24	1Q25	2Q24	30.6.25	30.6.24
<b>Results</b>							
Net interest income	<b>1,587</b>	1,589	1,317	0	20	3,176	2,521
Recurring net fee income <sup>1</sup>	<b>3,352</b>	3,274	2,893	2	16	6,626	5,586
Transaction-based income <sup>1</sup>	<b>1,225</b>	1,423	960	(14)	28	2,648	1,945
Other income	<b>7</b>	6	22	19	(67)	14	58
<b>Total revenues</b>	<b>6,171</b>	6,293	5,192	(2)	19	12,463	10,110
<b>Credit loss expense / (release)</b>	<b>(2)</b>	8	(2)		24	6	7
<b>Operating expenses</b>	<b>5,121</b>	5,069	4,473	1	14	10,190	8,448
<b>Business division operating profit / (loss) before tax</b>	<b>1,052</b>	1,216	720	(13)	46	2,268	1,655
<b>Performance measures and other information</b>							
Pre-tax profit growth (year-on-year, %) <sup>1</sup>	<b>46.0</b>	30.1	(34.3)			37.0	(27.8)
Cost / income ratio (%) <sup>1</sup>	<b>83.0</b>	80.6	86.2			81.8	83.6
Financial advisor compensation <sup>2</sup>	<b>1,334</b>	1,409	1,291	(5)	3	2,743	2,558
Invested assets (USD bn) <sup>1</sup>	<b>4,512</b>	4,218	4,038	7	12	4,512	4,038
Loans, gross (USD bn) <sup>3</sup>	<b>319.9</b>	301.7	307.4	6	4	319.9	307.4
Customer deposits (USD bn) <sup>3</sup>	<b>489.0</b>	464.8	477.0	5	3	489.0	477.0
Impaired loan portfolio as a percentage of total loan portfolio, gross (%) <sup>1,4</sup>	<b>0.5</b>	0.4	0.4			0.5	0.4
Advisors (full-time equivalents)	<b>9,565</b>	9,693	10,068	(1)	(5)	9,565	10,068

<sup>1</sup> Refer to "Alternative performance measures" in the appendix to this report for the definition and calculation method. <sup>2</sup> Relates to licensed professionals with the ability to provide investment advice to clients in the Americas. Consists of cash compensation, determined using a formulaic approach based on production, and deferred awards. Also includes expenses related to compensation commitments with financial advisors entered into at the time of recruitment that are subject to vesting requirements. Recruitment loans to financial advisors were USD 1,579m as of 30 June 2025. <sup>3</sup> Loans and Customer deposits in this table include customer brokerage receivables and payables, respectively, which are presented in separate reporting lines on the balance sheet. <sup>4</sup> Refer to the "Risk management and control" section of the UBS Group second quarter 2025 report, available under "Quarterly reporting" at [ubs.com/investors](http://ubs.com/investors), for more information about (credit-)impaired exposures. Excludes loans to financial advisors.

## Results: 2Q25 vs 2Q24

Profit before tax increased by USD 332m, or 46%, to USD 1,052m, mainly driven by the positive impact from the merger of UBS AG and Credit Suisse AG, and higher total revenues, partly offset by higher operating expenses.

### Total revenues

Total revenues increased by USD 979m, or 19%, to USD 6,171m, mainly due to the consolidation of Credit Suisse AG revenues for the full quarter. The remaining increase largely reflected increases in recurring net fee income and transaction-based income.

Net interest income increased by USD 270m, or 20%, to USD 1,587m, mainly driven by the consolidation of Credit Suisse AG net interest income for the full quarter, with the remaining variance largely driven by positive foreign currency effects and deposit inflows into higher-margin products.

Recurring net fee income increased by USD 459m, or 16%, to USD 3,352m, mainly driven by positive market performance and net new fee-generating asset inflows, as well as the consolidation of Credit Suisse AG recurring net fee income for the full quarter.

Transaction-based income increased by USD 265m, or 28%, to USD 1,225m, mainly driven by the consolidation of Credit Suisse AG transaction-based income for the full quarter and higher levels of client activity across all regions.

Other income decreased by USD 15m to USD 7m and included a loss of USD 8m related to an investment in an associate.

### Credit loss expense / release

Net credit loss releases were USD 2m, compared with net releases of USD 2m in the second quarter of 2024.

### Operating expenses

Operating expenses increased by USD 648m, or 14%, to USD 5,121m, mainly driven by the consolidation of Credit Suisse AG operating expenses for the full quarter, unfavorable foreign currency effects and an increase in financial advisor compensation as a result of higher compensable revenues.

## Invested assets: 2Q25 vs 1Q25

Invested assets increased by USD 294bn, or 7%, to USD 4,512bn, mainly driven by positive market performance of USD 178bn, positive foreign currency effects of USD 97bn and net new asset inflows.

## Loans: 2Q25 vs 1Q25

Loans increased by USD 18.2bn to USD 319.9bn, mainly driven by positive foreign currency effects and positive net new loans.

- › Refer to the "Risk management and control" section of the UBS Group second quarter 2025 report, available under "Quarterly reporting" at [ubs.com/investors](http://ubs.com/investors), for more information

## Customer deposits: 2Q25 vs 1Q25

Customer deposits increased by USD 24.2bn to USD 489.0bn, mainly driven by positive foreign currency effects and net new deposit inflows.

## Results: 6M25 vs 6M24

Profit before tax increased by USD 613m, or 37%, to USD 2,268m, mainly driven by the positive impact from the merger of UBS AG and Credit Suisse AG, and higher total revenues, partly offset by higher operating expenses.

Total revenues increased by USD 2,353m, or 23%, to USD 12,463m, mainly due to the consolidation of Credit Suisse AG revenues for the full period. The remaining increase largely reflected increases in recurring net fee income and transaction-based income.

Net interest income increased by USD 655m, or 26%, to USD 3,176m, mainly driven by the consolidation of Credit Suisse AG net interest income for the full period, with the remaining variance largely driven by positive foreign currency effects and deposit inflows into higher-margin products.

Recurring net fee income increased by USD 1,040m, or 19%, to USD 6,626m, mainly driven by positive market performance and net new fee-generating asset inflows, as well as the consolidation of Credit Suisse AG recurring net fee income for the full period.

Transaction-based income increased by USD 703m, or 36%, to USD 2,648m, mainly driven by the consolidation of Credit Suisse AG transaction-based income for the full period and higher levels of client activity across all regions.

Other income decreased by USD 44m to USD 14m, mostly due to lower shared services costs charged to other subsidiaries of UBS Group AG, mainly related to secondments and included a net loss of USD 5m related to an investment in an associate.

Net credit loss expenses were USD 6m, compared with net expenses of USD 7m in the first half of 2024.

Operating expenses increased by USD 1,742m, or 21%, to USD 10,190m, mainly driven by the consolidation of Credit Suisse AG operating expenses for the full period, unfavorable foreign currency effects and an increase in financial advisor compensation as a result of higher compensable revenues.

# Personal & Corporate Banking

## Personal & Corporate Banking – in Swiss francs

CHF m, except where indicated	As of or for the quarter ended			% change from		Year-to-date	
	30.6.25	31.3.25	30.6.24	1Q25	2Q24	30.6.25	30.6.24
<b>Results</b>							
Net interest income	929	953	781	(3)	19	1,882	1,463
Recurring net fee income <sup>1</sup>	313	329	271	(5)	15	642	493
Transaction-based income <sup>1</sup>	484	454	353	7	37	938	653
Other income	(28)	68	11			40	25
<b>Total revenues</b>	<b>1,698</b>	1,804	1,417	(6)	20	3,502	2,634
<b>Credit loss expense / (release)</b>	<b>91</b>	52	98	76	(7)	143	108
<b>Operating expenses</b>	<b>1,224</b>	1,373	905	(11)	35	2,597	1,620
<b>Business division operating profit / (loss) before tax</b>	<b>383</b>	378	413	1	(7)	761	906
<b>Performance measures and other information</b>							
Pre-tax profit growth (year-on-year, %) <sup>1</sup>	(7.4)	(23.2)	(32.9)			(16.0)	(22.3)
Cost / income ratio (%) <sup>1</sup>	72.1	76.1	63.9			74.2	61.5
Net interest margin (bps) <sup>1</sup>	148	153	156			150	168
Loans, gross (CHF bn)	251.5	251.8	253.2	0	(1)	251.5	253.2
Customer deposits (CHF bn)	250.5	252.2	256.4	(1)	(2)	250.5	256.4
Impaired loan portfolio as a percentage of total loan portfolio, gross (%) <sup>1,2</sup>	1.3	1.5	1.3			1.3	1.3

<sup>1</sup> Refer to "Alternative performance measures" in the appendix to this report for the definition and calculation method. <sup>2</sup> Refer to the "Risk management and control" section of the UBS Group second quarter 2025 report, available under "Quarterly reporting" at [ubs.com/investors](http://ubs.com/investors), for more information about (credit-)impaired exposures.

## Results: 2Q25 vs 2Q24

Profit before tax decreased by CHF 30m, or 7%, to CHF 383m, as higher total revenues and lower net credit loss expenses were more than offset by higher operating expenses.

### Total revenues

Total revenues increased by CHF 281m, or 20%, to CHF 1,698m, mainly due to the consolidation of Credit Suisse AG revenues for the full quarter.

Net interest income increased by CHF 148m to CHF 929m, largely reflecting the consolidation of Credit Suisse AG net interest income for the full quarter.

Recurring net fee income increased by CHF 42m to CHF 313m, mainly due to the consolidation of Credit Suisse AG recurring net fee income for the full quarter.

Transaction-based income increased by CHF 131m to CHF 484m, largely due to the consolidation of Credit Suisse AG transaction-based income for the full quarter.

Other income was negative CHF 28m, compared with CHF 11m, and included a loss of CHF 18m related to an investment in an associate.

### Credit loss / release

Net credit loss expenses were CHF 91m and included the effect from the consolidation of Credit Suisse AG, as well as net credit loss expenses on credit-impaired positions. Net credit loss expenses in the second quarter of 2024 were CHF 98m.

### Operating expenses

Operating expenses increased by CHF 319m, or 35%, to CHF 1,224m, largely due to the consolidation of Credit Suisse AG operating expenses for the full quarter, and included higher integration-related expenses.

## Results: 6M25 vs 6M24

Profit before tax decreased by CHF 145m, or 16%, to CHF 761m, as higher total revenues were more than offset by higher operating expenses and net credit loss expenses.

Total revenues increased by CHF 868m, or 33%, to CHF 3,502m, mainly due to the consolidation of Credit Suisse AG revenues for the full period.

Net interest income increased by CHF 419m to CHF 1,882m, largely reflecting the consolidation of Credit Suisse AG net interest income for the full period.

Recurring net fee income increased by CHF 149m to CHF 642m, mainly due to the consolidation of Credit Suisse AG recurring net fee income for the full period, as well as an increase in revenues due to higher investment product levels, mostly reflecting net new inflows and positive market performance.

Transaction-based income increased by CHF 285m to CHF 938m, largely due to the consolidation of Credit Suisse AG transaction-based income for the full period.

Other income was CHF 40m, compared with CHF 25m, and included a gain of CHF 58m related to the Swisscard transactions and a net loss of CHF 8m related to an investment in an associate.

Net credit loss expenses were CHF 143m, mainly reflecting the effect from the consolidation of Credit Suisse AG, primarily due to net credit loss expenses on credit-impaired positions in the legacy Credit Suisse corporate loan book. Net credit loss expenses in the first half of 2024 were CHF 108m.

Operating expenses increased by CHF 977m, or 60%, to CHF 2,597m, largely due to the consolidation of Credit Suisse AG operating expenses for the full period, and included both a CHF 164m expense related to the Swisscard transactions and higher integration-related expenses.

#### Personal & Corporate Banking – in US dollars

USD m, except where indicated	As of or for the quarter ended			% change from		Year-to-date	
	30.6.25	31.3.25	30.6.24	1Q25	2Q24	30.6.25	30.6.24
<b>Results</b>							
Net interest income	1,142	1,059	863	8	32	2,201	1,634
Recurring net fee income <sup>1</sup>	385	365	300	5	29	751	550
Transaction-based income <sup>1</sup>	594	505	389	18	53	1,099	729
Other income	(35)	75	12			40	28
<b>Total revenues</b>	<b>2,086</b>	2,005	1,564	4	33	4,091	2,942
<b>Credit loss expense / (release)</b>	<b>114</b>	58	110	96	4	172	120
<b>Operating expenses</b>	<b>1,504</b>	1,526	999	(1)	51	3,030	1,808
<b>Business division operating profit / (loss) before tax</b>	<b>469</b>	421	455	11	3	890	1,014
<b>Performance measures and other information</b>							
Pre-tax profit growth (year-on-year, %) <sup>1</sup>	3.0	(24.7)	(33.5)			(12.2)	(20.9)
Cost / income ratio (%)	72.1	76.1	63.9			74.1	61.5
Net interest margin (bps) <sup>1</sup>	152	153	155			152	167
Loans, gross (USD bn)	316.9	284.7	281.8	11	12	316.9	281.8
Customer deposits (USD bn)	315.5	285.1	285.3	11	11	315.5	285.3
Impaired loan portfolio as a percentage of total loan portfolio, gross (%) <sup>1,2</sup>	1.3	1.5	1.3			1.3	1.3

<sup>1</sup> Refer to "Alternative performance measures" in the appendix to this report for the definition and calculation method. <sup>2</sup> Refer to the "Risk management and control" section of the UBS Group second quarter 2025 report, available under "Quarterly reporting" at [ubs.com/investors](http://ubs.com/investors), for more information about (credit-)impaired exposures.

# Asset Management

## Asset Management

USD m, except where indicated	As of or for the quarter ended			% change from		Year-to-date	
	30.6.25	31.3.25	30.6.24	1Q25	2Q24	30.6.25	30.6.24
<b>Results</b>							
Net management fees <sup>1</sup>	733	713	582	3	26	1,445	1,069
Performance fees	39	30	23	28	67	69	45
Net gain from disposals		(2)	28			(2)	28
<b>Total revenues</b>	<b>771</b>	741	634	4	22	1,512	1,143
Credit loss expense / (release)	0	0	0			0	0
<b>Operating expenses</b>	<b>622</b>	603	513	3	21	1,225	972
<b>Business division operating profit / (loss) before tax</b>	<b>149</b>	137	121	8	23	286	172
<b>Performance measures and other information</b>							
Pre-tax profit growth (year-on-year, %) <sup>2</sup>	22.8	173.2	35.0			66.9	(7.0)
Cost / income ratio (%) <sup>2</sup>	80.7	81.4	80.8			81.0	85.0
Gross margin on invested assets (bps) <sup>2</sup>	16	17	17			17	17
<b>Information by business line / asset class</b>							
<b>Invested assets (USD bn)<sup>2</sup></b>							
Equities	846	753	691	12	22	846	691
Fixed Income	497	479	448	4	11	497	448
of which: money market	169	164	146	3	16	169	146
Multi-asset & Solutions	304	275	277	11	10	304	277
Hedge Fund Businesses	62	60	59	3	6	62	59
Real Estate & Private Markets	159	147	147	8	8	159	147
<b>Total invested assets excluding associates</b>	<b>1,868</b>	1,715	1,622	9	15	1,868	1,622
of which: passive strategies	930	823	756	13	23	930	756
Associates <sup>3</sup>	84	81	77	4	10	84	77
<b>Total invested assets</b>	<b>1,952</b>	1,796	1,699	9	15	1,952	1,699
<b>Information by region</b>							
<b>Invested assets (USD bn)<sup>2</sup></b>							
Americas	465	447	426	4	9	465	426
Asia Pacific <sup>4</sup>	236	222	213	6	11	236	213
EMEA (excluding Switzerland)	487	440	378	11	29	487	378
Switzerland	765	688	682	11	12	765	682
<b>Total invested assets</b>	<b>1,952</b>	1,796	1,699	9	15	1,952	1,699
<b>Information by channel</b>							
<b>Invested assets (USD bn)<sup>2</sup></b>							
Third-party institutional	1,129	1,027	957	10	18	1,129	957
Third-party wholesale	179	163	181	10	(1)	179	181
UBS's wealth management businesses	559	525	484	7	16	559	484
Associates <sup>3</sup>	84	81	77	4	10	84	77
<b>Total invested assets</b>	<b>1,952</b>	1,796	1,699	9	15	1,952	1,699

<sup>1</sup> Net management fees include transaction fees, fund administration revenues (including net interest and trading income from lending activities and foreign-exchange hedging as part of the fund services offering), distribution fees, incremental fund-related expenses, gains or losses from seed money and co-investments, funding costs, the negative pass-through impact of third-party performance fees, and other items that are not Asset Management's performance fees. <sup>2</sup> Refer to "Alternative performance measures" in the appendix to this report for the definition and calculation method. <sup>3</sup> The invested assets amounts reported for associates are prepared in accordance with their local regulatory requirements and practices. <sup>4</sup> Includes invested assets from associates.

## Results: 2Q25 vs 2Q24

Profit before tax increased by USD 28m, or 23%, to USD 149m, mainly reflecting the impact from the consolidation of Credit Suisse AG for the full quarter.

### Total revenues

Total revenues increased by USD 137m, or 22%, to USD 771m, primarily reflecting the consolidation of Credit Suisse AG revenues for the full quarter, partly offset by the second quarter of 2024 including USD 28m of net gains from disposals.

Net management fees increased by USD 151m, or 26%, to USD 733m, largely reflecting the impact from the consolidation of Credit Suisse AG net management fees for the full quarter.

Performance fees increased by USD 16m, or 67%, to USD 39m, mainly due to an increase in Hedge Fund Businesses.

## Operating expenses

Operating expenses increased by USD 109m, or 21%, to USD 622m, largely due to the consolidation of Credit Suisse AG operating expenses for the full quarter, partly offset by lower non-personnel and personnel costs.

## Invested assets: 2Q25 vs 1Q25

Invested assets increased by USD 156bn, or 9%, to USD 1,952bn, reflecting positive foreign currency effects of USD 96bn and positive market performance of USD 62bn, partly offset by negative net new money of USD 2bn.

## Results: 6M25 vs 6M24

Profit before tax increased by USD 114m, or 67%, to USD 286m, mainly reflecting the impact from the consolidation of Credit Suisse AG for the full period.

Total revenues increased by USD 369m, or 32%, to USD 1,512m, primarily reflecting the consolidation of Credit Suisse AG revenues for the full period, partly offset by the first half of 2024 including USD 28m of net gains from disposals.

Net management fees increased by USD 376m, or 35%, to USD 1,445m, largely reflecting the consolidation of Credit Suisse AG net management fees for the full period.

Performance fees increased by USD 24m, or 51%, to USD 69m, mainly due to an increase in Hedge Fund Businesses and the consolidation of Credit Suisse AG performance fees for the full period.

Operating expenses increased by USD 253m, or 26%, to USD 1,225m, largely due to the consolidation of Credit Suisse AG operating expenses for the full period, partly offset by lower non-personnel and personnel costs.

# Investment Bank

## Investment Bank

USD m, except where indicated	As of or for the quarter ended			% change from		Year-to-date	
	30.6.25	31.3.25	30.6.24	1Q25	2Q24	30.6.25	30.6.24
<b>Results</b>							
Advisory	192	221	226	(13)	(15)	414	391
Capital Markets	335	349	399	(4)	(16)	684	748
<b>Global Banking</b>	<b>527</b>	570	625	(8)	(16)	1,097	1,139
Execution Services	501	517	405	(3)	24	1,017	802
Derivatives & Solutions	1,119	1,301	880	(14)	27	2,420	1,813
Financing	670	665	526	1	27	1,334	1,069
<b>Global Markets</b>	<b>2,289</b>	2,482	1,811	(8)	26	4,771	3,684
<i>of which: Equities</i>	<i>1,623</i>	<i>1,815</i>	<i>1,337</i>	<i>(11)</i>	<i>21</i>	<i>3,438</i>	<i>2,697</i>
<i>of which: Foreign Exchange, Rates and Credit</i>	<i>666</i>	<i>667</i>	<i>474</i>	<i>0</i>	<i>41</i>	<i>1,333</i>	<i>988</i>
<b>Total revenues</b>	<b>2,816</b>	3,052	2,436	(8)	16	5,869	4,824
<b>Credit loss expense / (release)</b>	<b>41</b>	49	(1)	(15)		90	31
<b>Operating expenses</b>	<b>2,385</b>	2,455	2,200	(3)	8	4,840	4,284
<b>Business division operating profit / (loss) before tax</b>	<b>390</b>	548	237	(29)	65	938	509
<b>Performance measures and other information</b>							
Pre-tax profit growth (year-on-year, %) <sup>1</sup>	64.7	101.3	67.2			84.3	(16.9)
Cost / income ratio (%) <sup>1</sup>	84.7	80.4	90.3			82.5	88.8

<sup>1</sup> Refer to "Alternative performance measures" in the appendix to this report for the definition and calculation method.

## Results: 2Q25 vs 2Q24

Profit before tax increased by USD 153m, or 65%, to USD 390m, mainly due to higher total revenues, partly offset by higher operating expenses.

### Total revenues

Total revenues increased by USD 380m, or 16%, to USD 2,816m, due to higher revenues in Global Markets, partly offset by lower revenues in Global Banking.

### *Global Banking*

Global Banking revenues decreased by USD 98m, or 16%, to USD 527m, reflecting lower Capital Markets and Advisory revenues.

Advisory revenues decreased by USD 34m, or 15%, to USD 192m, mainly due to lower private-fund activity levels and a decrease in merger and acquisition transaction revenues.

Capital Markets revenues decreased by USD 64m, or 16%, to USD 335m, largely driven by lower Leveraged Capital Markets revenues as sponsor activity sharply reduced and due to markdowns on positions.

### *Global Markets*

Global Markets revenues increased by USD 478m, or 26%, to USD 2,289m, driven by higher Derivatives & Solutions, Financing and Execution Services revenues.

Execution Services revenues increased by USD 96m, or 24%, to USD 501m, mainly driven by higher Cash Equities revenues across all regions, on higher volumes.

Derivatives & Solutions revenues increased by USD 239m, or 27%, to USD 1,119m, with higher Foreign Exchange, Equity Derivatives and Rates revenues, mainly due to elevated volatility and higher levels of client activity.

Financing revenues increased by USD 144m, or 27%, to USD 670m, with increases in all products, led by Prime Brokerage, supported by higher client balances.

### *Equities*

Global Markets Equities revenues increased by USD 286m, or 21%, to USD 1,623m, mainly driven by higher revenues in Cash Equities, Prime Brokerage and Equity Derivatives.

### *Foreign Exchange, Rates and Credit*

Global Markets Foreign Exchange, Rates and Credit revenues increased by USD 192m, or 41%, to USD 666m, mainly driven by increases in Foreign Exchange revenues.

### *Credit loss expense / release*

Net credit loss expenses were USD 41m, compared with net credit loss releases of USD 1m in the second quarter of 2024.

### *Operating expenses*

Operating expenses increased by USD 185m, or 8%, to USD 2,385m, mainly driven by higher personnel expenses and unfavorable foreign currency effects.

## **Results: 6M25 vs 6M24**

Profit before tax increased by USD 429m, or 84%, to USD 938m, mainly due to higher total revenues, partly offset by higher operating expenses.

Total revenues increased by USD 1,045m, or 22%, to USD 5,869m, due to higher revenues in Global Markets, partly offset by lower revenues in Global Banking.

Global Banking revenues decreased by USD 42m, or 4%, to USD 1,097m, reflecting lower Capital Markets revenues, partly offset by higher Advisory revenues.

Advisory revenues increased by USD 23m, or 6%, to USD 414m, mostly due to higher merger and acquisition transaction revenues, partly offset by lower private-fund activity levels.

Capital Markets revenues decreased by USD 64m, or 9%, to USD 684m, largely driven by lower Leveraged Capital Markets revenues as sponsor activity sharply reduced and due to markdowns on positions.

Global Markets revenues increased by USD 1,087m, or 30%, to USD 4,771m, driven by higher Derivatives & Solutions, Financing and Execution Services revenues.

Execution Services revenues increased by USD 215m, or 27%, to USD 1,017m, mainly driven by higher Cash Equities revenues across all regions, on higher volumes.

Derivatives & Solutions revenues increased by USD 607m, or 33%, to USD 2,420m, with higher revenues in Equity Derivatives and Foreign Exchange, mainly due to elevated volatility and higher levels of client activity.

Financing revenues increased by USD 265m, or 25%, to USD 1,334m, with increases in all products, led by Prime Brokerage, supported by higher client balances.

## Equities

Global Markets Equities revenues increased by USD 741m, or 27%, to USD 3,438m, mainly driven by higher revenues in Equity Derivatives, Cash Equities and Prime Brokerage.

## Foreign Exchange, Rates and Credit

Global Markets Foreign Exchange, Rates and Credit revenues increased by USD 345m, or 35%, to USD 1,333m, mainly driven by increases in Foreign Exchange revenues.

Net credit loss expenses were USD 90m, compared with net credit loss expenses of USD 31m in the first half of 2024.

Operating expenses increased by USD 556m, or 13%, to USD 4,840m, mainly due to higher personnel expenses.

# Non-core and Legacy

## Non-core and Legacy

USD m	As of or for the quarter ended			% change from		Year-to-date	
	30.6.25	31.3.25	30.6.24	1Q25	2Q24	30.6.25	30.6.24
<b>Results</b>							
Total revenues	(140)	119	165			(21)	186
Credit loss expense / (release)	(1)	10	(23)			(97)	9
Operating expenses	740	748	1,552	(1)	(52)	1,488	1,691
Operating profit / (loss) before tax	(880)	(639)	(1,365)	38	(36)	(1,519)	(1,483)

## Results: 2Q25 vs 2Q24

Loss before tax was USD 880m, compared with a loss before tax of USD 1,365m.

### Total revenues

Total revenues were negative USD 140m, compared with total revenues of USD 165m, mainly reflecting lower net gains from position exits and lower net interest income from securitized products and credit products, as well as due to the consolidation of Credit Suisse AG revenues for the full quarter.

### Credit loss expense / release

Net credit loss releases were USD 1m, compared with net credit loss releases of USD 23m.

### Operating expenses

Operating expenses decreased by USD 812m, or 52%, to USD 740m, mainly due to the second quarter of 2024 including litigation expenses of USD 1,118m, largely reflecting UBS agreeing in that quarter to fund an offer by the Credit Suisse supply chain finance funds (the SCFFs) to redeem all the outstanding units of the respective funds. This reduction was partly offset by higher operating expenses resulting from the consolidation of Credit Suisse AG expenses for the full quarter in 2025. In addition, operating expenses in the second quarter of 2025 included USD 139m related to provisions for litigation, regulatory and similar matters.

## Results: 6M25 vs 6M24

Loss before tax was USD 1,519m, compared with a loss before tax of USD 1,483m.

Total revenues were negative USD 21m, compared with total revenues of USD 186m, mainly reflecting lower net gains from position exits and net interest income from securitized products and credit products, partly offset by the effect from the consolidation of Credit Suisse AG revenues for the full period. Total revenues in the first half of 2025 included a loss of USD 11m from the sale of Select Portfolio Servicing, the US mortgage servicing business of Credit Suisse.

Net credit loss expenses were USD 9m, compared with net credit loss releases of USD 23m.

Operating expenses decreased by USD 203m, or 12%, to USD 1,488m, mainly due to the first half of 2024 including litigation expenses of USD 1,118m, largely reflecting UBS agreeing in the second quarter of 2024 to fund an offer by the SCFFs to redeem all the outstanding units of the respective funds. This reduction was partly offset by higher operating expenses resulting from the consolidation of Credit Suisse AG expenses for the full period in 2025. In addition, operating expenses in the first half of 2025 included USD 230m related to provisions for litigation, regulatory and similar matters.

# Group Items

## Group Items

USD m	As of or for the quarter ended			% change from		Year-to-date	
	30.6.25	31.3.25	30.6.24	1Q25	2Q24	30.6.25	30.6.24
<b>Results</b>							
Total revenues	(70)	(46)	(90)	50	(23)	(116)	(196)
Credit loss expense / (release)	0	(1)	0			(1)	1
Operating expenses	249	299	275	(17)	(9)	548	487
Operating profit / (loss) before tax	(318)	(344)	(365)	(8)	(13)	(663)	(684)

### Results: 2Q25 vs 2Q24

Loss before tax was USD 318m, mainly reflecting operating expenses and deferred tax asset (DTA) funding costs. The USD 47m, or 13%, decrease in loss before tax between quarters was largely due to mark-to-market gains from Group hedging and own debt, including hedge accounting ineffectiveness, compared with mark-to-market losses in the second quarter of 2024. The gains in the second quarter of 2025 included offsetting impacts on portfolio-level economic hedges and mark-to-market effects on own credit. The second quarter of 2025 also included losses from disposals of properties held for sale.

### Results: 6M25 vs 6M24

Loss before tax was USD 663m, mainly reflecting operating expenses, DTA funding costs and mark-to-market losses from Group hedging and own debt, including hedge accounting ineffectiveness. The USD 21m, or 3%, decrease in loss before tax between periods was largely due to lower mark-to-market losses from Group hedging and own debt, including hedge accounting ineffectiveness. The losses in the first half of 2025 were driven by mark-to-market effects on own credit and portfolio-level economic hedges. In addition, the first half of 2025 included an increase in provisions for litigation, regulatory and similar matters, higher shared services costs charged by other subsidiaries of UBS Group AG, and losses from disposals of properties held for sale.

# Risk and capital management

## Management report

### Table of contents

#### **26 Risk management and control**

**26** UBS AG consolidated risk profile

#### **26 Capital management**

**28** Total loss-absorbing capacity

# Risk management and control

This section provides information about key developments during the reporting period and should be read in conjunction with the "Risk management and control" section of the UBS AG Annual Report 2024, available under "Annual reporting" at [ubs.com/investors](https://ubs.com/investors), and the "Recent developments" section of this report for more information about the integration of Credit Suisse.

## UBS AG consolidated risk profile

The risk profile of UBS AG consolidated does not differ materially from that of UBS Group AG consolidated and the risk information provided in the UBS Group second quarter 2025 report is equally applicable to UBS AG consolidated.

The credit risk profile of UBS AG consolidated as of 30 June 2025 differed from that of UBS Group AG consolidated in relation to total banking products exposure, mainly reflecting purchase price allocation effects booked at the Group level relating to the acquisition of the Credit Suisse Group, as well as receivables of UBS AG and UBS Switzerland AG from UBS Group AG and UBS Business Solutions AG, reflecting consolidation scope differences.

The total banking products exposure of UBS AG consolidated as of 30 June 2025 was USD 1,111.9bn, i.e. USD 7.7bn, or 0.7%, higher than the exposure of UBS Group AG consolidated. As of 31 March 2025, the total banking products exposure of UBS AG consolidated was USD 1,046.3bn, i.e. USD 9.7bn, or 0.9%, higher than the exposure of UBS Group AG consolidated.

- › **Refer to the "Risk management and control" section of the UBS Group second quarter 2025 report, available under "Quarterly reporting" at [ubs.com/investors](https://ubs.com/investors), for more information**
- › **Refer to the "Comparison between UBS AG consolidated and UBS Group AG consolidated" section of this report for more information about selected financial and capital information of UBS AG consolidated and UBS Group AG consolidated**

## Capital management

The disclosures in this section are provided for UBS AG on a consolidated basis and focus on information in accordance with the Basel III framework, as applicable to Swiss systemically relevant banks (SRBs). They should be read in conjunction with "Capital management" in the "Capital, liquidity and funding, and balance sheet" section of the UBS AG Annual Report 2024, available under "Annual reporting" at [ubs.com/investors](https://ubs.com/investors), which provides more information about relevant capital management objectives, planning and activities, as well as the Swiss SRB total loss-absorbing capacity framework, on a UBS AG consolidated basis.

In Switzerland, the amendments to the Capital Adequacy Ordinance (the CAO) that incorporate the final Basel III standards into Swiss law, including the five new ordinances that contain the implementing provisions for the revised CAO, entered into force on 1 January 2025.

UBS AG contributes a significant portion of capital to, and provides substantial liquidity to, its subsidiaries. Many of these subsidiaries are subject to local regulations requiring compliance with minimum capital, liquidity and similar requirements.

- › **Refer to the UBS Group and significant regulated subsidiaries and sub-groups 30 June 2025 Pillar 3 Report, which will be available as of 28 August 2025 under "Pillar 3 disclosures" at [ubs.com/investors](https://ubs.com/investors), for more information about additional regulatory disclosures for UBS Group AG on a consolidated basis, as well as the significant regulated subsidiaries and sub-groups of UBS Group AG**

## Swiss SRB going and gone concern requirements and information

As of 30.6.25	RWA	LRD
USD m, except where indicated	in %	in %
<b>Required going concern capital</b>		
Total going concern capital	14.98 <sup>1</sup>	74,648
Common equity tier 1 capital	10.63 <sup>2</sup>	52,954
of which: minimum capital	4.50	22,425
of which: buffer capital	5.50	27,408
of which: countercyclical buffer	0.46	2,308
Maximum additional tier 1 capital	4.35 <sup>2</sup>	21,695
of which: additional tier 1 capital	3.50	17,441
of which: additional tier 1 buffer capital	0.80	3,987
<b>Eligible going concern capital</b>		
Total going concern capital	17.76	88,485
Common equity tier 1 capital	14.01	69,829
Total loss-absorbing additional tier 1 capital	3.74	18,656
of which: high-trigger loss-absorbing additional tier 1 capital	3.74	18,656
<b>Required gone concern capital</b>		
Total gone concern loss-absorbing capacity <sup>4,5,6</sup>	10.73	53,446
of which: base requirement including add-ons for market share and LRD	10.73 <sup>7</sup>	53,446
<b>Eligible gone concern capital</b>		
Total gone concern loss-absorbing capacity	18.76	93,502
Total tier 2 capital	0.04	196
of which: non-Basel III-compliant tier 2 capital	0.04	196
TLAC-eligible unsecured debt	18.72	93,306
<b>Total loss-absorbing capacity</b>		
Required total loss-absorbing capacity	25.70	128,094
Eligible total loss-absorbing capacity	36.52	181,987
<b>Risk-weighted assets / leverage ratio denominator</b>		
Risk-weighted assets	498,327	
Leverage ratio denominator		1,660,097

<sup>1</sup> Includes applicable add-ons of 1.66% for risk-weighted assets (RWA) and 0.51% for leverage ratio denominator (LRD), of which 4 basis points for RWA and 1 basis points for LRD reflect a Pillar 2 capital add-on of USD 193m related to the supply chain finance funds matter at Credit Suisse. An additional 18 basis points for RWA reflect a Pillar 2 capital add-on for the residual exposure (after collateral mitigation) to hedge funds, private equity and family offices, effective 1 January 2025. <sup>2</sup> Includes the Pillar 2 add-on for the residual exposure (after collateral mitigation) to hedge funds, private equity and family offices of 0.12% for CET1 capital and 0.05% for AT1 capital, effective 1 January 2025. For AT1 capital, under Pillar 1 requirements, a maximum of 4.3% of AT1 capital can be used to meet going concern requirements; 4.35% includes the aforementioned Pillar 2 capital add-on. <sup>3</sup> Our CET1 leverage ratio requirement of 3.51% consists of a 1.5% base requirement, a 1.5% base buffer capital requirement, a 0.25% LRD add-on requirement, a 0.25% market share add-on requirement based on our Swiss credit business and a 0.01% Pillar 2 capital add-on related to the supply chain finance funds matter at Credit Suisse. <sup>4</sup> A maximum of 25% of the gone concern requirements can be met with instruments that have a remaining maturity of between one and two years. Once at least 75% of the minimum gone concern requirement has been met with instruments that have a remaining maturity of greater than two years, all instruments that have a remaining maturity of between one and two years remain eligible to be included in the total gone concern capital. <sup>5</sup> From 1 January 2023, the resolvability discount on the gone concern capital requirements for systemically important banks (SIBs) has been replaced with reduced base gone concern capital requirements equivalent to 75% of the total going concern requirements (excluding countercyclical buffer requirements and the Pillar 2 add-ons). <sup>6</sup> As of July 2024, FINMA has the authority to impose a surcharge of up to 25% of the total going concern capital requirements (excluding countercyclical buffer requirements and the Pillar 2 add-ons) should obstacles to an SIB's resolvability be identified in future resolvability assessments. <sup>7</sup> Includes applicable add-ons of 1.08% for RWA and 0.38% for LRD.

UBS AG, on a consolidated basis, is subject to the going and gone concern requirements of the Swiss CAO, which include additional requirements applicable to Swiss SRBs. The table above provides the risk-weighted asset (RWA)- and leverage ratio denominator (LRD)-based requirements and information as of 30 June 2025.

UBS AG and UBS Switzerland AG are subject to going and gone concern requirements on a standalone basis.

Effective 1 January 2025, a Pillar 2 capital add-on for uncollateralized exposures to hedge funds, private equity and family offices has been introduced. This resulted in an increase of 18 basis points in the RWA-based going concern capital requirement as of 30 June 2025.

On a standalone basis as of 30 June 2025, UBS AG's fully applied common equity tier 1 (CET1) capital ratio was 13.2%. Additional capital information for UBS AG standalone will be published with our 30 June 2025 Pillar 3 Report, which will be available as of 28 August 2025 under "Pillar 3 disclosures" at [ubs.com/investors](http://ubs.com/investors).

# Total loss-absorbing capacity

The table below provides Swiss SRB going and gone concern information based on the Swiss SRB framework and requirements that are discussed under "Capital management" in the "Capital, liquidity and funding, and balance sheet" section of the UBS AG Annual Report 2024, available under "Annual reporting" at [ubs.com/investors](https://ubs.com/investors). Changes to the Swiss SRB framework and requirements after the publication of the UBS AG Annual Report 2024 are described above.

## Swiss SRB going and gone concern information

USD m, except where indicated	30.6.25	31.3.25	31.12.24
<b>Eligible going concern capital</b>			
Total going concern capital	<b>88,485</b>	89,081	89,623
Total tier 1 capital	<b>88,485</b>	89,081	89,623
Common equity tier 1 capital	<b>69,829</b>	70,756	73,792
<b>Total loss-absorbing additional tier 1 capital</b>	<b>18,656</b>	18,325	15,830
of which: high-trigger loss-absorbing additional tier 1 capital	<b>18,656</b>	18,325	14,585
of which: low-trigger loss-absorbing additional tier 1 capital			1,245
<b>Eligible gone concern capital</b>			
Total gone concern loss-absorbing capacity	<b>93,502</b>	93,705	92,177
Total tier 2 capital	<b>196</b>	205	207
of which: non-Basel III-compliant tier 2 capital	<b>196</b>	205	207
TLAC-eligible unsecured debt	<b>93,306</b>	93,499	91,970
<b>Total loss-absorbing capacity</b>	<b>181,987</b>	182,786	181,800
<b>Risk-weighted assets / leverage ratio denominator</b>			
Risk-weighted assets	<b>498,327</b>	481,539	495,110
Leverage ratio denominator	<b>1,660,097</b>	1,565,845	1,523,277
<b>Capital and loss-absorbing capacity ratios (%)</b>			
Going concern capital ratio	<b>17.8</b>	18.5	18.1
of which: common equity tier 1 capital ratio	<b>14.0</b>	14.7	14.9
Gone concern loss-absorbing capacity ratio	<b>18.8</b>	19.5	18.6
<b>Total loss-absorbing capacity ratio</b>	<b>36.5</b>	38.0	36.7
<b>Leverage ratios (%)</b>			
Going concern leverage ratio	<b>5.3</b>	5.7	5.9
of which: common equity tier 1 leverage ratio	<b>4.2</b>	4.5	4.8
Gone concern leverage ratio	<b>5.6</b>	6.0	6.1
<b>Total loss-absorbing capacity leverage ratio</b>	<b>11.0</b>	11.7	11.9

## UBS AG vs UBS Group AG consolidated loss-absorbing capacity and leverage information

### Swiss SRB going and gone concern information (UBS AG vs UBS Group AG consolidated)

As of 30.6.25

USD m, except where indicated	UBS AG (consolidated)	UBS Group AG (consolidated)	Difference
<b>Eligible going concern capital</b>			
Total going concern capital	88,485	91,721	(3,236)
Total tier 1 capital	88,485	91,721	(3,236)
Common equity tier 1 capital	69,829	72,709	(2,880)
Total loss-absorbing additional tier 1 capital	18,656	19,012	(356)
of which: high-trigger loss-absorbing additional tier 1 capital	18,656	19,012	(356)
<b>Eligible gone concern capital</b>			
Total gone concern loss-absorbing capacity	93,502	99,450	(5,948)
Total tier 2 capital	196	196	0
of which: non-Basel III-compliant tier 2 capital	196	196	0
TLAC-eligible senior unsecured debt	93,306	99,254	(5,948)
<b>Total loss-absorbing capacity</b>			
<b>Total loss-absorbing capacity</b>	<b>181,987</b>	<b>191,171</b>	<b>(9,184)</b>
<b>Risk-weighted assets / leverage ratio denominator</b>			
Risk-weighted assets	498,327	504,500	(6,172)
Leverage ratio denominator	1,660,097	1,658,089	2,008
<b>Capital and loss-absorbing capacity ratios (%)</b>			
Going concern capital ratio	17.8	18.2	(0.4)
of which: common equity tier 1 capital ratio	14.0	14.4	(0.4)
Gone concern loss-absorbing capacity ratio	18.8	19.7	(0.9)
<b>Total loss-absorbing capacity ratio</b>	<b>36.5</b>	<b>37.9</b>	<b>(1.4)</b>
<b>Leverage ratios (%)</b>			
Going concern leverage ratio	5.3	5.5	(0.2)
of which: common equity tier 1 leverage ratio	4.2	4.4	(0.2)
Gone concern leverage ratio	5.6	6.0	(0.4)
<b>Total loss-absorbing capacity leverage ratio</b>	<b>11.0</b>	<b>11.5</b>	<b>(0.6)</b>

**Reconciliation of equity under IFRS Accounting Standards to Swiss SRB common equity tier 1 capital (UBS AG vs UBS Group AG consolidated)**

As of 30.6.25

USD m	UBS AG (consolidated)	UBS Group AG (consolidated)	Difference
<b>Total equity under IFRS Accounting Standards</b>	<b>94,854</b>	<b>89,699</b>	<b>5,155</b>
Equity attributable to non-controlling interests	(576)	(422)	(154)
Defined benefit plans, net of tax	(1,042)	(1,054)	12
Deferred tax assets recognized for tax loss carry-forwards	(2,527)	(2,527)	0
Deferred tax assets for unused tax credits	(871)	(871)	
Deferred tax assets on temporary differences, excess over threshold	(547)	(1,070)	523
Goodwill, net of tax	(6,284)	(5,779)	(505)
Intangible assets, net of tax	(107)	(742)	635
Compensation-related components (not recognized in net profit)		(2,752)	2,752
Expected losses on advanced internal ratings-based portfolio less provisions	(594)	(592)	(2)
Unrealized (gains) / losses from cash flow hedges, net of tax	1,527	1,527	
Own credit related to (gains) / losses on financial liabilities measured at fair value that existed at the balance sheet date, net of tax	1,094	1,036	59
Own credit related to (gains) / losses on derivative financial instruments that existed at the balance sheet date	(79)	(79)	0
Prudential valuation adjustments	(176)	(176)	
Accruals for dividends to shareholders for 2024	(6,500) <sup>1</sup>		(6,500)
Capital reserve for expected future share repurchases		(2,006)	2,006
Other <sup>2</sup>	(8,343)	(1,483)	(6,860)
<b>Total common equity tier 1 capital</b>	<b>69,829</b>	<b>72,709</b>	<b>(2,880)</b>

<sup>1</sup> Reflects the appropriation of USD 6,500m to a special dividend reserve approved at the 2025 Annual General Meeting in April 2025. The decision on the special dividend payment is intended to be made at an Extraordinary General Meeting in the second half of 2025, considering the proposed requirements from Switzerland's review of its capital regime. <sup>2</sup> Includes dividend accruals for the current year and other items.

The going concern capital of UBS AG consolidated was USD 3.2bn lower than the going concern capital of UBS Group AG consolidated as of 30 June 2025, reflecting lower CET1 capital of USD 2.9bn and lower going concern loss-absorbing additional tier 1 (AT1) capital of USD 0.4bn.

The aforementioned difference in CET1 capital was primarily due to a USD 12.9bn difference in dividend accruals between UBS AG and UBS Group AG, largely offset by UBS Group AG consolidated equity being USD 5.2bn lower, compensation-related regulatory capital accruals at the UBS Group AG level of USD 2.8bn, a capital reserve for expected future share repurchases of USD 2.0bn and a USD 0.5bn effect from eligible deferred tax assets on temporary differences.

The going concern loss-absorbing AT1 capital of UBS AG consolidated was USD 0.4bn lower than that of UBS Group AG consolidated as of 30 June 2025, mainly reflecting deferred contingent capital plan awards granted at the Group level to eligible employees for the 2020 to 2024 performance years.

Differences in capital between UBS AG consolidated and UBS Group AG consolidated related to employee compensation plans will reverse to the extent underlying services are performed by employees of, and are consequently charged to, UBS AG and its subsidiaries. Such reversal generally occurs over the service period of the employee compensation plan.

The RWA of UBS AG consolidated were USD 6.2bn lower than the RWA of UBS Group AG consolidated, mainly reflecting non-counterparty-related-assets held outside the UBS AG consolidation scope, partly offset by intercompany credit risk exposures in UBS AG toward Group entities outside of the UBS AG consolidation scope.

The LRD of UBS AG consolidated was USD 2.0bn higher than the LRD of UBS Group AG consolidated, mainly reflecting purchase price allocation (PPA) adjustments that apply at the Group level but not at the UBS AG level, as well as intercompany exposures in UBS AG toward Group entities, partly offset by fixed assets held outside of the UBS AG consolidation scope.

The LRD for UBS AG consolidated exceeds that of UBS Group AG consolidated, and UBS AG's RWA is lower than that of UBS Group AG consolidated. This divergence stems mainly from certain PPA adjustments that apply at the Group level but not at the UBS AG level and are subject to low risk weights.

- Refer to the "Capital management" section of the UBS Group second quarter 2025 report, available under "Quarterly reporting" at [ubs.com/investors](http://ubs.com/investors), for information about the developments of loss-absorbing capacity, RWA and LRD for UBS Group AG consolidated

# Consolidated financial statements

Unaudited

## Table of contents

### **UBS AG interim consolidated financial statements (unaudited)**

- 32** Income statement
- 33** Statement of comprehensive income
- 34** Balance sheet
- 35** Statement of changes in equity
- 36** Statement of cash flows

### **Notes to the UBS AG interim consolidated financial statements (unaudited)**

- 37 1** Basis of accounting
- 38 2** Accounting for the merger of UBS AG and Credit Suisse AG
- 38 3** Segment reporting
- 39 4** Net interest income
- 39 5** Net fee and commission income
- 39 6** Other income
- 40 7** Personnel expenses
- 40 8** General and administrative expenses
- 41 9** Expected credit loss measurement
- 49 10** Fair value measurement
- 55 11** Derivative instruments
- 56 12** Other assets and liabilities
- 57 13** Funding from UBS Group AG measured at amortized cost
- 57 14** Debt issued designated at fair value
- 57 15** Debt issued measured at amortized cost
- 58 16** Provisions and contingent liabilities
- 66 17** Supplemental guarantor information

# UBS AG interim consolidated financial statements (unaudited)

## Income statement

USD m	Note	For the quarter ended			Year-to-date	
		30.6.25	31.3.25	30.6.24	30.6.25	30.6.24
Interest income from financial instruments measured at amortized cost and fair value through other comprehensive income	4	6,895	6,643	6,892	13,538	13,132
Interest expense from financial instruments measured at amortized cost	4	(6,805)	(6,909)	(7,080)	(13,715)	(13,132)
Net interest income from financial instruments measured at fair value through profit or loss and other	4	1,495	1,594	910	3,089	1,528
Net interest income	4	1,584	1,328	722	2,912	1,528
Other net income from financial instruments measured at fair value through profit or loss		3,374	3,924	3,271	7,298	6,216
Fee and commission income	5	7,179	7,280	6,190	14,459	11,797
Fee and commission expense	5	(653)	(650)	(589)	(1,303)	(1,047)
Net fee and commission income	5	6,526	6,630	5,601	13,156	10,750
Other income	6	150	281	306	432	515
<b>Total revenues</b>		<b>11,635</b>	<b>12,163</b>	<b>9,900</b>	<b>23,798</b>	<b>19,008</b>
<b>Credit loss expense / (release)</b>	9	<b>152</b>	124	84	275	136
Personnel expenses	7	5,649	5,910	4,797	11,559	8,958
General and administrative expenses	8	4,228	4,077	4,584	8,305	7,570
Depreciation, amortization and impairment of non-financial assets		744	714	631	1,458	1,162
<b>Operating expenses</b>		<b>10,621</b>	10,701	10,012	21,322	17,689
<b>Operating profit / (loss) before tax</b>		<b>862</b>	1,339	(196)	2,201	1,183
Tax expense / (benefit)		(336)	303	28	(32)	393
<b>Net profit / (loss)</b>		<b>1,198</b>	1,035	(224)	2,233	790
Net profit / (loss) attributable to non-controlling interests	6	7	40	13	48	
<b>Net profit / (loss) attributable to shareholders</b>		<b>1,192</b>	1,028	(264)	2,220	742

## Statement of comprehensive income

USD m	For the quarter ended			Year-to-date	
	30.6.25	31.3.25	30.6.24	30.6.25	30.6.24
<b>Comprehensive income attributable to shareholders</b>					
Net profit / (loss)	1,192	1,028	(264)	2,220	742
<b>Other comprehensive income that may be reclassified to the income statement</b>					
Foreign currency translation					
Foreign currency translation movements related to net assets of foreign operations, before tax	4,433	1,307	(109)	5,740	(1,673)
Effective portion of changes in fair value of hedging instruments designated as net investment hedges, before tax	(1,819)	(511)	78	(2,330)	886
Foreign currency translation differences on foreign operations reclassified to the income statement	(1)	0	2	(1)	2
Effective portion of changes in fair value of hedging instruments designated as net investment hedges reclassified to the income statement	0	0	0	0	1
Income tax relating to foreign currency translations, including the effect of net investment hedges	(3)	(2)	2	(5)	14
Subtotal foreign currency translation, net of tax	2,610	794	(27)	3,404	(771)
Financial assets measured at fair value through other comprehensive income					
Net unrealized gains / (losses), before tax	(4)	(3)	0	(7)	(1)
Net realized (gains) / losses reclassified to the income statement from equity	0	0	0	0	0
Income tax relating to net unrealized gains / (losses)	0	0	0	0	0
Subtotal financial assets measured at fair value through other comprehensive income, net of tax	(4)	(3)	0	(7)	(1)
Cash flow hedges of interest rate risk					
Effective portion of changes in fair value of derivative instruments designated as cash flow hedges, before tax	398	349	(335)	746	(1,411)
Net (gains) / losses reclassified to the income statement from equity	296	322	626	617	1,119
Income tax relating to cash flow hedges	(131)	(125)	2	(256)	119
Subtotal cash flow hedges, net of tax	562	545	294	1,107	(173)
Cost of hedging					
Cost of hedging, before tax	7	20	(20)	27	(26)
Income tax relating to cost of hedging	0	0	0	0	0
Subtotal cost of hedging, net of tax	7	20	(20)	27	(26)
<b>Total other comprehensive income that may be reclassified to the income statement, net of tax</b>	<b>3,175</b>	<b>1,356</b>	<b>247</b>	<b>4,531</b>	<b>(972)</b>
<b>Other comprehensive income that will not be reclassified to the income statement</b>					
Defined benefit plans					
Gains / (losses) on defined benefit plans, before tax	(7)	18	42	11	77
Income tax relating to defined benefit plans	(9)	0	0	(9)	(8)
Subtotal defined benefit plans, net of tax	(16)	19	41	3	69
Own credit on financial liabilities designated at fair value					
Gains / (losses) from own credit on financial liabilities designated at fair value, before tax	(140)	233	228	94	247
Income tax relating to own credit on financial liabilities designated at fair value	2	(1)	(2)	1	(2)
Subtotal own credit on financial liabilities designated at fair value, net of tax	(138)	233	226	95	245
<b>Total other comprehensive income that will not be reclassified to the income statement, net of tax</b>	<b>(154)</b>	<b>251</b>	<b>267</b>	<b>97</b>	<b>314</b>
<b>Total other comprehensive income</b>	<b>3,021</b>	<b>1,607</b>	<b>514</b>	<b>4,628</b>	<b>(657)</b>
<b>Total comprehensive income attributable to shareholders</b>	<b>4,213</b>	<b>2,635</b>	<b>251</b>	<b>6,848</b>	<b>85</b>
<b>Comprehensive income attributable to non-controlling interests</b>					
Net profit / (loss)	6	7	40	13	48
<b>Total other comprehensive income that will not be reclassified to the income statement, net of tax</b>	<b>13</b>	<b>15</b>	<b>(20)</b>	<b>28</b>	<b>(31)</b>
<b>Total comprehensive income attributable to non-controlling interests</b>	<b>18</b>	<b>22</b>	<b>20</b>	<b>41</b>	<b>17</b>
<b>Total comprehensive income</b>					
Net profit / (loss)	1,198	1,035	(224)	2,233	790
Other comprehensive income	3,034	1,622	494	4,656	(689)
of which: other comprehensive income that may be reclassified to the income statement	3,175	1,356	247	4,531	(972)
of which: other comprehensive income that will not be reclassified to the income statement	(142)	266	247	125	283
<b>Total comprehensive income</b>	<b>4,231</b>	<b>2,657</b>	<b>271</b>	<b>6,889</b>	<b>101</b>

## Balance sheet

USD m	Note	30.6.25	31.3.25	31.12.24
<b>Assets</b>				
Cash and balances at central banks		236,193	231,370	223,329
Amounts due from banks		20,688	20,285	18,111
Receivables from securities financing transactions measured at amortized cost		110,161	101,784	118,302
Cash collateral receivables on derivative instruments	11	45,478	38,994	43,959
Loans and advances to customers	9	653,195	603,233	587,347
Other financial assets measured at amortized cost	12	72,546	66,864	59,279
<b>Total financial assets measured at amortized cost</b>		<b>1,138,262</b>	1,062,530	1,050,326
Financial assets at fair value held for trading	10	169,487	165,437	159,223
<i>of which: assets pledged as collateral that may be sold or repledged by counterparties</i>		46,336	48,262	38,532
Derivative financial instruments	10, 11	170,622	138,620	186,435
Brokerage receivables	10	29,068	28,747	25,858
Financial assets at fair value not held for trading	10	107,503	102,075	95,203
<b>Total financial assets measured at fair value through profit or loss</b>		<b>476,680</b>	434,879	466,719
Financial assets measured at fair value through other comprehensive income	10	6,872	3,216	2,195
Investments in associates		2,628	2,495	2,306
Property, equipment and software		12,425	12,024	12,091
Goodwill and intangible assets		6,753	6,691	6,661
Deferred tax assets		11,112	10,519	10,481
Other non-financial assets	12	17,082	15,134	17,282
<b>Total assets</b>		<b>1,671,814</b>	1,547,489	1,568,060
<b>Liabilities</b>				
Amounts due to banks		31,928	27,794	23,347
Payables from securities financing transactions measured at amortized cost		16,308	14,992	14,824
Cash collateral payables on derivative instruments	11	33,492	32,037	36,366
Customer deposits		804,705	747,452	749,476
Funding from UBS Group AG measured at amortized cost	13	113,000	111,457	107,918
Debt issued measured at amortized cost	15	107,505	98,259	101,104
Other financial liabilities measured at amortized cost	12	18,528	19,421	21,762
<b>Total financial liabilities measured at amortized cost</b>		<b>1,125,466</b>	1,051,412	1,054,796
Financial liabilities at fair value held for trading	10	52,346	43,099	35,247
Derivative financial instruments	10, 11	183,905	142,230	180,678
Brokerage payables designated at fair value	10	57,951	59,921	49,023
Debt issued designated at fair value	10, 14	108,252	107,393	102,567
Other financial liabilities designated at fair value	10, 12	35,529	32,792	34,041
<b>Total financial liabilities measured at fair value through profit or loss</b>		<b>437,984</b>	385,436	401,555
Provisions	16	5,082	5,495	5,131
Other non-financial liabilities	12	8,429	8,024	11,911
<b>Total liabilities</b>		<b>1,576,960</b>	1,450,367	1,473,394
<b>Equity</b>				
Share capital		386	386	386
Share premium		84,705	84,693	84,777
Retained earnings		3,703	9,128	7,838
Other comprehensive income recognized directly in equity, net of tax		5,483	2,346	1,002
<b>Equity attributable to shareholders</b>		<b>94,278</b>	96,553	94,003
Equity attributable to non-controlling interests		576	569	662
<b>Total equity</b>		<b>94,854</b>	97,123	94,666
<b>Total liabilities and equity</b>		<b>1,671,814</b>	1,547,489	1,568,060

## Statement of changes in equity

USD m	Share capital and share premium	Retained earnings	OCI recognized directly in equity, net of tax <sup>1</sup>	of which: foreign currency translation	of which: cash flow hedges	Total equity attributable to shareholders
<b>Balance as of 1 January 2025<sup>2</sup></b>	<b>85,163</b>	<b>7,838</b>	<b>1,002</b>	<b>3,686</b>	<b>(2,585)</b>	<b>94,003</b>
Premium on shares issued and warrants exercised	0					0
Tax (expense) / benefit	17					17
Dividends		(6,500)				(6,500)
Translation effects recognized directly in retained earnings	50	(50)		(50)		0
Share of changes in retained earnings of associates and joint ventures	(2)					(2)
New consolidations / (deconsolidations) and other increases / (decreases)	(89)	0				(89)
Total comprehensive income for the period	2,317	4,531	3,404	1,107		6,848
of which: net profit / (loss)	2,220					2,220
of which: OCI, net of tax	97	4,531	3,404	1,107		4,628
<b>Balance as of 30 June 2025<sup>2</sup></b>	<b>85,091</b>	<b>3,703</b>	<b>5,483</b>	<b>7,090</b>	<b>(1,527)</b>	<b>94,278</b>
Non-controlling interests as of 30 June 2025						576
<b>Total equity as of 30 June 2025</b>						<b>94,854</b>
 Balance as of 1 January 2024 <sup>2</sup>	 25,024	 28,235	 1,974	 4,947	 (2,961)	 55,234
Equity recognized due to the merger of UBS AG and Credit Suisse AG <sup>3</sup>	60,571	(18,848)	(291)	(291)		41,432
Premium on shares issued and warrants exercised	0					0
Tax (expense) / benefit	9					9
Dividends		(3,000)				(3,000)
Translation effects recognized directly in retained earnings	(52)	52		52		0
Share of changes in retained earnings of associates and joint ventures	(1)					(1)
New consolidations / (deconsolidations) and other increases / (decreases)	(393) <sup>4</sup>	26				(367)
Total comprehensive income for the period	1,056	(972)	(771)	(173)		85
of which: net profit / (loss)	742					742
of which: OCI, net of tax	314	(972)	(771)	(173)		(657)
<b>Balance as of 30 June 2024<sup>2</sup></b>	<b>85,211</b>	<b>7,417</b>	<b>764</b>	<b>4,177</b>	<b>(3,373)</b>	<b>93,392</b>
Non-controlling interests as of 30 June 2024						855 <sup>5</sup>
<b>Total equity as of 30 June 2024</b>						<b>94,247</b>

<sup>1</sup> Excludes other comprehensive income related to defined benefit plans and own credit that is recorded directly in Retained earnings. <sup>2</sup> Excludes non-controlling interests. <sup>3</sup> Refer to Note 2 for more information. <sup>4</sup> Mainly reflecting effects from transactions between Credit Suisse AG and its subsidiaries and UBS AG and its subsidiaries prior to the merger in May 2024. <sup>5</sup> Includes an increase of USD 490m in the second quarter of 2024 due to the merger of UBS AG and Credit Suisse AG.

## Statement of cash flows

		Year-to-date
	USD m	30.6.25
<b>Cash flow from / (used in) operating activities</b>		
Net profit / (loss)	2,233	790
<b>Non-cash items included in net profit and other adjustments</b>		
Depreciation, amortization and impairment of non-financial assets	1,458	1,162
Credit loss expense / (release)	275	136
Share of net (profit) / loss of associates and joint ventures and impairment related to associates	(157)	(40)
Deferred tax expense / (benefit)	(792)	(355)
Net loss / (gain) from investing activities	(14)	162
Net loss / (gain) from financing activities	13,074	(2,890)
Other net adjustments <sup>1</sup>	(30,564)	10,730
<b>Net change in operating assets and liabilities<sup>1</sup></b>		
Amounts due from banks and amounts due to banks	6,990	2,209
Receivables from securities financing transactions measured at amortized cost	14,926	17,828
Payables from securities financing transactions measured at amortized cost	1,514	959
Cash collateral on derivative instruments	(3,954)	(8,503)
Loans and advances to customers	(6,143)	5,136
Customer deposits	(1,575)	(7,586)
Financial assets and liabilities at fair value held for trading and derivative financial instruments	33,802	(18,195)
Brokerage receivables and payables	5,294	(438)
Financial assets at fair value not held for trading and other financial assets and liabilities	(12,224)	(17,902)
Provisions and other non-financial assets and liabilities	(2,880)	385
Income taxes paid, net of refunds	(1,237)	(868)
<b>Net cash flow from / (used in) operating activities<sup>2</sup></b>	<b>20,027</b>	<b>(17,282)</b>
<b>Cash flow from / (used in) investing activities</b>		
Cash and cash equivalents obtained due to the merger of UBS AG and Credit Suisse AG	121,258	
Purchase of subsidiaries, business, associates and intangible assets	(17)	0
Disposal of subsidiaries, business, associates and intangible assets <sup>3</sup>	482 <sup>4</sup>	33
Purchase of property, equipment and software	(885)	(691)
Disposal of property, equipment and software	62	3
Purchase of financial assets measured at fair value through other comprehensive income	(7,175)	(2,132)
Disposal and redemption of financial assets measured at fair value through other comprehensive income	2,772	2,501
Purchase of debt securities measured at amortized cost	(14,792)	(1,850)
Disposal and redemption of debt securities measured at amortized cost	5,625	4,848
<b>Net cash flow from / (used in) investing activities</b>	<b>(13,927)</b>	<b>123,971</b>
<b>Cash flow from / (used in) financing activities</b>		
Repayment of Swiss National Bank funding	(10,304) <sup>5</sup>	
Net issuance (repayment) of short-term debt measured at amortized cost	3,009	(2,140)
Distributions paid on UBS AG shares	(6,500)	(3,000)
Issuance of debt designated at fair value and long-term debt measured at amortized cost <sup>6</sup>	62,315	60,796
Repayment of debt designated at fair value and long-term debt measured at amortized cost <sup>6</sup>	(69,435)	(59,139)
Inflows from securities financing transactions measured at amortized cost <sup>7</sup>	565	2,863
Outflows from securities financing transactions measured at amortized cost <sup>7</sup>	(1,561)	
Net cash flows from other financing activities	(505)	(246)
<b>Net cash flow from / (used in) financing activities</b>	<b>(12,112)</b>	<b>(11,170)</b>
<b>Total cash flow</b>		
<b>Cash and cash equivalents at the beginning of the period</b>	<b>243,360</b>	<b>190,469</b>
Net cash flow from / (used in) operating, investing and financing activities	(6,012)	95,520
Effects of exchange rate differences on cash and cash equivalents <sup>1</sup>	20,976	(8,472)
<b>Cash and cash equivalents at the end of the period<sup>8</sup></b>	<b>258,323</b>	<b>277,517</b>
of which: cash and balances at central banks <sup>8</sup>	236,193	248,335
of which: amounts due from banks <sup>8</sup>	19,094	18,365
of which: money market paper <sup>8,9</sup>	3,036	10,816
<b>Additional information</b>		
<b>Net cash flow from / (used in) operating activities includes:</b>		
Interest received in cash	21,790	20,832
Interest paid in cash	19,593	18,345
Dividends on equity investments, investment funds and associates received in cash <sup>3</sup>	1,803	1,505

<sup>1</sup> Foreign currency translation and foreign exchange effects on operating assets and liabilities and on cash and cash equivalents are presented within the Other net adjustments line, with the exception of foreign currency hedge effects related to foreign exchange swaps, which are presented on the line Financial assets and liabilities at fair value held for trading and derivative financial instruments. <sup>2</sup> Includes cash receipts from the sale of loans and loan commitments of USD 581m and USD 436m within Non-core and Legacy for the six-month periods ended 30 June 2025 and 30 June 2024, respectively. <sup>3</sup> Includes dividends received from associates. <sup>4</sup> Includes cash proceeds net of cash and cash equivalents disposed from the sale of the US mortgage servicing business of Credit Suisse, Select Portfolio Servicing, which was managed in Non-core and Legacy. Refer to "Note 29 Changes in organization and acquisitions and disposals of subsidiaries and businesses" in the "Consolidated financial statements" section of the UBS AG Annual Report 2024 for more information. <sup>5</sup> Reflects the repayment of the Emergency Liquidity Assistance facility to the Swiss National Bank, which was recognized in the balance sheet line Amounts due to banks. <sup>6</sup> Includes funding from UBS Group AG measured at amortized cost (recognized on the balance sheet in Funding from UBS Group AG measured at amortized cost) and measured at fair value (recognized on the balance sheet in Other financial liabilities designated at fair value). <sup>7</sup> Reflects cash flows from securities financing transactions measured at amortized cost that use UBS AG debt instruments as the underlying. <sup>8</sup> Includes only balances with an original maturity of three months or less. <sup>9</sup> Money market paper is included in the balance sheet under Financial assets at fair value not held for trading (30 June 2025: USD 2,431m; 30 June 2024: USD 9,479m), Other financial assets measured at amortized cost (30 June 2025: USD 338m; 30 June 2024: USD 564m), Financial assets measured at fair value through other comprehensive income (30 June 2025: USD 140m; 30 June 2024: USD 344m) and Financial assets at fair value held for trading (30 June 2025: USD 127m; 30 June 2024: USD 430m).

# Notes to the UBS AG interim consolidated financial statements (unaudited)

## Note 1 Basis of accounting

### Basis of preparation

The consolidated financial statements (the financial statements) of UBS AG and its subsidiaries (together, UBS AG) are prepared in accordance with IFRS Accounting Standards, as issued by the International Accounting Standards Board (the IASB), and are presented in US dollars. These interim financial statements are prepared in accordance with IAS 34, *Interim Financial Reporting*.

In preparing these interim financial statements, the same accounting policies and methods of computation have been applied as in the UBS AG consolidated annual financial statements for the period ended 31 December 2024. These interim financial statements are unaudited and should be read in conjunction with: UBS AG's audited consolidated financial statements in the UBS AG Annual Report 2024; the "Management report" sections of this report, specifically the disclosures in the "Recent developments" section of this report regarding the sale of O'Connor hedge funds and the ownership increase in UBS Securities China and in the "UBS AG performance, business divisions and Group Items" section of this report regarding the sale of Select Portfolio Servicing (the US mortgage servicing business of Credit Suisse) and the transactions related to Swisscard; and the information about significant transactions disclosed in the UBS AG first quarter 2025 report. In the opinion of management, all necessary adjustments have been made for a fair presentation of UBS AG's financial position, results of operations and cash flows.

Preparation of these interim financial statements requires management to make estimates and assumptions that affect the reported amounts of assets, liabilities, income, expenses and disclosures of contingent assets and liabilities. These estimates and assumptions are based on the best available information. Actual results in the future could differ from such estimates and differences may be material to the financial statements. Revisions to estimates, based on regular reviews, are recognized in the period in which they occur. For more information about areas of estimation uncertainty that are considered to require critical judgment, refer to "Note 1a Material accounting policies" in the "Consolidated financial statements" section of the UBS AG Annual Report 2024.

### Currency translation rates

The following table shows the rates of the main currencies used to translate the financial information of UBS AG's operations with a functional currency other than the US dollar into US dollars.

#### Currency translation rates

	Closing exchange rate				Average rate <sup>1</sup>				Year-to-date	
	As of				For the quarter ended					
	30.6.25	31.3.25	31.12.24	30.6.24	30.6.25	31.3.25	30.6.24	30.6.24	30.6.25	30.6.24
1 CHF	1.26	1.13	1.10	1.11	1.23	1.11	1.10	1.17	1.17	1.12
1 EUR	1.18	1.08	1.04	1.07	1.15	1.05	1.07	1.10	1.10	1.08
1 GBP	1.37	1.29	1.25	1.26	1.35	1.26	1.26	1.31	1.31	1.26
100 JPY	0.69	0.67	0.63	0.62	0.70	0.66	0.63	0.68	0.68	0.65

<sup>1</sup> Monthly income statement items of operations with a functional currency other than the US dollar are translated into US dollars using month-end rates. Disclosed average rates for a quarter represent an average of three month-end rates, weighted according to the income and expense volumes of all operations of UBS AG with the same functional currency for each month. Weighted average rates for individual business divisions may deviate from the weighted average rates for UBS AG.

## Note 2 Accounting for the merger of UBS AG and Credit Suisse AG

### Merger of UBS AG and Credit Suisse AG

The merger of UBS AG and Credit Suisse AG effected on 31 May 2024 with no consideration payable by UBS AG constituted a business combination under common control. For details of the accounting for the merger, including accounting policies applicable to business combinations under common control, refer to "Note 1a Material accounting policies" and "Note 2 Accounting for the merger of UBS AG and Credit Suisse AG" in the "Consolidated financial statements" section of the UBS AG Annual Report 2024.

#### Comparability

The income statement and the statement of comprehensive income for the first and second quarters of 2025 are based entirely on consolidated data following the merger of UBS AG and Credit Suisse AG. The income statement and the statement of comprehensive income for the second quarter of 2024 include one month of consolidated data following the merger of UBS AG and Credit Suisse AG (June 2024) and two months of pre-merger UBS AG data only (April and May 2024). The year-to-date information for 2025 in the income statement, the statement of comprehensive income, the statement of changes in equity and the statement of cash flows is based entirely on consolidated data following the merger of UBS AG and Credit Suisse AG. The year-to-date information for 2024 in the income statement, the statement of comprehensive income, the statement of changes in equity and the statement of cash flows includes one month of consolidated data following the merger of UBS AG and Credit Suisse AG (June 2024) and five months of pre-merger UBS AG data only (January through May 2024). The balance sheet information as of 30 June 2025, 31 March 2025 and 31 December 2024 includes post-merger consolidated information.

## Note 3 Segment reporting

UBS AG's business divisions are organized globally into five business divisions: Global Wealth Management, Personal & Corporate Banking, Asset Management, the Investment Bank and Non-core and Legacy. All five business divisions are supported by Group Items and qualify as reportable segments for the purpose of segment reporting. Together with Group Items they reflect the management structure of UBS AG.

› Refer to the "Consolidated financial statements" section of the UBS AG Annual Report 2024 for more information about UBS AG's reporting segments.

#### Segment reporting

USD m	Global Wealth Management	Personal & Corporate Banking	Asset Management	Investment Bank	Non-core and Legacy	Group Items	UBS AG
<b>For the six months ended 30 June 2025</b>							
Net interest income	3,176	2,201	(35)	(1,559)	(134)	(737)	2,912
Non-interest income	9,287	1,890	1,547	7,428	113	621	20,886
Total revenues	12,463	4,091	1,512	5,869	(21)	(116)	23,798
Credit loss expense / (release)	6	172	0	90	9	(1)	275
Operating expenses	10,190	3,030	1,225	4,840	1,488	548	21,322
<b>Operating profit / (loss) before tax</b>	<b>2,268</b>	<b>890</b>	<b>286</b>	<b>938</b>	<b>(1,519)</b>	<b>(663)</b>	<b>2,201</b>
Tax expense / (benefit)							(32)
<b>Net profit / (loss)</b>							<b>2,233</b>
<b>As of 30 June 2025</b>							
<b>Total assets</b>	<b>584,075</b>	<b>483,669</b>	<b>25,446</b>	<b>519,800</b>	<b>38,337</b>	<b>20,487</b>	<b>1,671,814</b>
<b>For the six months ended 30 June 2024</b>							
Net interest income	2,521	1,634	(26)	(1,714)	(33)	(856)	1,528
Non-interest income	7,589	1,307	1,169	6,538	218	660	17,481
Total revenues	10,110	2,942	1,143	4,824	186	(196)	19,008
Credit loss expense / (release)	7	120	0	31	(23)	1	136
Operating expenses	8,448	1,808	972	4,284	1,691	487	17,689
<b>Operating profit / (loss) before tax</b>	<b>1,655</b>	<b>1,014</b>	<b>172</b>	<b>509</b>	<b>(1,483)</b>	<b>(684)</b>	<b>1,183</b>
Tax expense / (benefit)							393
<b>Net profit / (loss)</b>							<b>790</b>
<b>As of 31 December 2024</b>							
<b>Total assets</b>	<b>560,194</b>	<b>449,224</b>	<b>22,291</b>	<b>453,078</b>	<b>67,696</b>	<b>15,577</b>	<b>1,568,060</b>

## Note 4 Net interest income

### Net interest income

USD m	For the quarter ended		Year-to-date		
	30.6.25	31.3.25	30.6.24	30.6.25	30.6.24
Interest income from loans and deposits <sup>1</sup>	<b>5,852</b>	5,767	6,070	11,620	11,508
Interest income from securities financing transactions measured at amortized cost <sup>2</sup>	<b>915</b>	839	1,008	1,754	1,996
Interest income from other financial instruments measured at amortized cost	<b>406</b>	360	320	766	643
Interest income from debt instruments measured at fair value through other comprehensive income	<b>44</b>	27	26	71	54
Interest income from derivative instruments designated as cash flow hedges	<b>(322)</b>	(351)	(532)	(672)	(1,069)
<b>Total interest income from financial instruments measured at amortized cost and fair value through other comprehensive income</b>	<b>6,895</b>	6,643	6,892	13,538	13,132
Interest expense on loans and deposits <sup>3</sup>	<b>3,612</b>	3,713	4,028	7,325	7,584
Interest expense on securities financing transactions measured at amortized cost <sup>4</sup>	<b>554</b>	418	499	972	906
Interest expense on debt issued and funding from UBS Group AG measured at amortized cost <sup>5</sup>	<b>2,603</b>	2,744	2,525	5,346	4,591
Interest expense on lease liabilities	<b>37</b>	35	29	72	51
<b>Total interest expense from financial instruments measured at amortized cost</b>	<b>6,805</b>	6,909	7,080	13,715	13,132
<b>Total net interest income from financial instruments measured at amortized cost and fair value through other comprehensive income</b>	<b>89</b>	(266)	(188)	(177)	(1)
<b>Net interest income from financial instruments measured at fair value through profit or loss and other</b>	<b>1,495</b>	1,594	910	3,089	1,528
<b>Total net interest income</b>	<b>1,584</b>	1,328	722	2,912	1,528

<sup>1</sup> Consists of interest income from cash and balances at central banks, amounts due from banks, and cash collateral receivables on derivative instruments, as well as negative interest on amounts due to banks, customer deposits, and cash collateral payables on derivative instruments. <sup>2</sup> Includes interest income on receivables from securities financing transactions and negative interest, including fees, on payables from securities financing transactions. <sup>3</sup> Consists of interest expense on amounts due to banks, cash collateral payables on derivative instruments, and customer deposits, as well as negative interest on cash and balances at central banks, amounts due from banks, and cash collateral receivables on derivative instruments. <sup>4</sup> Includes interest expense on payables from securities financing transactions and negative interest, including fees, on receivables from securities financing transactions. <sup>5</sup> Includes interest expense on funding from UBS Group AG measured at amortized cost, previously presented in Interest expense on loans and deposits. Comparative period information has been revised, which resulted in a USD 1.8bn reclassification from Interest expense on loans and deposits to Interest expense on debt issued and funding from UBS Group AG measured at amortized cost for the first quarter of 2025, USD 1.4bn for the second quarter of 2024 and USD 2.7bn for the six months ended 30 June 2024.

## Note 5 Net fee and commission income

### Net fee and commission income

USD m	For the quarter ended		Year-to-date		
	30.6.25	31.3.25	30.6.24	30.6.25	30.6.24
Underwriting fees	<b>252</b>	219	235	471	458
M&A and corporate finance fees	<b>225</b>	244	262	470	496
Brokerage fees	<b>1,261</b>	1,376	1,095	2,637	2,115
Investment fund fees	<b>1,600</b>	1,543	1,358	3,143	2,559
Portfolio management and related services	<b>3,163</b>	3,102	2,678	6,265	5,134
Other	<b>677</b>	796	562	1,474	1,034
<b>Total fee and commission income<sup>1</sup></b>	<b>7,179</b>	7,280	6,190	14,459	11,797
of which: recurring	<b>4,760</b>	4,607	4,076	9,368	7,744
of which: transaction-based	<b>2,380</b>	2,639	2,089	5,019	4,004
of which: performance-based	<b>39</b>	33	25	73	49
<b>Fee and commission expense</b>	<b>653</b>	650	589	1,303	1,047
<b>Net fee and commission income</b>	<b>6,526</b>	6,630	5,601	13,156	10,750

<sup>1</sup> Reflects third-party fee and commission income for the second quarter of 2025 of USD 4,323m for Global Wealth Management (first quarter of 2025: USD 4,429m; second quarter of 2024: USD 3,697m), USD 768m for Personal & Corporate Banking (first quarter of 2025: USD 735m; second quarter of 2024: USD 589m), USD 984m for Asset Management (first quarter of 2025: USD 939m; second quarter of 2024: USD 774m), USD 1,100m for the Investment Bank (first quarter of 2025: USD 1,134m; second quarter of 2024: USD 1,110m), USD 1m for Non-core and Legacy (first quarter of 2025: USD 29m; second quarter of 2024: USD 42m) and USD 3m for Group Items (first quarter of 2025: USD 15m; second quarter of 2024: negative USD 22m).

## Note 6 Other income

### Other income

USD m	For the quarter ended		Year-to-date		
	30.6.25	31.3.25	30.6.24	30.6.25	30.6.24
<b>Associates, joint ventures and subsidiaries</b>					
Net gains / (losses) from acquisitions and disposals of subsidiaries <sup>1</sup>	<b>4</b>	(13) <sup>2</sup>	(2)	(9) <sup>2</sup>	(2)
Net gains / (losses) from disposals of investments in associates and joint ventures	<b>0</b>	3	0	3	0
Share of net profit / (loss) of associates and joint ventures	<b>21</b>	136 <sup>3</sup>	24	157 <sup>3</sup>	39
<b>Total</b>	<b>25</b>	126	22	150	37
Income from properties <sup>4</sup>	<b>8</b>	3	7	10	11
Net gains / (losses) from properties held for sale	<b>(35)</b>	8	0	(28)	0
Income from shared services provided to UBS Group AG or its subsidiaries	<b>154</b>	167	215	322	384
Other	<b>(1)</b>	(22)	63	(23)	83
<b>Total other income</b>	<b>150</b>	281	306	432	515

<sup>1</sup> Includes foreign exchange gains / (losses) reclassified from other comprehensive income related to the disposal or closure of foreign operations. <sup>2</sup> Includes a loss of USD 11m recognized upon completion of the sale of Select Portfolio Servicing, the US mortgage servicing business of Credit Suisse, which was managed in Non-core and Legacy. Refer to "Note 29 Changes in organization and acquisitions and disposals of subsidiaries and businesses" in the "Consolidated financial statements" section of the UBS AG Annual Report 2024 for more information. <sup>3</sup> Includes a gain of USD 64m related to UBS AG's share of income recorded by Swisscard for the sale of the Credit Suisse card portfolios to UBS AG. Refer to "Note 29 Changes in organization and acquisitions and disposals of subsidiaries and businesses" in the "Consolidated financial statements" section of the UBS AG Annual Report 2024 for more information. <sup>4</sup> Includes rent received from third parties.

## Note 7 Personnel expenses

### Personnel expenses

USD m	For the quarter ended			Year-to-date	
	30.6.25	31.3.25	30.6.24	30.6.25	30.6.24
Salaries and variable compensation <sup>1</sup>	4,882	5,129	4,205	10,011	7,826
<i>of which: variable compensation – financial advisors<sup>2</sup></i>	1,335	1,409	1,291	2,744	2,558
Contractors	41	37	24	77	45
Social security	300	310	251	610	459
Post-employment benefit plans	220	257	159	477	346
Other personnel expenses	207	176	158	383	283
<b>Total personnel expenses</b>	<b>5,649</b>	<b>5,910</b>	<b>4,797</b>	<b>11,559</b>	<b>8,958</b>

<sup>1</sup> Includes role-based allowances. <sup>2</sup> Financial advisor compensation consists of cash compensation, determined using a formulaic approach based on production, and deferred awards. It also includes expenses related to compensation commitments with financial advisors entered into at the time of recruitment that are subject to vesting requirements.

## Note 8 General and administrative expenses

### General and administrative expenses

USD m	For the quarter ended			Year-to-date	
	30.6.25	31.3.25	30.6.24	30.6.25	30.6.24
Outsourcing costs	187	197	191	384	312
Technology costs	244	255	206	499	369
Consulting, legal and audit fees	283	257	240	540	441
Real estate and logistics costs	235	203	190	439	320
Market data services	150	152	126	302	232
Marketing and communication	88	76	70	164	136
Travel and entertainment	78	66	72	145	126
Litigation, regulatory and similar matters <sup>1</sup>	163	196	1,161	359	1,169
Other	2,799	2,676 <sup>2</sup>	2,329	5,474 <sup>2</sup>	4,466
<i>of which: shared services costs charged by UBS Group AG or its subsidiaries</i>	2,538	2,231	2,097	4,769	4,030
<b>Total general and administrative expenses</b>	<b>4,228</b>	<b>4,077</b>	<b>4,584</b>	<b>8,305</b>	<b>7,570</b>

<sup>1</sup> Reflects the net increase / (decrease) in provisions for litigation, regulatory and similar matters recognized in the income statement. Refer to Note 16b for more information. <sup>2</sup> Includes a USD 180m expense related to the payment to Swisscard for the sale of the Credit Suisse card portfolios to UBS AG. Refer to "Note 29 Changes in organization and acquisitions and disposals of subsidiaries and businesses" in the "Consolidated financial statements" section of the UBS AG Annual Report 2024 for more information.

## Note 9 Expected credit loss measurement

### a) Credit loss expense / release

Total net credit loss expenses in the second quarter of 2025 were USD 152m, reflecting USD 38m net expenses related to performing positions and USD 114m net expenses on credit-impaired positions.

Stage 1 and 2 net expenses of USD 38m included scenario-update-related net expenses of USD 23m, mainly from corporate lending, and portfolio changes, and USD 13m expenses in anticipation of a portfolio re-calibration in the large corporate clients segment.

Credit loss expenses of USD 114m for credit-impaired positions primarily related to Personal & Corporate Banking and Investment Bank exposures related to a small number of corporate counterparties.

#### Credit loss expense / (release)

USD m	Performing positions		Credit-impaired positions		Total
	Stages 1 and 2	Stage 3	Stage 3	Stage 3	
<b>For the quarter ended 30.6.25</b>					
Global Wealth Management	(3)	1			(2)
Personal & Corporate Banking	22	92			114
Asset Management	0	0			0
Investment Bank	19	22			41
Non-core and Legacy	0	(1)			(1)
Group Items	0	0			0
<b>Total</b>	<b>38</b>	<b>114</b>			<b>152</b>
<b>For the quarter ended 31.3.25</b>					
Global Wealth Management	(7)	15			8
Personal & Corporate Banking	(8)	66			58
Asset Management	0	0			0
Investment Bank	(5)	54			49
Non-core and Legacy	0	10			10
Group Items	(1)	0			(1)
<b>Total</b>	<b>(21)</b>	<b>145</b>			<b>124</b>
<b>For the quarter ended 30.6.24</b>					
Global Wealth Management	(14)	12			(2)
Personal & Corporate Banking	(15)	125			110
Asset Management	0	0			0
Investment Bank	1	(2)			(1)
Non-core and Legacy	(1)	(22)			(23)
Group Items	0	0			0
<b>Total</b>	<b>(29)</b>	<b>113</b>			<b>84</b>

## Note 9 Expected credit loss measurement (continued)

### b) Changes to ECL models, scenarios and scenario weights

#### Scenarios and scenario weights

The expected credit loss (ECL) scenarios, along with their related macroeconomic factors and market data, were reviewed in light of the economic and political conditions prevailing in the second quarter of 2025 through a series of governance meetings, with input and feedback from UBS AG Risk and Finance experts across the business divisions and regions.

The baseline scenario was updated with the latest macroeconomic forecasts as of 30 June 2025. The assumptions on a calendar-year basis are included in the table below and have been revised downward in the US, the Eurozone and Japan relative to the start of 2025 in the second half of the year following the announcement of US tariffs imposed on imports from other countries. In general, forecasts for Swiss GDP growth and unemployment are less optimistic than in 2024, due to spillover effects from the US tariff announcements. Expectations for long-term interest rates were revised and are marginally lower, while forecasts for house prices remained unchanged.

At the beginning of the first quarter of 2025, UBS AG replaced the stagflationary geopolitical crisis scenario applied at the end of 2024 with the global crisis scenario, as the severe downside scenario. It targets risks such as sovereign defaults, low interest rates, a crisis in the Eurozone and significant emerging market stress. The mild stagflation crisis scenario replaced the mild debt crisis scenario as the mild downside scenario. In the mild stagflation crisis scenario, interest rates are assumed to rise rather than decline, as in the previously applied mild debt crisis scenario. However, the declines in GDP and equities are similar.

UBS AG kept the scenarios and scenario weights in line with those applied in the UBS AG first quarter 2025 report. All of the scenarios, including the asset price appreciation and the baseline scenarios, have been updated based on the latest macroeconomic forecasts as of 30 June 2025. The assumptions on a calendar-year basis are included in the table below.

#### Comparison of shock factors

Key parameters	Baseline		
	2024	2025	2026
Real GDP growth (annual percentage change)			
US	2.8	1.6	1.2
Eurozone	0.8	0.7	1.0
Switzerland	1.4	0.9	1.4
Unemployment rate (%, annual average)			
US	4.0	4.3	4.8
Eurozone	6.4	6.5	6.6
Switzerland	2.5	2.9	2.9
Fixed income: 10-year government bonds (%, Q4)			
USD	4.6	4.2	4.4
EUR	2.4	2.7	2.8
CHF	0.3	0.5	0.6
Real estate (annual percentage change, Q4)			
US	3.8	2.3	3.7
Eurozone	4.2	2.7	3.4
Switzerland	0.9	4.0	2.5

#### Economic scenarios and weights applied

ECL scenario	Assigned weights in %		
	30.6.25	31.3.25	30.6.24
Asset price appreciation	5.0	5.0	–
Baseline	50.0	50.0	60.0
Mild debt crisis	–	–	15.0
Stagflationary geopolitical crisis	–	–	25.0
Mild stagflation crisis	30.0	30.0	–
Global crisis	15.0	15.0	–

## Note 9 Expected credit loss measurement (continued)

### c) ECL-relevant balance sheet and off-balance sheet positions including ECL allowances and provisions

The following tables provide information about financial instruments and certain non-financial instruments that are subject to ECL requirements. For amortized-cost instruments, the carrying amount represents the maximum exposure to credit risk, taking into account the allowance for credit losses. Financial assets measured at fair value through other comprehensive income (FVOCI) are also subject to ECL; however, unlike amortized-cost instruments, the allowance for credit losses for FVOCI instruments does not reduce the carrying amount of these financial assets. Instead, the carrying amount of financial assets measured at FVOCI represents the maximum exposure to credit risk.

No purchased credit-impaired financial assets were recognized in the second quarter of 2025. Originated credit-impaired financial assets were not material and are not presented in the table below.

In addition to recognized financial assets, certain off-balance sheet financial instruments and other credit lines are also subject to ECL. The maximum exposure to credit risk for off-balance sheet financial instruments is calculated based on the maximum contractual amounts.

#### ECL-relevant balance sheet and off-balance sheet positions

Financial instruments measured at amortized cost	Carrying amount <sup>1</sup>				ECL allowances			
	Total	Stage 1	Stage 2	Stage 3	Total	ECL allowances		
						Stage 1	Stage 2	Stage 3
Cash and balances at central banks	236,193	236,007	186	0	(263)	0	(263)	0
Amounts due from banks	20,688	20,587	102	0	(12)	(5)	(5)	(2)
Receivables from securities financing transactions measured at amortized cost	110,161	110,161	0	0	(3)	(3)	0	0
Cash collateral receivables on derivative instruments	45,478	45,478	0	0	0	0	0	0
Loans and advances to customers	653,195	623,137	25,571	4,486	(3,187)	(343)	(311)	(2,533)
of which: <i>Private clients with mortgages</i>	286,744	273,655	11,641	1,448	(147)	(43)	(49)	(55)
of which: <i>Real estate financing</i>	94,056	88,123	5,611	322	(117)	(25)	(36)	(56)
of which: <i>Large corporate clients</i>	26,866	23,058	3,118	690	(866)	(116)	(97)	(653)
of which: <i>SME clients</i>	25,000	21,161	2,498	1,341	(1,225)	(74)	(85)	(1,065)
of which: <i>Lombard</i>	161,199	160,942	147	110	(141)	(11)	0	(130)
of which: <i>Credit cards</i>	2,315	1,791	479	45	(48)	(7)	(12)	(29)
of which: <i>Commodity trade finance</i>	4,263	4,236	25	1	(134)	(8)	0	(126)
of which: <i>Ship / aircraft financing</i>	8,859	8,054	727	78	(20)	(15)	(5)	0
of which: <i>Consumer financing</i>	2,894	2,707	131	55	(149)	(19)	(23)	(108)
Other financial assets measured at amortized cost	72,546	71,751	620	176	(129)	(25)	(11)	(93)
of which: <i>Loans to financial advisors</i>	2,682	2,495	97	90	(39)	(3)	(1)	(35)
<b>Total financial assets measured at amortized cost</b>	<b>1,138,262</b>	<b>1,107,120</b>	<b>26,479</b>	<b>4,662</b>	<b>(3,595)</b>	<b>(378)</b>	<b>(590)</b>	<b>(2,627)</b>
Financial assets measured at fair value through other comprehensive income	6,872	6,872	0	0	0	0	0	0
<b>Total on-balance sheet financial assets in scope of ECL requirements</b>	<b>1,145,133</b>	<b>1,113,992</b>	<b>26,479</b>	<b>4,662</b>	<b>(3,595)</b>	<b>(378)</b>	<b>(590)</b>	<b>(2,627)</b>

Off-balance sheet (in scope of ECL)	Total exposure				ECL provisions			
	Total	Stage 1	Stage 2	Stage 3	Total	ECL provisions		
						Stage 1	Stage 2	Stage 3
Guarantees	44,446	43,444	819	184	(93)	(14)	(21)	(58)
of which: <i>Large corporate clients</i>	7,728	7,154	480	93	(54)	(6)	(5)	(42)
of which: <i>SME clients</i>	3,280	3,007	219	55	(31)	(5)	(15)	(11)
of which: <i>Financial intermediaries and hedge funds</i>	26,604	26,516	87	0	(1)	(1)	0	0
of which: <i>Lombard</i>	3,958	3,933	1	24	(3)	0	0	(2)
of which: <i>Commodity trade finance</i>	1,874	1,873	1	0	(1)	(1)	0	0
Irrevocable loan commitments	82,046	77,132	4,688	226	(259)	(139)	(83)	(37)
of which: <i>Large corporate clients</i>	49,093	44,806	4,094	193	(195)	(101)	(74)	(20)
Forward starting reverse repurchase and securities borrowing agreements	20,143	20,143	0	0	0	0	0	0
Unconditionally revocable loan commitments	153,998	151,188	2,582	227	(62)	(47)	(15)	0
of which: <i>Real estate financing</i>	8,237	7,929	309	0	(3)	(4)	1	0
of which: <i>Large corporate clients</i>	14,601	13,752	817	32	(15)	(8)	(5)	(2)
of which: <i>SME clients</i>	12,030	11,420	454	156	(26)	(20)	(6)	0
of which: <i>Lombard</i>	75,099	75,013	74	12	0	0	0	0
of which: <i>Credit cards</i>	11,566	11,045	518	3	(9)	(7)	(2)	0
Irrevocable committed prolongation of existing loans	5,201	5,182	19	0	(2)	(2)	0	0
<b>Total off-balance sheet financial instruments and other credit lines</b>	<b>305,834</b>	<b>297,089</b>	<b>8,108</b>	<b>637</b>	<b>(415)</b>	<b>(202)</b>	<b>(118)</b>	<b>(95)</b>
<b>Total allowances and provisions</b>					<b>(4,010)</b>	<b>(580)</b>	<b>(708)</b>	<b>(2,722)</b>

<sup>1</sup> The carrying amount of financial assets measured at amortized cost represents the total gross exposure net of the respective ECL allowances.

## Note 9 Expected credit loss measurement (continued)

### ECL-relevant balance sheet and off-balance sheet positions

USD m	31.3.25				ECL allowances			
	Carrying amount <sup>1</sup>				Total	Stage 1	Stage 2	Stage 3
<b>Financial instruments measured at amortized cost</b>	Total	Stage 1	Stage 2	Stage 3	Total	Stage 1	Stage 2	Stage 3
Cash and balances at central banks	231,370	231,207	163	0	(240)	0	(240)	0
Amounts due from banks	20,285	20,248	37	0	(11)	(5)	(4)	(1)
Receivables from securities financing transactions measured at amortized cost	101,784	101,784	0	0	(3)	(3)	0	0
Cash collateral receivables on derivative instruments	38,994	38,994	0	0	0	0	0	0
Loans and advances to customers	603,233	576,017	22,744	4,471	(2,955)	(289)	(300)	(2,366)
<i>of which: Private clients with mortgages</i>	<i>258,849</i>	<i>246,480</i>	<i>10,943</i>	<i>1,426</i>	<i>(143)</i>	<i>(39)</i>	<i>(50)</i>	<i>(53)</i>
<i>of which: Real estate financing</i>	<i>84,915</i>	<i>79,744</i>	<i>4,923</i>	<i>247</i>	<i>(105)</i>	<i>(26)</i>	<i>(32)</i>	<i>(48)</i>
<i>of which: Large corporate clients</i>	<i>25,200</i>	<i>22,015</i>	<i>2,120</i>	<i>1,065</i>	<i>(915)</i>	<i>(82)</i>	<i>(111)</i>	<i>(722)</i>
<i>of which: SME clients</i>	<i>22,033</i>	<i>18,578</i>	<i>2,318</i>	<i>1,137</i>	<i>(1,030)</i>	<i>(65)</i>	<i>(67)</i>	<i>(897)</i>
<i>of which: Lombard</i>	<i>153,007</i>	<i>152,909</i>	<i>1</i>	<i>97</i>	<i>(113)</i>	<i>(8)</i>	<i>0</i>	<i>(105)</i>
<i>of which: Credit cards</i>	<i>2,025</i>	<i>1,564</i>	<i>420</i>	<i>41</i>	<i>(44)</i>	<i>(8)</i>	<i>(11)</i>	<i>(26)</i>
<i>of which: Commodity trade finance</i>	<i>4,331</i>	<i>4,311</i>	<i>12</i>	<i>8</i>	<i>(123)</i>	<i>(8)</i>	<i>0</i>	<i>(115)</i>
<i>of which: Ship / aircraft financing</i>	<i>8,221</i>	<i>7,905</i>	<i>316</i>	<i>0</i>	<i>(19)</i>	<i>(16)</i>	<i>(4)</i>	<i>0</i>
<i>of which: Consumer financing</i>	<i>2,617</i>	<i>2,403</i>	<i>109</i>	<i>106</i>	<i>(125)</i>	<i>(16)</i>	<i>(19)</i>	<i>(90)</i>
Other financial assets measured at amortized cost	66,864	66,110	560	194	(127)	(24)	(8)	(96)
<i>of which: Loans to financial advisors</i>	<i>2,738</i>	<i>2,600</i>	<i>48</i>	<i>89</i>	<i>(40)</i>	<i>(3)</i>	<i>(1)</i>	<i>(36)</i>
<b>Total financial assets measured at amortized cost</b>	<b>1,062,530</b>	<b>1,034,361</b>	<b>23,505</b>	<b>4,665</b>	<b>(3,336)</b>	<b>(321)</b>	<b>(553)</b>	<b>(2,463)</b>
<b>Financial assets measured at fair value through other comprehensive income</b>	<b>3,216</b>	<b>3,216</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>Total on-balance sheet financial assets in scope of ECL requirements</b>	<b>1,065,747</b>	<b>1,037,577</b>	<b>23,505</b>	<b>4,665</b>	<b>(3,336)</b>	<b>(321)</b>	<b>(553)</b>	<b>(2,463)</b>

	Total exposure				ECL provisions			
	Total	Stage 1	Stage 2	Stage 3	Total	Stage 1	Stage 2	Stage 3
<b>Off-balance sheet (in scope of ECL)</b>								
Guarantees	42,588	40,620	1,800	168	(57)	(13)	(20)	(24)
<i>of which: Large corporate clients</i>	<i>7,103</i>	<i>6,487</i>	<i>530</i>	<i>87</i>	<i>(14)</i>	<i>(6)</i>	<i>(4)</i>	<i>(4)</i>
<i>of which: SME clients</i>	<i>2,885</i>	<i>2,529</i>	<i>316</i>	<i>39</i>	<i>(22)</i>	<i>(3)</i>	<i>(15)</i>	<i>(4)</i>
<i>of which: Financial intermediaries and hedge funds</i>	<i>25,139</i>	<i>24,249</i>	<i>890</i>	<i>0</i>	<i>(1)</i>	<i>(1)</i>	<i>0</i>	<i>0</i>
<i>of which: Lombard</i>	<i>3,591</i>	<i>3,561</i>	<i>0</i>	<i>30</i>	<i>(3)</i>	<i>(1)</i>	<i>0</i>	<i>(2)</i>
<i>of which: Commodity trade finance</i>	<i>2,160</i>	<i>2,158</i>	<i>1</i>	<i>0</i>	<i>(1)</i>	<i>(1)</i>	<i>0</i>	<i>0</i>
Irrevocable loan commitments	79,463	75,299	3,906	257	(233)	(116)	(81)	(36)
<i>of which: Large corporate clients</i>	<i>48,349</i>	<i>45,150</i>	<i>3,033</i>	<i>165</i>	<i>(161)</i>	<i>(84)</i>	<i>(59)</i>	<i>(18)</i>
Forward starting reverse repurchase and securities borrowing agreements	18,178	18,178	0	0	0	0	0	0
Unconditionally revocable loan commitments	144,907	141,263	3,442	202	(55)	(41)	(14)	0
<i>of which: Real estate financing</i>	<i>7,384</i>	<i>7,030</i>	<i>354</i>	<i>0</i>	<i>(3)</i>	<i>(4)</i>	<i>1</i>	<i>0</i>
<i>of which: Large corporate clients</i>	<i>13,497</i>	<i>12,751</i>	<i>722</i>	<i>23</i>	<i>(15)</i>	<i>(8)</i>	<i>(5)</i>	<i>(2)</i>
<i>of which: SME clients</i>	<i>10,902</i>	<i>9,952</i>	<i>801</i>	<i>149</i>	<i>(23)</i>	<i>(18)</i>	<i>(5)</i>	<i>0</i>
<i>of which: Lombard</i>	<i>72,767</i>	<i>72,757</i>	<i>8</i>	<i>2</i>	<i>0</i>	<i>0</i>	<i>0</i>	<i>0</i>
<i>of which: Credit cards</i>	<i>10,285</i>	<i>9,815</i>	<i>467</i>	<i>3</i>	<i>(8)</i>	<i>(6)</i>	<i>(2)</i>	<i>0</i>
Irrevocable committed prolongation of existing loans	4,165	4,162	2	2	(3)	(3)	0	0
<b>Total off-balance sheet financial instruments and other credit lines</b>	<b>289,302</b>	<b>279,523</b>	<b>9,150</b>	<b>629</b>	<b>(348)</b>	<b>(172)</b>	<b>(115)</b>	<b>(61)</b>
<b>Total allowances and provisions</b>					<b>(3,685)</b>	<b>(493)</b>	<b>(668)</b>	<b>(2,524)</b>

<sup>1</sup> The carrying amount of financial assets measured at amortized cost represents the total gross exposure net of the respective ECL allowances.

## Note 9 Expected credit loss measurement (continued)

### ECL-relevant balance sheet and off-balance sheet positions

USD m	31.12.24							
	Carrying amount <sup>1</sup>				ECL allowances			
	Total	Stage 1	Stage 2	Stage 3	Total	Stage 1	Stage 2	Stage 3
<b>Financial instruments measured at amortized cost</b>								
Cash and balances at central banks	223,329	223,201	128	0	(186)	0	(186)	0
Amounts due from banks	18,111	17,912	198	0	(42)	(1)	(5)	(36)
Receivables from securities financing transactions measured at amortized cost	118,302	118,302	0	0	(2)	(2)	0	0
Cash collateral receivables on derivative instruments	43,959	43,959	0	0	0	0	0	0
Loans and advances to customers	587,347	560,531	22,309	4,506	(2,830)	(276)	(323)	(2,230)
<i>of which: Private clients with mortgages</i>	251,955	241,690	9,009	1,256	(166)	(46)	(70)	(50)
<i>of which: Real estate financing</i>	83,780	79,480	4,071	229	(100)	(24)	(27)	(49)
<i>of which: Large corporate clients</i>	25,599	21,073	3,493	1,033	(828)	(72)	(123)	(632)
<i>of which: SME clients</i>	21,002	17,576	2,293	1,133	(963)	(55)	(47)	(860)
<i>of which: Lombard</i>	147,714	147,326	266	122	(107)	(6)	0	(101)
<i>of which: Credit cards</i>	1,978	1,533	406	39	(41)	(6)	(11)	(25)
<i>of which: Commodity trade finance</i>	4,204	4,089	106	9	(122)	(9)	0	(113)
<i>of which: Ship / aircraft financing</i>	8,058	7,136	922	0	(31)	(14)	(16)	0
<i>of which: Consumer financing</i>	2,814	2,468	114	232	(137)	(15)	(19)	(102)
Other financial assets measured at amortized cost	59,279	58,645	439	194	(135)	(25)	(7)	(103)
<i>of which: Loans to financial advisors</i>	2,723	2,568	59	95	(41)	(4)	(1)	(37)
<b>Total financial assets measured at amortized cost</b>	<b>1,050,326</b>	<b>1,022,550</b>	<b>23,074</b>	<b>4,701</b>	<b>(3,195)</b>	<b>(304)</b>	<b>(521)</b>	<b>(2,369)</b>
<b>Financial assets measured at fair value through other comprehensive income</b>	<b>2,195</b>	<b>2,195</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>Total on-balance sheet financial assets in scope of ECL requirements</b>	<b>1,052,521</b>	<b>1,024,746</b>	<b>23,074</b>	<b>4,701</b>	<b>(3,195)</b>	<b>(304)</b>	<b>(521)</b>	<b>(2,369)</b>

	Total exposure				ECL provisions			
	Total	Stage 1	Stage 2	Stage 3	Total	Stage 1	Stage 2	Stage 3
<b>Off-balance sheet (in scope of ECL)</b>								
Guarantees	40,280	38,860	1,242	178	(61)	(16)	(24)	(22)
<i>of which: Large corporate clients</i>	7,818	7,098	635	85	(18)	(6)	(9)	(2)
<i>of which: SME clients</i>	2,524	2,074	393	57	(27)	(5)	(15)	(7)
<i>of which: Financial intermediaries and hedge funds</i>	21,590	21,449	141	0	(1)	(1)	0	0
<i>of which: Lombard</i>	3,709	3,652	24	33	(4)	(1)	0	(3)
<i>of which: Commodity trade finance</i>	2,678	2,676	2	0	(1)	(1)	0	0
Irrevocable loan commitments	79,579	75,158	4,178	243	(192)	(105)	(61)	(26)
<i>of which: Large corporate clients</i>	47,381	43,820	3,393	168	(155)	(91)	(54)	(10)
Forward starting reverse repurchase and securities borrowing agreements	24,896	24,896	0	0	0	0	0	0
Committed unconditionally revocable credit lines	148,900	146,496	2,149	255	(75)	(59)	(17)	0
<i>of which: Real estate financing</i>	7,674	7,329	345	0	(6)	(4)	(2)	0
<i>of which: Large corporate clients</i>	14,692	14,091	584	17	(22)	(14)	(7)	(2)
<i>of which: SME clients</i>	9,812	9,289	333	190	(34)	(28)	(6)	0
<i>of which: Lombard</i>	73,267	73,181	84	1	0	0	0	0
<i>of which: Credit cards</i>	10,074	9,604	467	3	(8)	(6)	(2)	0
Irrevocable committed prolongation of existing loans	4,608	4,602	4	2	(3)	(3)	0	0
<b>Total off-balance sheet financial instruments and other credit lines</b>	<b>298,263</b>	<b>290,012</b>	<b>7,572</b>	<b>678</b>	<b>(332)</b>	<b>(183)</b>	<b>(102)</b>	<b>(48)</b>
<b>Total allowances and provisions</b>					<b>(3,527)</b>	<b>(487)</b>	<b>(623)</b>	<b>(2,417)</b>

<sup>1</sup> The carrying amount of financial assets measured at amortized cost represents the total gross exposure net of the respective ECL allowances.

## Note 9 Expected credit loss measurement (continued)

The table below provides information about the gross carrying amount of exposures subject to ECL and the ECL coverage ratio for UBS AG's core loan portfolios (i.e. *Loans and advances to customers* and *Loans to financial advisors*) and relevant off-balance sheet exposures. *Cash and balances at central banks, Amounts due from banks, Receivables from securities financing transactions, Cash collateral receivables on derivative instruments* and *Financial assets measured at fair value through other comprehensive income* are not included in the table below, due to their lower sensitivity to ECL.

ECL coverage ratios are calculated by dividing ECL allowances and provisions by the gross carrying amount of the related exposures.

The overall coverage ratio for performing positions was unchanged at 10 basis points as of 30 June 2025. Compared with 31 March 2025, coverage ratios for performing positions related to real estate lending (on-balance sheet) were unchanged at 4 basis points, and coverage ratios for performing positions related to corporate lending (on-balance sheet) increased by 2 basis points to 74 basis points.

### Coverage ratios for core loan portfolio

On-balance sheet	Gross carrying amount (USD m)				ECL coverage (bps)				
	Total	Stage 1	Stage 2	Stage 3	Total	30.6.25			
						Stage 1	Stage 2	Stage 1&2	Stage 3
Private clients with mortgages	286,891	273,698	11,691	1,503	5	2	42	3	365
Real estate financing	94,173	88,149	5,647	378	12	3	63	7	1,475
Total real estate lending	381,064	361,847	17,337	1,880	7	2	49	4	588
Large corporate clients	27,732	23,174	3,215	1,343	312	50	300	81	4,863
SME clients	26,225	21,234	2,584	2,407	467	35	331	67	4,427
Total corporate lending	53,957	44,409	5,799	3,750	388	43	314	74	4,584
Lombard	161,340	160,953	147	240	9	1	0	1	5,407
Credit cards	2,363	1,798	491	74	201	36	250	82	3,898
Commodity trade finance	4,394	4,244	25	124	305	19	0	19	0
Ship / aircraft financing	8,879	8,068	732	78	22	18	70	22	0
Consumer financing	3,043	2,727	154	163	490	70	1,466	145	6,610
Other loans and advances to customers	41,342	39,434	1,197	711	82	6	32	7	4,395
Loans to financial advisors	2,721	2,498	99	125	145	13	140	18	2,777
Total other lending	224,082	219,723	2,845	1,514	39	4	159	6	4,878
<b>Total<sup>1</sup></b>	<b>659,104</b>	<b>625,978</b>	<b>25,981</b>	<b>7,144</b>	<b>49</b>	<b>6</b>	<b>120</b>	<b>10</b>	<b>3,594</b>
Off-balance sheet	Gross exposure (USD m)				ECL coverage (bps)				
	Total	Stage 1	Stage 2	Stage 3	Total	Stage 1	Stage 2	Stage 1&2	Stage 3
Private clients with mortgages	11,178	10,950	222	6	4	3	25	4	0
Real estate financing	9,734	9,401	333	0	8	9	0	8	0
Total real estate lending	20,912	20,351	555	6	6	6	0	6	0
Large corporate clients	71,511	65,801	5,392	318	37	17	156	28	2,012
SME clients	17,371	16,346	780	244	49	22	358	37	915
Total corporate lending	88,882	82,148	6,172	562	39	18	182	30	1,536
Lombard	82,536	82,424	75	36	2	1	0	1	2,337
Credit cards	11,566	11,045	518	3	8	6	36	8	0
Commodity trade finance	2,230	2,223	6	1	3	3	46	3	0
Ship / aircraft financing	2,430	2,390	41	0	0	0	0	0	0
Consumer financing	327	327	0	0	2	2	0	2	0
Financial intermediaries and hedge funds	31,513	30,974	539	0	2	1	7	2	0
Other off-balance sheet commitments	45,295	45,064	203	29	6	5	207	6	199
Total other lending	175,897	174,448	1,381	68	3	2	47	3	1,312
<b>Total<sup>2</sup></b>	<b>285,692</b>	<b>276,947</b>	<b>8,108</b>	<b>637</b>	<b>15</b>	<b>7</b>	<b>146</b>	<b>11</b>	<b>1,497</b>
<b>Total on- and off-balance sheet<sup>3</sup></b>	<b>944,795</b>	<b>902,925</b>	<b>34,089</b>	<b>7,781</b>	<b>39</b>	<b>6</b>	<b>126</b>	<b>10</b>	<b>3,423</b>

<sup>1</sup> Includes Loans and advances to customers and Loans to financial advisors, which are presented on the balance sheet line Other financial assets measured at amortized cost. <sup>2</sup> Excludes Forward starting reverse repurchase and securities borrowing agreements. <sup>3</sup> Includes on-balance sheet exposure, gross and off-balance sheet exposure (notional) and the related ECL coverage ratio (bps).

## Note 9 Expected credit loss measurement (continued)

### Coverage ratios for core loan portfolio

	31.3.25								
	Gross carrying amount (USD m)				ECL coverage (bps)				
	Total	Stage 1	Stage 2	Stage 3	Total	Stage 1	Stage 2	Stage 1&2	Stage 3
On-balance sheet									
Private clients with mortgages	258,992	246,519	10,993	1,480	6	2	45	3	361
Real estate financing	85,020	79,771	4,955	295	12	3	64	7	1,613
Total real estate lending	344,012	326,290	15,948	1,774	7	2	51	4	569
Large corporate clients	26,115	22,097	2,231	1,788	350	37	496	79	4,040
SME clients	23,062	18,643	2,385	2,034	446	35	283	63	4,409
Total corporate lending	49,177	40,739	4,616	3,822	395	36	386	72	4,236
Lombard	153,120	152,917	1	203	7	1	31	1	5,198
Credit cards	2,069	1,572	431	66	214	49	255	94	3,847
Commodity trade finance	4,454	4,319	12	123	276	18	10	18	9,376
Ship / aircraft financing	8,240	7,921	319	0	23	20	117	23	0
Consumer financing	2,743	2,418	128	196	457	65	1,500	137	4,598
Other loans and advances to customers	42,373	40,130	1,590	653	80	5	44	7	4,742
Loans to financial advisors	2,778	2,603	49	125	144	13	174	16	2,870
Total other lending	215,777	211,880	2,530	1,367	37	4	165	6	4,991
<b>Total<sup>1</sup></b>	<b>608,966</b>	<b>578,909</b>	<b>23,094</b>	<b>6,963</b>	<b>49</b>	<b>5</b>	<b>130</b>	<b>10</b>	<b>3,450</b>
	Gross exposure (USD m)				ECL coverage (bps)				
Off-balance sheet	Total	Stage 1	Stage 2	Stage 3	Total	Stage 1	Stage 2	Stage 1&2	Stage 3
Private clients with mortgages	9,352	9,083	264	6	4	3	33	4	453
Real estate financing	8,225	7,851	374	0	8	10	0	8	0
Total real estate lending	17,578	16,934	638	6	6	6	0	6	448
Large corporate clients	69,056	64,495	4,286	275	27	15	160	24	874
SME clients	15,801	14,290	1,268	243	52	19	293	41	759
Total corporate lending	84,857	78,785	5,554	518	32	16	190	27	820
Lombard	79,638	79,597	8	33	2	1	14	1	2,461
Credit cards	10,285	9,815	467	3	8	6	37	8	0
Commodity trade finance	3,019	3,001	17	0	2	2	14	2	0
Ship / aircraft financing	2,520	2,486	34	0	0	0	0	0	0
Consumer financing	377	377	0	0	3	3	0	3	0
Financial intermediaries and hedge funds	30,668	29,151	1,517	0	1	1	3	1	0
Other off-balance sheet commitments	42,182	41,199	914	69	10	5	86	7	1,434
Total other lending	168,689	165,626	2,958	105	4	2	34	3	1,707
<b>Total<sup>2</sup></b>	<b>271,124</b>	<b>261,345</b>	<b>9,150</b>	<b>629</b>	<b>13</b>	<b>7</b>	<b>126</b>	<b>11</b>	<b>964</b>
<b>Total on- and off-balance sheet<sup>3</sup></b>	<b>880,089</b>	<b>840,254</b>	<b>32,244</b>	<b>7,592</b>	<b>38</b>	<b>6</b>	<b>129</b>	<b>10</b>	<b>3,244</b>

<sup>1</sup> Includes Loans and advances to customers and Loans to financial advisors, which are presented on the balance sheet line Other financial assets measured at amortized cost. <sup>2</sup> Excludes Forward starting reverse repurchase and securities borrowing agreements. <sup>3</sup> Includes on-balance sheet exposure, gross and off-balance sheet exposure (notional) and the related ECL coverage ratio (bps).

## Note 9 Expected credit loss measurement (continued)

### Coverage ratios for core loan portfolio

	Gross carrying amount (USD m)				ECL coverage (bps)				
	Total	Stage 1	Stage 2	Stage 3	Total	Stage 1	Stage 2	Stage 1&2	Stage 3
<b>On-balance sheet</b>									
Private clients with mortgages	252,121	241,736	9,079	1,306	7	2	77	5	386
Real estate financing	83,880	79,504	4,098	278	12	3	66	6	1,768
Total real estate lending	336,001	321,240	13,177	1,584	8	2	73	5	628
Large corporate clients	26,427	21,145	3,617	1,665	313	34	341	79	3,795
SME clients	21,966	17,631	2,341	1,993	439	31	203	52	4,316
Total corporate lending	48,393	38,776	5,958	3,659	370	33	287	67	4,079
Lombard	147,821	147,332	267	222	7	0	8	0	4,531
Credit cards	2,019	1,539	416	64	205	39	256	85	3,857
Commodity trade finance	4,327	4,098	106	122	283	22	40	23	9,258
Ship / aircraft financing	8,089	7,150	938	0	38	20	175	38	0
Consumer financing	2,951	2,484	134	334	464	62	1,447	133	3,057
Other loans and advances to customers	40,576	38,188	1,636	752	83	7	56	9	3,965
Loans to financial advisors	2,764	2,571	60	132	149	14	159	17	2,785
Total other lending	208,547	203,363	3,558	1,627	39	4	161	7	4,152
<b>Total<sup>1</sup></b>	<b>592,941</b>	<b>563,379</b>	<b>22,693</b>	<b>6,869</b>	<b>48</b>	<b>5</b>	<b>143</b>	<b>10</b>	<b>3,301</b>
<b>Off-balance sheet</b>									
Private clients with mortgages	8,473	8,271	176	26	4	4	22	4	81
Real estate financing	8,694	8,300	394	0	7	6	33	7	0
Total real estate lending	17,167	16,571	570	26	6	5	30	6	81
Large corporate clients	69,896	65,013	4,612	271	28	17	151	26	528
SME clients	13,944	12,788	842	315	59	30	324	48	532
Total corporate lending	83,840	77,800	5,454	586	33	19	177	30	530
Lombard	80,390	80,235	120	35	1	0	1	0	2,330
Credit cards	10,074	9,604	467	3	8	6	36	8	0
Commodity trade finance	3,487	3,464	23	0	3	3	51	3	0
Ship / aircraft financing	2,669	2,663	6	0	13	13	49	13	0
Consumer financing	134	134	0	0	6	6	0	6	0
Financial intermediaries and hedge funds	22,842	22,378	464	0	1	1	8	1	0
Other off-balance sheet commitments	52,765	52,268	468	29	4	2	28	2	2,945
Total other lending	172,360	170,745	1,549	67	3	1	23	2	2,470
<b>Total<sup>2</sup></b>	<b>273,367</b>	<b>265,117</b>	<b>7,572</b>	<b>678</b>	<b>12</b>	<b>7</b>	<b>135</b>	<b>10</b>	<b>704</b>
<b>Total on- and off-balance sheet<sup>3</sup></b>	<b>866,308</b>	<b>828,495</b>	<b>30,265</b>	<b>7,547</b>	<b>37</b>	<b>6</b>	<b>141</b>	<b>10</b>	<b>3,067</b>

<sup>1</sup> Includes Loans and advances to customers and Loans to financial advisors, which are presented on the balance sheet line Other financial assets measured at amortized cost. <sup>2</sup> Excludes Forward starting reverse repurchase and securities borrowing agreements. <sup>3</sup> Includes on-balance-sheet exposure, gross and off-balance-sheet exposure (notional) and the related ECL coverage ratio (bps).

## Note 10 Fair value measurement

### a) Fair value hierarchy

The fair value hierarchy classification of financial and non-financial assets and liabilities measured at fair value is summarized in the table below.

During the first six months of 2025, assets and liabilities that were transferred from Level 2 to Level 1, or from Level 1 to Level 2, and were held for the entire reporting period were not material.

#### Determination of fair values from quoted market prices or valuation techniques<sup>1</sup>

USD m	30.6.25				31.3.25				31.12.24			
	Level 1	Level 2	Level 3	Total	Level 1	Level 2	Level 3	Total	Level 1	Level 2	Level 3	Total
<b>Financial assets measured at fair value on a recurring basis</b>												
Financial assets at fair value held for trading	134,759	31,274	3,454	169,487	133,803	27,969	3,665	165,437	128,428	27,687	3,108	159,223
of which: Equity instruments	117,036	370	155	117,562	117,487	320	138	117,945	116,536	430	91	117,056
of which: Government bills / bonds	8,997	3,715	139	12,851	8,304	3,468	46	11,817	4,443	3,261	41	7,746
of which: Investment fund units	7,554	874	96	8,525	7,180	949	149	8,279	6,537	987	151	7,675
of which: Corporate and municipal bonds	1,167	22,996	757	24,920	828	20,777	876	22,480	911	17,585	838	19,334
of which: Loans	0	3,145	2,172	5,317	0	2,254	2,292	4,545	0	5,200	1,799	6,998
of which: Asset-backed securities	4	168	134	306	4	197	162	363	1	219	153	373
Derivative financial instruments	1,315	166,156	3,151	170,622	1,372	134,789	2,459	138,620	795	182,849	2,792	186,435
of which: Foreign exchange	815	77,661	81	78,558	570	48,911	71	49,551	472	100,572	66	101,111
of which: Interest rate	0	37,667	884	38,550	0	38,135	898	39,033	0	41,193	878	42,071
of which: Equity / index	0	44,112	1,255	45,367	0	39,940	937	40,877	0	35,747	1,129	36,876
of which: Credit	0	2,310	928	3,238	0	2,668	517	3,185	0	2,555	581	3,136
of which: Commodities	2	4,267	2	4,272	2	4,989	35	5,026	1	2,599	17	2,617
Brokerage receivables	0	29,068	0	29,068	0	28,747	0	28,747	0	25,858	0	25,858
Financial assets at fair value not held for trading	44,849	53,393	9,261	107,503	40,762	52,129	9,185	102,075	35,910	50,545	8,747	95,203
of which: Financial assets for unit-linked investment contracts	19,424	112	1	19,537	17,398	4	0	17,403	17,101	6	0	17,106
of which: Corporate and municipal bonds	31	19,182	91	19,303	30	14,844	145	15,020	31	14,695	133	14,859
of which: Government bills / bonds	24,842	6,093	0	30,935	22,856	6,062	0	28,919	18,264	6,204	0	24,469
of which: Loans	0	5,626	3,734	9,360	0	4,972	3,589	8,561	0	4,427	3,192	7,619
of which: Securities financing transactions	0	21,208	703	21,911	0	24,995	731	25,726	0	24,026	611	24,638
of which: Asset-backed securities	0	864	534	1,399	0	1,041	540	1,581	0	972	597	1,569
of which: Auction rate securities	0	0	191	191	0	0	191	191	0	0	0	191
of which: Investment fund units	433	137	626	1,196	387	123	640	1,150	423	133	681	1,237
of which: Equity instruments	119	0	3,064	3,183	90	0	2,930	3,020	91	0	2,916	3,008
<b>Financial assets measured at fair value through other comprehensive income on a recurring basis</b>												
Financial assets measured at fair value through other comprehensive income	4,716	2,156	0	6,872	1,130	2,087	0	3,216	59	2,137	0	2,195
of which: Government bills / bonds	4,644	0	0	4,644	1,064	0	0	1,064	0	0	0	0
of which: Commercial paper and certificates of deposit	0	1,926	0	1,926	0	1,916	0	1,916	0	1,959	0	1,959
of which: Corporate and municipal bonds	71	231	0	302	66	171	0	236	59	178	0	237
<b>Non-financial assets measured at fair value on a recurring basis</b>												
Precious metals and other physical commodities	9,465	0	0	9,465	7,623	0	0	7,623	7,341	0	0	7,341
<b>Non-financial assets measured at fair value on a non-recurring basis</b>												
Other non-financial assets <sup>2</sup>	0	0	76	76	0	0	89	89	0	0	84	84
<b>Total assets measured at fair value</b>	<b>195,104</b>	<b>282,047</b>	<b>15,942</b>	<b>493,093</b>	<b>184,689</b>	<b>245,720</b>	<b>15,398</b>	<b>445,808</b>	<b>172,532</b>	<b>289,076</b>	<b>14,731</b>	<b>476,340</b>

## Note 10 Fair value measurement (continued)

### Determination of fair values from quoted market prices or valuation techniques (continued)<sup>1</sup>

USD m	30.6.25				31.3.25				31.12.24			
	Level 1	Level 2	Level 3	Total	Level 1	Level 2	Level 3	Total	Level 1	Level 2	Level 3	Total
<b>Financial liabilities measured at fair value on a recurring basis</b>												
Financial liabilities at fair value held for trading	38,240	14,057	50	52,346	30,503	12,565	31	43,099	24,577	10,429	240	35,247
of which: Equity instruments	30,081	215	26	30,322	22,597	390	21	23,008	18,528	257	29	18,814
of which: Corporate and municipal bonds	0	11,953	21	11,974	2	10,768	5	10,775	5	8,771	206	8,982
of which: Government bills / bonds	5,614	1,629	0	7,243	6,490	1,210	0	7,699	4,336	1,174	0	5,510
of which: Investment fund units	2,545	169	1	2,715	1,414	96	3	1,512	1,708	162	3	1,873
Derivative financial instruments	1,294	178,463	4,148	183,905	1,407	136,694	4,130	142,230	829	175,788	4,060	180,678
of which: Foreign exchange	736	88,058	56	88,850	553	50,624	44	51,220	506	94,077	46	94,628
of which: Interest rate	0	33,261	307	33,568	0	33,911	337	34,248	0	36,313	324	36,636
of which: Equity / index	0	50,340	3,469	53,810	0	44,707	3,293	48,000	0	39,597	3,142	42,739
of which: Credit	0	3,192	241	3,433	0	3,182	374	3,556	0	3,280	414	3,694
of which: Commodities	1	3,498	11	3,510	2	4,128	25	4,155	1	2,200	15	2,216
of which: Loan commitments measured at FVTPL	0	12	30	42	0	45	29	74	0	75	62	137
<b>Financial liabilities designated at fair value on a recurring basis</b>												
Brokerage payables designated at fair value	0	57,951	0	57,951	0	59,921	0	59,921	0	49,023	0	49,023
Debt issued designated at fair value	0	96,878	11,374	108,252	0	96,189	11,204	107,393	0	90,725	11,842	102,567
Other financial liabilities designated at fair value	0	31,749	3,780	35,529	0	28,525	4,267	32,792	0	29,779	4,262	34,041
of which: Financial liabilities related to unit-linked investment contracts	0	19,669	0	19,669	0	17,528	0	17,528	0	17,203	0	17,203
of which: Securities financing transactions	0	4,580	118	4,699	0	3,985	108	4,094	0	5,798	0	5,798
of which: Funding from UBS Group AG	0	4,639	1,480	6,119	0	4,042	1,515	5,557	0	3,848	1,494	5,342
of which: Over-the-counter debt instruments and others	0	2,861	2,182	5,043	0	2,969	2,644	5,613	0	2,930	2,768	5,698
<b>Total liabilities measured at fair value</b>	<b>39,535</b>	<b>379,098</b>	<b>19,352</b>	<b>437,984</b>	31,909	333,894	19,633	385,436	25,406	355,744	20,405	401,555

<sup>1</sup> Bifurcated embedded derivatives are presented on the same balance sheet lines as their host contracts and are not included in this table. The fair value of these derivatives was not material for the periods presented.

<sup>2</sup> Other non-financial assets primarily consist of properties and other non-current assets held for sale, which are measured at the lower of their net carrying amount or fair value less costs to sell.

### b) Valuation adjustments

The table below summarizes the changes in deferred day-1 profit or loss reserves during the relevant period.

Deferred day-1 profit or loss is generally released into *Other net income from financial instruments measured at fair value through profit or loss* when the pricing of equivalent products or the underlying parameters become observable or when the transaction is closed out.

#### Deferred day-1 profit or loss reserves

USD m	For the quarter ended			Year-to-date	
	30.6.25	31.3.25	30.6.24	30.6.25	30.6.24
<b>Reserve balance at the beginning of the period</b>	<b>391</b>	421	379	421	397
Effect from merger of UBS AG and Credit Suisse AG <sup>1</sup>			1		1
Profit / (loss) deferred on new transactions	68	65	59	133	101
(Profit) / loss recognized in the income statement	(41)	(95)	(50)	(135)	(110)
Foreign currency translation	(1)	(1)	(1)	(2)	(1)
<b>Reserve balance at the end of the period</b>	<b>417</b>	391	388	417	388

<sup>1</sup> Refer to Note 2 for more information about the merger of UBS AG and Credit Suisse AG.

The table below summarizes other valuation adjustment reserves recognized on the balance sheet.

#### Other valuation adjustment reserves on the balance sheet

USD m	As of		
	30.6.25	31.3.25	31.12.24
<b>Own credit adjustments on financial liabilities designated at fair value<sup>1</sup></b>	<b>(1,100)</b>	(942)	(1,165)
of which: debt issued designated at fair value	(774)	(680)	(780)
of which: other financial liabilities designated at fair value	(325)	(262)	(385)
<b>Credit valuation adjustments<sup>2</sup></b>	<b>(40)</b>	(128)	(125)
<b>Funding and debit valuation adjustments</b>	<b>(87)</b>	(69)	(96)
<b>Other valuation adjustments</b>	<b>(966)</b>	(971)	(1,206)
of which: liquidity	(586)	(570)	(746)
of which: model uncertainty	(380)	(401)	(460)

<sup>1</sup> Own credit adjustments on financial liabilities designated at fair value includes amounts for TLAC notes. <sup>2</sup> Amount does not include reserves against defaulted counterparties.

## Note 10 Fair value measurement (continued)

### c) Level 3 instruments: valuation techniques and inputs

The table below presents material Level 3 assets and liabilities, together with the valuation techniques used to measure fair value, as well as the inputs used in a given valuation technique that are considered significant as of 30 June 2025 and unobservable, and a range of values for those unobservable inputs.

The range of values represents the highest- and lowest-level inputs used in the valuation techniques. Therefore, the range does not reflect the level of uncertainty regarding a particular input or an assessment of the reasonableness of UBS AG's estimates and assumptions, but rather the different underlying characteristics of the relevant assets and liabilities held by UBS AG.

The significant unobservable inputs disclosed in the table below are consistent with those included in "Note 21 Fair value measurement" in the "Consolidated financial statements" section of the UBS AG Annual Report 2024.

#### Valuation techniques and inputs used in the fair value measurement of Level 3 assets and liabilities

USD bn	Fair value				Significant unobservable input(s) <sup>1</sup>	Range of inputs						
	Assets		Liabilities			30.6.25			31.12.24			
	30.6.25	31.12.24	30.6.25	31.12.24		low	high	weighted average <sup>2</sup>	low	high	weighted average <sup>2</sup>	
<b>Financial assets and liabilities at fair value held for trading and Financial assets at fair value not held for trading</b>												
Corporate and municipal bonds	0.8	1.0	0.0	0.2	Relative value to market comparable	Bond price equivalent	12	104	77	23	114	
Loans at fair value (held for trading and not held for trading) and guarantees <sup>3</sup>	6.0	5.2	0.0	0.0	Relative value to market comparable	Loan price equivalent	3	101	93	1	173	
					Discounted expected cash flows	Credit spread	17	294	94	16	545	
					Market comparable and securitization model	Credit spread	98	1,958	225	75	1,899	
Asset-backed securities	0.7	0.7	0.0	0.0	Relative value to market comparable	Bond price equivalent	5	105	80	0	112	
Investment fund units <sup>4</sup>	0.7	0.8	0.0	0.0	Relative value to market comparable	Net asset value						
Equity instruments <sup>4</sup>	3.2	3.0	0.0	0.0	Relative value to market comparable	Price						
Debt issued designated at fair value <sup>3</sup>		11.4		11.8								
Other financial liabilities designated at fair value <sup>3</sup>		3.8		4.3	Discounted expected cash flows	Funding spread	95	224		95	201	
<b>Derivative financial instruments</b>												
Interest rate	0.9	0.9	0.3	0.3	Option model	Volatility of interest rates	53	119		50	156	
					Discounted expected cash flows	IR-to-IR correlation	68	99		60	99	
					Discounted expected cash flows	Funding spread	5	20		5	20	
Credit	0.9	0.6	0.2	0.4	Discounted expected cash flows	Credit spreads	3	1,760		2	1,789	
						Credit correlation	50	58		50	66	
						Recovery rates	0	100		0	100	
					Option model	Credit volatility	60	143		59	127	
						Recovery rates	0	40				
Equity / index	1.3	1.1	3.5	3.1	Option model	Equity dividend yields	0	10		0	16	
						Volatility of equity stocks, equity and other indices	3	99		4	126	
						Equity-to-FX correlation	(65)	74		(65)	80	
						Equity-to-equity correlation	(10)	100		0	100	
Loan commitments measured at FVTPL	0.0	0.1	Relative value to market comparable		Loan price equivalent	80	100		60	101	points	

<sup>1</sup> The ranges of significant unobservable inputs are represented in points, percentages and basis points. Points are a percentage of par (e.g. 100 points would be 100% of par). <sup>2</sup> Weighted averages are provided for most non-derivative financial instruments and were calculated by weighting inputs based on the fair values of the respective instruments. Weighted averages are not provided for inputs related to Other financial liabilities designated at fair value and Derivative financial instruments, as this would not be meaningful. <sup>3</sup> Debt issued designated at fair value primarily consists of UBS AG structured notes, which include variable maturity notes with various equity and foreign exchange underlying risks, as well as rates-linked and credit-linked notes, all of which have embedded derivative parameters that are considered to be unobservable. The derivative instrument parameters for debt issued designated at fair value, embedded derivatives for over-the-counter debt instruments reported under Other financial liabilities designated at fair value and funded derivatives reported under Loans at fair value (held for trading and not held for trading) are presented in the corresponding derivative financial instruments lines in this table. <sup>4</sup> The range of inputs is not disclosed, as there is a dispersion of values given the diverse nature of the investments.

## Note 10 Fair value measurement (continued)

### d) Level 3 instruments: sensitivity to changes in unobservable input assumptions

The table below summarizes those financial assets and liabilities classified as Level 3 for which a change in one or more of the unobservable inputs to reflect reasonably possible alternative assumptions would change fair value significantly, and the estimated effect thereof.

The sensitivity data shown below presents an estimation of valuation uncertainty based on reasonably possible alternative values for Level 3 inputs at the balance sheet date and does not represent the estimated effect of stress scenarios. Typically, these financial assets and liabilities are sensitive to a combination of inputs from Levels 1–3. Although well-defined interdependencies may exist between Level 1 / 2 parameters and Level 3 parameters (e.g. between interest rates, which are generally Level 1 or Level 2, and prepayments, which are generally Level 3), these have not been incorporated in the table. Furthermore, direct interrelationships between the Level 3 parameters are not a significant element of the valuation uncertainty.

#### Sensitivity of fair value measurements to changes in unobservable input assumptions<sup>1</sup>

	30.6.25		31.3.25		31.12.24	
	Favorable changes	Unfavorable changes	Favorable changes	Unfavorable changes	Favorable changes	Unfavorable changes
USD m						
Loans at fair value (held for trading and not held for trading) and guarantees <sup>2</sup>	141	(112)	147	(115)	185	(143)
Securities financing transactions	25	(14)	25	(20)	30	(24)
Auction rate securities	8	(4)	8	(6)	8	(6)
Asset-backed securities	19	(17)	23	(18)	32	(28)
Equity instruments	387	(370)	348	(314)	333	(308)
Investment fund units	178	(180)	176	(178)	179	(181)
Loan commitments measured at FVTPL	13	(41)	15	(47)	38	(42)
Interest rate derivatives, net	68	(58)	77	(65)	115	(70)
Credit derivatives, net	78	(108)	88	(108)	112	(117)
Foreign exchange derivatives, net	6	(5)	4	(3)	3	(2)
Equity / index derivatives, net	690	(577)	619	(503)	732	(617)
Other	216	(115)	256	(152)	289	(161)
<b>Total</b>	<b>1,830</b>	<b>(1,601)</b>	<b>1,785</b>	<b>(1,528)</b>	<b>2,056</b>	<b>(1,700)</b>

<sup>1</sup> Sensitivity of issued and over-the-counter debt instruments is reported with the equivalent derivative or Other. <sup>2</sup> Sensitivity of funded derivatives is reported under equivalent derivatives.

### e) Level 3 instruments: movements during the period

The table below presents additional information about material Level 3 assets and liabilities measured at fair value on a recurring basis. Level 3 assets and liabilities may be hedged with instruments classified as Level 1 or Level 2 in the fair value hierarchy and, as a result, realized and unrealized gains and losses included in the table may not include the effect of related hedging activity. Furthermore, the realized and unrealized gains and losses presented in the table are not limited solely to those arising from Level 3 inputs, as valuations are generally derived from both observable and unobservable parameters.

Assets and liabilities transferred into or out of Level 3 are presented as if those assets or liabilities had been transferred on 1 January 2025.

## Note 10 Fair value measurement (continued)

### Movements of Level 3 instruments

USD bn	Balance at the beginning of the period	Effect from merger of UBS AG and Credit Suisse AG	Net gains / losses included in comprehensive income <sup>1</sup>	of which:			Purchases	Sales	Issuances	Settlements	Transfers into Level 3	Transfers out of Level 3	Foreign currency translation	Balance at the end of the period
				related to instruments held at the end of the period	Purchases	Sales								
<b>For the six months ended 30 June 2025<sup>2</sup></b>														
<b>Financial assets at fair value held for trading</b>	<b>3.1</b>		<b>(0.0)</b>	<b>(0.1)</b>	<b>0.4</b>	<b>(1.1)</b>	<b>1.1</b>	<b>(0.4)</b>	<b>0.4</b>	<b>(0.1)</b>	<b>0.1</b>	<b>3.5</b>		
of which: <i>Equity instruments</i>	0.1		(0.0)	(0.0)	0.0	(0.0)	0.0	(0.0)	0.1	(0.0)	0.0	0.2		
of which: <i>Corporate and municipal bonds</i>	0.8		(0.0)	(0.0)	0.3	(0.4)	0.0	(0.0)	0.1	(0.1)	0.0	0.8		
of which: <i>Loans</i>	1.8		0.1	(0.0)	0.0	(0.5)	1.1	(0.3)	0.0	(0.0)	0.0	2.2		
<b>Derivative financial instruments – assets</b>	<b>2.8</b>		<b>(0.0)</b>	<b>0.1</b>	<b>0.0</b>	<b>(0.0)</b>	<b>1.3</b>	<b>(0.9)</b>	<b>0.3</b>	<b>(0.3)</b>	<b>0.0</b>	<b>3.2</b>		
of which: <i>Interest rate</i>	0.9		0.1	0.1	0.0	(0.0)	0.0	(0.2)	0.1	(0.0)	(0.1)	0.9		
of which: <i>Equity / index</i>	1.1		(0.2)	(0.2)	0.0	0.0	0.7	(0.3)	0.1	(0.2)	0.0	1.3		
of which: <i>Credit</i>	0.6		0.1	0.2	0.0	(0.0)	0.5	(0.3)	0.1	(0.1)	0.0	0.9		
<b>Financial assets at fair value not held for trading</b>	<b>8.7</b>		<b>0.7</b>	<b>0.6</b>	<b>0.1</b>	<b>(0.3)</b>	<b>0.7</b>	<b>(0.8)</b>	<b>0.1</b>	<b>(0.1)</b>	<b>0.2</b>	<b>9.3</b>		
of which: <i>Loans</i>	3.2		0.7	0.7	0.0	(0.0)	0.5	(0.7)	0.0	(0.0)	0.1	3.7		
of which: <i>Auction rate securities</i>	0.2		0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.2		
of which: <i>Equity instruments</i>	2.9		0.1	0.1	0.1	(0.1)	0.0	(0.0)	0.0	(0.0)	0.1	3.1		
of which: <i>Investment fund units</i>	0.7		0.0	0.0	0.0	(0.1)	0.0	(0.0)	0.0	0.0	0.0	0.6		
of which: <i>Asset-backed securities</i>	0.6		(0.0)	(0.0)	0.0	(0.1)	0.0	0.0	0.0	(0.0)	0.0	0.5		
<b>Derivative financial instruments – liabilities</b>	<b>4.1</b>		<b>0.2</b>	<b>0.2</b>	<b>0.0</b>	<b>(0.0)</b>	<b>1.2</b>	<b>(1.0)</b>	<b>0.1</b>	<b>(0.6)</b>	<b>0.1</b>	<b>4.1</b>		
of which: <i>Interest rate</i>	0.3		0.1	0.1	0.0	(0.0)	0.0	(0.1)	0.0	(0.0)	0.0	0.3		
of which: <i>Equity / index</i>	3.1		0.2	0.2	0.0	0.0	1.1	(0.6)	0.1	(0.5)	0.1	3.5		
of which: <i>Credit</i>	0.4		(0.0)	(0.1)	0.0	0.0	0.1	(0.2)	0.0	(0.0)	(0.0)	0.2		
of which: <i>Loan commitments measured at FVTPL</i>	0.1		0.0	(0.0)	0.0	(0.0)	0.0	(0.0)	0.0	(0.0)	0.0	0.0		
<b>Debt issued designated at fair value</b>	<b>11.8</b>		<b>0.3</b>	<b>0.3</b>	<b>0.0</b>	<b>0.0</b>	<b>2.6</b>	<b>(1.7)</b>	<b>0.8</b>	<b>(2.9)</b>	<b>0.5</b>	<b>11.4</b>		
<b>Other financial liabilities designated at fair value</b>	<b>4.3</b>		<b>(0.1)</b>	<b>(0.1)</b>	<b>0.0</b>	<b>(0.0)</b>	<b>0.4</b>	<b>(0.8)</b>	<b>0.0</b>	<b>(0.0)</b>	<b>0.1</b>	<b>3.8</b>		
<b>For the six months ended 30 June 2024</b>														
<b>Financial assets at fair value held for trading</b>	<b>1.8</b>	<b>7.8</b>	<b>0.0</b>	<b>(0.0)</b>	<b>0.3</b>	<b>(1.0)</b>	<b>0.7</b>	<b>(1.4)</b>	<b>0.1</b>	<b>(0.3)</b>	<b>(0.0)</b>	<b>8.0</b>		
of which: <i>Equity instruments</i>	0.1	0.1	(0.0)	(0.0)	0.0	(0.0)	0.0	(0.0)	0.0	(0.0)	(0.0)	0.2		
of which: <i>Corporate and municipal bonds</i>	0.6	0.4	(0.1)	(0.1)	0.2	(0.2)	0.0	0.0	0.0	(0.0)	(0.0)	0.9		
of which: <i>Loans</i>	0.9	7.0	0.1	0.1	0.0	(0.7)	0.7	(1.4)	(0.0)	(0.3)	(0.0)	6.4		
<b>Derivative financial instruments – assets</b>	<b>1.3</b>	<b>0.7</b>	<b>(0.1)</b>	<b>(0.0)</b>	<b>0.0</b>	<b>(0.0)</b>	<b>0.7</b>	<b>(0.4)</b>	<b>0.4</b>	<b>(0.2)</b>	<b>(0.0)</b>	<b>2.3</b>		
of which: <i>Interest rate</i>	0.3	0.0	0.0	0.0	0.0	0.0	0.0	(0.1)	0.2	(0.0)	0.0	0.4		
of which: <i>Equity / index</i>	0.7	0.2	(0.0)	(0.0)	0.0	0.0	0.5	(0.2)	0.1	(0.1)	(0.0)	1.2		
of which: <i>Credit</i>	0.3	0.1	(0.1)	(0.0)	0.0	0.0	0.1	(0.1)	0.1	(0.0)	(0.0)	0.5		
<b>Financial assets at fair value not held for trading</b>	<b>4.1</b>	<b>4.1</b>	<b>(0.1)</b>	<b>(0.1)</b>	<b>0.3</b>	<b>0.0</b>	<b>1.1</b>	<b>(1.4)</b>	<b>0.1</b>	<b>(0.1)</b>	<b>(0.0)</b>	<b>8.0</b>		
of which: <i>Loans</i>	1.3	0.8	(0.1)	(0.1)	0.1	0.0	0.7	(0.1)	0.0	(0.1)	(0.0)	2.6		
of which: <i>Auction rate securities</i>	1.2	0.0	0.0	(0.0)	0.0	0.0	0.0	(1.1)	0.0	0.0	0.0	0.2		
of which: <i>Equity instruments</i>	1.1	1.8	0.0	0.0	0.1	(0.0)	0.0	0.0	0.0	0.0	(0.0)	2.9		
of which: <i>Investment fund units</i>	0.2	0.4	0.0	(0.0)	0.0	(0.0)	0.0	0.0	0.0	0.0	(0.0)	0.7		
of which: <i>Asset-backed securities</i>	0.0	0.5	0.0	0.0	0.0	(0.0)	0.0	(0.0)	0.0	(0.0)	(0.0)	0.5		
<b>Derivative financial instruments – liabilities</b>	<b>3.2</b>	<b>0.9</b>	<b>(0.1)</b>	<b>(0.1)</b>	<b>0.1</b>	<b>(0.0)</b>	<b>1.7</b>	<b>(1.4)</b>	<b>0.4</b>	<b>(0.3)</b>	<b>(0.0)</b>	<b>4.4</b>		
of which: <i>Interest rate</i>	0.1	0.1	(0.1)	(0.0)	0.0	0.0	0.1	0.0	0.1	(0.0)	0.0	0.2		
of which: <i>Equity / index</i>	2.7	0.2	0.1	0.0	0.1	(0.0)	1.5	(1.2)	0.3	(0.2)	(0.0)	3.4		
of which: <i>Credit</i>	0.3	0.2	(0.0)	(0.1)	0.0	(0.0)	0.1	(0.1)	0.0	(0.0)	(0.0)	0.4		
of which: <i>Loan commitments measured at FVTPL</i>	0.0	0.4	(0.1)	(0.1)	0.0	(0.0)	0.0	0.0	0.0	0.0	(0.0)	0.3		
<b>Debt issued designated at fair value</b>	<b>7.8</b>	<b>4.5</b>	<b>0.2</b>	<b>0.2</b>	<b>0.0</b>	<b>(0.0)</b>	<b>2.9</b>	<b>(2.5)</b>	<b>0.6</b>	<b>(1.9)</b>	<b>(0.1)</b>	<b>11.5</b>		
<b>Other financial liabilities designated at fair value</b>	<b>2.3</b>	<b>1.9</b>	<b>(0.1)</b>	<b>(0.1)</b>	<b>0.0</b>	<b>(0.0)</b>	<b>1.1</b>	<b>(0.2)</b>	<b>0.0</b>	<b>(0.1)</b>	<b>(0.0)</b>	<b>4.9</b>		

<sup>1</sup> Net gains / losses included in comprehensive income are recognized in Net interest income and Other net income from financial instruments measured at fair value through profit or loss in the Income statement, and also in Gains / (losses) from own credit on financial liabilities designated at fair value, before tax in the Statement of comprehensive income. <sup>2</sup> Total Level 3 assets as of 30 June 2025 were USD 15.9bn (31 December 2024: USD 14.7bn). Total Level 3 liabilities as of 30 June 2025 were USD 19.4bn (31 December 2024: USD 20.4bn).

## Note 10 Fair value measurement (continued)

### f) Financial instruments not measured at fair value

The table below reflects the estimated fair values of financial instruments not measured at fair value. Valuation principles applied when determining fair value estimates for financial instruments not measured at fair value are consistent with those described in "Note 21 Fair value measurement" in the "Consolidated financial statements" section of the UBS AG Annual Report 2024.

#### Financial instruments not measured at fair value

USD bn	30.6.25		31.3.25		31.12.24	
	Carrying amount	Fair value	Carrying amount	Fair value	Carrying amount	Fair value
<b>Assets</b>						
Cash and balances at central banks	236.2	236.2	231.4	231.4	223.3	223.3
Amounts due from banks	20.7	20.7	20.3	20.3	18.1	18.1
Receivables from securities financing transactions measured at amortized cost	110.2	110.2	101.8	101.8	118.3	118.3
Cash collateral receivables on derivative instruments	45.5	45.5	39.0	39.0	44.0	44.0
Loans and advances to customers	653.2	649.3	603.2	597.1	587.3	582.4
Other financial assets measured at amortized cost	72.5	71.3	66.9	65.4	59.3	57.5
<b>Liabilities</b>						
Amounts due to banks	31.9	31.9	27.8	27.8	23.3	23.4
Payables from securities financing transactions measured at amortized cost	16.3	16.3	15.0	15.0	14.8	14.8
Cash collateral payables on derivative instruments	33.5	33.5	32.0	32.0	36.4	36.4
Customer deposits	804.7	805.5	747.5	748.2	749.5	750.0
Funding from UBS Group AG measured at amortized cost	113.0	117.2	111.5	115.3	107.9	112.5
Debt issued measured at amortized cost	107.5	107.9	98.3	98.7	101.1	102.7
Other financial liabilities measured at amortized cost <sup>1</sup>	14.9	14.9	15.6	15.6	17.9	17.9

<sup>1</sup> Excludes lease liabilities.

## Note 11 Derivative instruments

### a) Derivative instruments

	Derivative financial assets	Derivative financial liabilities	Notional values related to derivative financial assets and liabilities <sup>1</sup>	Other notional values <sup>2</sup>
<i>As of 30.6.25, USD bn</i>				
<b>Derivative financial instruments</b>				
Interest rate	38.6	33.6	3,687	18,031
Credit derivatives	3.2	3.4	132	
Foreign exchange	78.6	88.9	8,221	372
Equity / index	45.4	53.8	1,579	98
Commodities	4.3	3.5	174	19
Other <sup>3</sup>	0.6	0.7	168	
<b>Total derivative financial instruments, based on netting under IFRS Accounting Standards<sup>4</sup></b>	<b>170.6</b>	<b>183.9</b>	<b>13,961</b>	<b>18,519</b>
Further netting potential not recognized on the balance sheet <sup>5</sup>	(153.5)	(162.0)		
<i>of which: netting of recognized financial liabilities / assets</i>	(130.5)	(130.5)		
<i>of which: netting with collateral received / pledged</i>	(23.0)	(31.5)		
<b>Total derivative financial instruments, after consideration of further netting potential</b>	<b>17.1</b>	<b>21.9</b>		

*As of 31.3.25, USD bn*

<b>Derivative financial instruments</b>				
Interest rate	39.0	34.2	3,722	18,048
Credit derivatives	3.2	3.6	173	
Foreign exchange	49.6	51.2	7,255	294
Equity / index	40.9	48.0	1,419	104
Commodities	5.0	4.2	180	19
Other <sup>3</sup>	0.9	1.1	178	
<b>Total derivative financial instruments, based on netting under IFRS Accounting Standards<sup>4</sup></b>	<b>138.6</b>	<b>142.2</b>	<b>12,927</b>	<b>18,465</b>
Further netting potential not recognized on the balance sheet <sup>5</sup>	(123.2)	(127.9)		
<i>of which: netting of recognized financial liabilities / assets</i>	(100.9)	(100.9)		
<i>of which: netting with collateral received / pledged</i>	(22.3)	(27.0)		
<b>Total derivative financial instruments, after consideration of further netting potential</b>	<b>15.4</b>	<b>14.4</b>		

*As of 31.12.24, USD bn*

<b>Derivative financial instruments</b>				
Interest rate	42.1	36.6	3,650	16,844
Credit derivatives	3.1	3.7	144	
Foreign exchange	101.1	94.6	7,216	269
Equity / index	36.9	42.7	1,365	93
Commodities	2.6	2.2	155	17
Other <sup>3</sup>	0.6	0.8	87	
<b>Total derivative financial instruments, based on netting under IFRS Accounting Standards<sup>4</sup></b>	<b>186.4</b>	<b>180.7</b>	<b>12,617</b>	<b>17,223</b>
Further netting potential not recognized on the balance sheet <sup>5</sup>	(162.6)	(166.4)		
<i>of which: netting of recognized financial liabilities / assets</i>	(135.6)	(135.6)		
<i>of which: netting with collateral received / pledged</i>	(27.1)	(30.8)		
<b>Total derivative financial instruments, after consideration of further netting potential</b>	<b>23.8</b>	<b>14.3</b>		

<sup>1</sup> In cases where derivative financial instruments are presented on a net basis on the balance sheet, the respective notional values of the netted derivative financial instruments are still presented on a gross basis. Notional amounts of client-cleared ETD and OTC transactions through central clearing counterparties are not disclosed, as they have a significantly different risk profile. <sup>2</sup> Other notional values relate to derivatives that are cleared through either a central counterparty or an exchange and settled on a daily basis. The fair value of these derivatives is presented on the balance sheet within Cash collateral receivables on derivative instruments and Cash collateral payables on derivative instruments. <sup>3</sup> Includes Loan commitments measured at FVTPL, as well as unsettled purchases and sales of non-derivative financial instruments for which the changes in the fair value between trade date and settlement date are recognized as derivative financial instruments. <sup>4</sup> Financial assets and liabilities are presented net on the balance sheet if UBS AG has the unconditional and legally enforceable right to offset the recognized amounts, both in the normal course of business and in the event of default, bankruptcy or insolvency of UBS AG or its counterparties, and intends either to settle on a net basis or to realize the asset and settle the liability simultaneously. Refer to "Note 22 Offsetting financial assets and financial liabilities" in the "Consolidated financial statements" section of the UBS AG Annual Report 2024 for more information. <sup>5</sup> Reflects the netting potential in accordance with enforceable master netting and similar arrangements where not all criteria for a net presentation on the balance sheet have been met. Refer to "Note 22 Offsetting financial assets and financial liabilities" in the "Consolidated financial statements" section of the UBS AG Annual Report 2024 for more information.

### b) Cash collateral on derivative instruments

USD bn	Receivables 30.6.25	Payables 30.6.25	Receivables 31.3.25	Payables 31.3.25	Receivables 31.12.24	Payables 31.12.24
<b>Cash collateral on derivative instruments, based on netting under IFRS Accounting Standards<sup>1</sup></b>						
Cash collateral on derivative instruments, based on netting under IFRS Accounting Standards <sup>1</sup>	45.5	33.5	39.0	32.0	44.0	36.4
Further netting potential not recognized on the balance sheet <sup>2</sup>	(29.2)	(17.5)	(24.3)	(17.1)	(28.3)	(22.6)
<i>of which: netting of recognized financial liabilities / assets</i>	(27.3)	(15.5)	(22.2)	(15.0)	(25.9)	(20.2)
<i>of which: netting with collateral received / pledged</i>	(2.0)	(2.0)	(2.1)	(2.1)	(2.4)	(2.4)
<b>Cash collateral on derivative instruments, after consideration of further netting potential</b>	<b>16.2</b>	<b>16.0</b>	<b>14.7</b>	<b>14.9</b>	<b>15.7</b>	<b>13.8</b>

<sup>1</sup> Financial assets and liabilities are presented net on the balance sheet if UBS AG has the unconditional and legally enforceable right to offset the recognized amounts, both in the normal course of business and in the event of default, bankruptcy or insolvency of UBS AG or its counterparties, and intends either to settle on a net basis or to realize the asset and settle the liability simultaneously. <sup>2</sup> Reflects the netting potential in accordance with enforceable master netting and similar arrangements where not all criteria for a net presentation on the balance sheet have been met. Refer to "Note 22 Offsetting financial assets and financial liabilities" in the "Consolidated financial statements" section of the UBS AG Annual Report 2024 for more information.

## Note 12 Other assets and liabilities

### a) Other financial assets measured at amortized cost

USD m	30.6.25	31.3.25	31.12.24
Debt securities	52,642	48,095	41,583
Loans to financial advisors	2,682	2,738	2,723
Fee- and commission-related receivables	2,716	2,493	2,231
Finance lease receivables	6,811	6,104	5,934
Settlement and clearing accounts	457	444	430
Accrued interest income	2,195	2,127	2,196
Other <sup>1</sup>	5,043	4,864	4,182
<b>Total other financial assets measured at amortized cost</b>	<b>72,546</b>	<b>66,864</b>	<b>59,279</b>

<sup>1</sup> Predominantly includes cash collateral provided to exchanges and clearing houses to secure securities trading activity through those counterparties.

### b) Other non-financial assets

USD m	30.6.25	31.3.25	31.12.24
Precious metals and other physical commodities	9,465	7,623	7,341
Deposits and collateral provided in connection with litigation, regulatory and similar matters <sup>1</sup>	2,132	2,012	1,946
Prepaid expenses	1,271	1,285	1,194
Current tax assets	1,347	1,410	1,504
VAT, withholding tax and other tax receivables	974	816	1,129
Properties and other non-current assets held for sale	186	189	195
Assets of disposal groups held for sale <sup>2</sup>			1,823
Other	1,708	1,799	2,149
<b>Total other non-financial assets</b>	<b>17,082</b>	<b>15,134</b>	<b>17,282</b>

<sup>1</sup> Refer to Note 16 for more information. <sup>2</sup> Refer to Note 6 for more information about the sale of Select Portfolio Servicing.

### c) Other financial liabilities measured at amortized cost

USD m	30.6.25	31.3.25	31.12.24
Other accrued expenses	2,607	2,646	2,732
Accrued interest expenses	5,317	4,910	5,862
Settlement and clearing accounts	1,892	2,193	1,925
Lease liabilities	3,631	3,824	3,871
Other	5,081	5,849	7,372
<b>Total other financial liabilities measured at amortized cost</b>	<b>18,528</b>	<b>19,421</b>	<b>21,762</b>

### d) Other financial liabilities designated at fair value

USD m	30.6.25	31.3.25	31.12.24
Financial liabilities related to unit-linked investment contracts	19,669	17,528	17,203
Securities financing transactions	4,699	4,093	5,798
Over-the-counter debt instruments and other	5,043	5,613	5,698
Funding from UBS Group AG <sup>1</sup>	6,119	5,557	5,342
<b>Total other financial liabilities designated at fair value</b>	<b>35,529</b>	<b>32,792</b>	<b>34,041</b>

<sup>1</sup> Funding from UBS Group AG consists of subordinated debt of UBS AG and its subsidiaries toward UBS Group AG. Subordinated debt consists of unsecured debt obligations that are contractually subordinated in right of payment to all other present and future non-subordinated obligations of the respective issuing entity.

### e) Other non-financial liabilities

USD m	30.6.25	31.3.25	31.12.24
Compensation-related liabilities	5,501	4,460	6,897
of which: <i>net defined benefit liability</i>	739	704	691
Current tax liabilities	934	1,697	1,536
Deferred tax liabilities	322	303	283
VAT, withholding tax and other tax payables	914	888	1,067
Deferred income	639	596	614
Liabilities of disposal groups held for sale <sup>1</sup>			1,212
Other	119	80	304
<b>Total other non-financial liabilities</b>	<b>8,429</b>	<b>8,024</b>	<b>11,911</b>

<sup>1</sup> Refer to Note 6 for more information about the sale of Select Portfolio Servicing.

## Note 13 Funding from UBS Group AG measured at amortized cost

### Funding from UBS Group AG measured at amortized cost

USD m	30.6.25	31.3.25	31.12.24
Debt contributing to total loss-absorbing capacity (TLAC)	87,555	88,236	87,036
Debt eligible as high-trigger loss-absorbing additional tier 1 capital instruments <sup>1</sup>	18,656	18,325	14,585
Debt eligible as low-trigger loss-absorbing additional tier 1 capital instruments			1,245
Other <sup>2</sup>	6,789	4,895	5,051
<b>Total funding from UBS Group AG measured at amortized cost<sup>3,4</sup></b>	<b>113,000</b>	<b>111,457</b>	<b>107,918</b>

<sup>1</sup> For 30 June 2025, includes USD 10.2bn (31 March 2025: USD 10.1bn; 31 December 2024: USD 6.9bn) that is, upon the occurrence of a trigger event or a viability event, subject to conversion into ordinary UBS shares. <sup>2</sup> Includes debt no longer eligible as TLAC having a residual maturity of less than one year and high-trigger loss-absorbing additional tier 1 capital instruments that ceased to be eligible when UBS Group AG issued notice of redemption. <sup>3</sup> Consists of subordinated debt of UBS AG and its subsidiaries toward UBS Group AG. Subordinated debt consists of unsecured debt obligations that are contractually subordinated in right of payment to all other present and future non-subordinated obligations of the respective issuing entity. <sup>4</sup> UBS AG has also recognized funding from UBS Group AG that is designated at fair value. Refer to Note 12d for more information.

## Note 14 Debt issued designated at fair value

### Debt issued designated at fair value

USD m	30.6.25	31.3.25	31.12.24
Equity-linked <sup>1</sup>	59,645	57,151	54,069
Rates-linked	23,607	23,778	23,641
Credit-linked	4,197	5,354	5,225
Fixed-rate	15,027	15,178	14,250
Commodity-linked	3,140	3,462	3,592
Other	2,636	2,470	1,789
<b>Total debt issued designated at fair value<sup>2</sup></b>	<b>108,252</b>	<b>107,393</b>	<b>102,567</b>
of which: issued by UBS AG standalone with original maturity greater than one year <sup>3</sup>	89,883	85,588	82,491
of which: issued by Credit Suisse International standalone with original maturity greater than one year <sup>3</sup>	2	110	96

<sup>1</sup> Includes investment fund unit-linked instruments issued. <sup>2</sup> As of 30 June 2025, 100% of Total debt issued designated at fair value was unsecured (31 March 2025: 100% and 31 December 2024: 100%).

<sup>3</sup> Based on original contractual maturity without considering any early redemption features.

## Note 15 Debt issued measured at amortized cost

### Debt issued measured at amortized cost

USD m	30.6.25	31.3.25	31.12.24
<b>Short-term debt<sup>1</sup></b>	<b>35,306</b>	<b>30,582</b>	<b>30,509</b>
Senior unsecured debt	29,414	30,106	33,416
of which: issued by UBS AG standalone with original maturity greater than one year	29,370	30,071	32,621
Covered bonds	11,479	9,089	8,814
Subordinated debt	673	676	689
of which: eligible as non-Basel III-compliant tier 2 capital instruments	196	205	207
Debt issued through the Swiss central mortgage institutions	30,158	27,378	27,251
Other long-term debt	476	429	424
<b>Long-term debt<sup>2</sup></b>	<b>72,199</b>	<b>67,677</b>	<b>70,595</b>
<b>Total debt issued measured at amortized cost<sup>3,4</sup></b>	<b>107,505</b>	<b>98,259</b>	<b>101,104</b>

<sup>1</sup> Debt with an original contractual maturity of less than one year, includes mainly certificates of deposit and commercial paper. <sup>2</sup> Debt with an original contractual maturity greater than or equal to one year. The classification of debt issued into short-term and long-term does not consider any early redemption features. <sup>3</sup> Net of bifurcated embedded derivatives, the fair value of which was not material for the periods presented. <sup>4</sup> Except for Covered bonds (100% secured), Debt issued through the Swiss central mortgage institutions (100% secured) and Other long-term debt (93% secured), 100% of the balance was unsecured as of 30 June 2025.

## Note 16 Provisions and contingent liabilities

### a) Provisions

The table below presents an overview of total provisions.

#### Overview of total provisions

USD m	30.6.25	31.3.25	31.12.24
Provisions other than provisions for expected credit losses	4,666	5,146	4,799
Provisions for expected credit losses <sup>1</sup>	415	348	332
<b>Total provisions</b>	<b>5,082</b>	<b>5,495</b>	<b>5,131</b>

<sup>1</sup> Refer to Note 9c for more information about ECL provisions recognized for off-balance sheet financial instruments and credit lines.

The table below presents additional information for provisions other than provisions for expected credit losses.

#### Additional information for provisions other than provisions for expected credit losses

USD m	Litigation, regulatory and similar matters <sup>1</sup>	Restructuring <sup>2</sup>	Real estate <sup>3</sup>	Other <sup>4</sup>	Total
<b>Balance as of 31 December 2024</b>	<b>3,598</b>	<b>699</b>	<b>224</b>	<b>278</b>	<b>4,799</b>
<b>Balance as of 31 March 2025</b>	<b>3,848</b>	<b>781</b>	<b>223</b>	<b>294</b>	<b>5,146</b>
Increase in provisions recognized in the income statement	299 <sup>5</sup>	284	0	30	613
Release of provisions recognized in the income statement	(137)	(169)	(2)	(21)	(330)
Provisions used in conformity with designated purpose	(703) <sup>6</sup>	(258)	(5)	(30)	(996)
Foreign currency translation and other movements	139	45	24	24	232
<b>Balance as of 30 June 2025</b>	<b>3,446</b>	<b>684</b>	<b>240</b>	<b>296</b>	<b>4,666</b>

<sup>1</sup> Consists of provisions for losses resulting from legal, liability and compliance risks. <sup>2</sup> Includes USD 265m of provisions for onerous contracts related to real estate as of 30 June 2025 (31 March 2025: USD 374m; 31 December 2024: USD 383m); USD 363m of personnel-related restructuring provisions as of 30 June 2025 (31 March 2025: USD 342m; 31 December 2024: USD 262m) and USD 55m of provisions for onerous contracts related to technology as of 30 June 2025 (31 March 2025: USD 66m; 31 December 2024: USD 54m). <sup>3</sup> Mainly includes provisions for reinstatement costs with respect to leased properties. <sup>4</sup> Mainly includes provisions related to employee benefits, VAT and operational risks. <sup>5</sup> Includes a new provision for the estimated costs associated with UBS AG's ongoing obligations as described in item 1 of section b) of this Note. <sup>6</sup> Mainly includes provisions used for the resolution reached with the US Department of Justice in the second quarter of 2025 as described in item 1 of section b) of this Note.

Information about provisions and contingent liabilities in respect of litigation, regulatory and similar matters, as a class, is included in Note 16b. There are no material contingent liabilities associated with the other classes of provisions.

### b) Litigation, regulatory and similar matters

UBS operates in a legal and regulatory environment that exposes it to significant litigation and similar risks arising from disputes and regulatory proceedings. As a result, UBS is involved in various disputes and legal proceedings, including litigation, arbitration, and regulatory and criminal investigations. "UBS", "we" and "our", for purposes of this Note, refer to UBS AG and / or one or more of its subsidiaries, as applicable.

Such matters are subject to many uncertainties, and the outcome and the timing of resolution are often difficult to predict, particularly in the earlier stages of a case. There are also situations where UBS may enter into a settlement agreement. This may occur in order to avoid the expense, management distraction or reputational implications of continuing to contest liability, even for those matters for which UBS believes it should be exonerated. The uncertainties inherent in all such matters affect the amount and timing of any potential outflows for both matters with respect to which provisions have been established and other contingent liabilities. UBS makes provisions for such matters brought against it when, in the opinion of management after seeking legal advice, it is more likely than not that UBS has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required, and the amount can be reliably estimated. Where these factors are otherwise satisfied, a provision may be established for claims that have not yet been asserted against UBS, but are nevertheless expected to be, based on UBS's experience with similar asserted claims. If any of those conditions is not met, such matters result in contingent liabilities. If the amount of an obligation cannot be reliably estimated, a liability exists that is not recognized even if an outflow of resources is probable. Accordingly, no provision is established even if the potential outflow of resources with respect to such matters could be significant. Developments relating to a matter that occur after the relevant reporting period, but prior to the issuance of financial statements, which affect management's assessment of the provision for such matter (because, for example, the developments provide evidence of conditions that existed at the end of the reporting period), are adjusting events after the reporting period under IAS 10 and must be recognized in the financial statements for the reporting period.

Specific litigation, regulatory and other matters are described below, including all such matters that management considers to be material and others that management believes to be of significance to UBS due to potential financial, reputational and other effects. The amount of damages claimed, the size of a transaction or other information is provided where available and appropriate in order to assist users in considering the magnitude of potential exposures.

## Note 16 Provisions and contingent liabilities (continued)

In the case of certain matters below, we state that we have established a provision, and for the other matters, we make no such statement. When we make this statement and we expect disclosure of the amount of a provision to prejudice seriously our position with other parties in the matter because it would reveal what UBS believes to be the probable and reliably estimable outflow, we do not disclose that amount. In some cases we are subject to confidentiality obligations that preclude such disclosure. With respect to the matters for which we do not state whether we have established a provision, either: (a) we have not established a provision; or (b) we have established a provision but expect disclosure of that fact to prejudice seriously our position with other parties in the matter because it would reveal the fact that UBS believes an outflow of resources to be probable and reliably estimable.

With respect to certain litigation, regulatory and similar matters for which we have established provisions, we are able to estimate the expected timing of outflows. However, the aggregate amount of the expected outflows for those matters for which we are able to estimate expected timing is immaterial relative to our current and expected levels of liquidity over the relevant time periods.

The aggregate amount provisioned for litigation, regulatory and similar matters as a class is disclosed in the "Provisions" table in Note 16a above. UBS provides below an estimate of the aggregate liability for its litigation, regulatory and similar matters as a class of contingent liabilities. Estimates of contingent liabilities are inherently imprecise and uncertain as these estimates require UBS to make speculative legal assessments as to claims and proceedings that involve unique fact patterns or novel legal theories, that have not yet been initiated or are at early stages of adjudication, or as to which alleged damages have not been quantified by the claimants. Taking into account these uncertainties and the other factors described herein, UBS estimates the future losses that could arise from litigation, regulatory and similar matters disclosed below for which an estimate is possible, that are not covered by existing provisions are in the range of USD 0bn to USD 3.1bn.

Litigation, regulatory and similar matters may also result in non-monetary penalties and consequences. A guilty plea to, or conviction of, a crime could have material consequences for UBS. Resolution of regulatory proceedings may require UBS to obtain waivers of regulatory disqualifications to maintain certain operations, may entitle regulatory authorities to limit, suspend or terminate licenses and regulatory authorizations, and may permit financial market utilities to limit, suspend or terminate UBS's participation in such utilities. Failure to obtain such waivers, or any limitation, suspension or termination of licenses, authorizations or participations, could have material consequences for UBS.

### Provisions for litigation, regulatory and similar matters, by business division and in Group Items<sup>1</sup>

USD m	Global Wealth Management	Personal & Corporate Banking	Asset Management	Investment Bank	Non-core and Legacy	Group Items	UBS AG
<b>Balance as of 31 December 2024</b>	1,271	147	1	266	1,779	135	<b>3,598</b>
<b>Balance as of 31 March 2025</b>	1,318	153	0	293	1,878	205	<b>3,848</b>
Increase in provisions recognized in the income statement	16	0	0	12	270 <sup>2</sup>	2	<b>299</b>
Release of provisions recognized in the income statement	(2)	0	0	(3)	(132)	0	<b>(137)</b>
Provisions used in conformity with designated purpose	(15)	0	0	(11)	(673) <sup>3</sup>	(4)	<b>(703)</b>
Foreign currency translation and other movements	98	14	0	17	10	0	<b>139</b>
<b>Balance as of 30 June 2025</b>	<b>1,415</b>	<b>167</b>	<b>0</b>	<b>308</b>	<b>1,353</b>	<b>202</b>	<b>3,446</b>

<sup>1</sup> Provisions, if any, for the matters described in items 2 and 9 of this Note are recorded in Global Wealth Management. Provisions, if any, for the matters described in items 4, 5, 6, 7 and 8 of this Note are recorded in Non-core and Legacy. Provisions, if any, for the matters described in item 1 of this Note are allocated between Global Wealth Management, Personal & Corporate Banking and Non-core and Legacy. Provisions, if any, for the matters described in item 3 of this Note are allocated between the Investment Bank, Non-core and Legacy and Group Items. Provisions, if any, for the matters described in item 10 of this Note are allocated between the Investment Bank and Non-core and Legacy. <sup>2</sup> Includes a new provision for the estimated costs of UBS AG's ongoing obligations with the US Department of Justice as described in item 1 of this Note.

<sup>3</sup> Mainly includes provisions used for the resolution reached with the US Department of Justice in the second quarter of 2025 as described in item 1 of this Note.

## Note 16 Provisions and contingent liabilities (continued)

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### 1. Inquiries regarding cross-border wealth management businesses

Tax and regulatory authorities in a number of countries have made inquiries, served requests for information or examined employees located in their respective jurisdictions relating to the cross-border wealth management services provided by UBS and other financial institutions. Credit Suisse offices in various locations, including the UK, the Netherlands, France and Belgium, have been contacted by regulatory and law enforcement authorities seeking records and information concerning investigations into Credit Suisse's historical private banking services on a cross-border basis and in part through its local branches and banks. The UK and French aspects of these issues have been closed. UBS is continuing to cooperate with the authorities.

Since 2013, UBS (France) S.A., UBS AG and certain former employees have been under investigation in France in relation to UBS's cross-border business with French clients. In connection with this investigation, the investigating judges ordered UBS AG to provide bail ("caution") of EUR 1.1bn.

In 2019, the court of first instance returned a verdict finding UBS AG guilty of unlawful solicitation of clients on French territory and aggravated laundering of the proceeds of tax fraud, and UBS (France) S.A. guilty of aiding and abetting unlawful solicitation and of laundering the proceeds of tax fraud. The court imposed fines aggregating EUR 3.7bn on UBS AG and UBS (France) S.A. and awarded EUR 800m of civil damages to the French state. A trial in the Paris Court of Appeal took place in March 2021. In December 2021, the Court of Appeal found UBS AG guilty of unlawful solicitation and aggravated laundering of the proceeds of tax fraud. The court ordered a fine of EUR 3.75m, the confiscation of EUR 1bn, and awarded civil damages to the French state of EUR 800m. UBS appealed the decision to the French Supreme Court. The Supreme Court rendered its judgment on 15 November 2023. It upheld the Court of Appeal's decision regarding unlawful solicitation and aggravated laundering of the proceeds of tax fraud, but overturned the confiscation of EUR 1bn, the penalty of EUR 3.75m and the EUR 800m of civil damages awarded to the French state. The case has been remanded to the Court of Appeal for a retrial regarding these overturned elements. The French state has reimbursed the EUR 800m of civil damages to UBS AG.

In May 2014, Credit Suisse AG entered into settlement agreements with the SEC, the Federal Reserve, and the New York Department of Financial Services and agreed with the US Department of Justice (the DOJ) to plead guilty to conspiring to aid and assist US taxpayers in filing false tax returns (the 2014 Plea Agreement). Credit Suisse continued to report to and cooperate with US authorities in accordance with its obligations under the 2014 Plea Agreement, including by conducting a review of cross-border services provided by Credit Suisse. In this connection, Credit Suisse provided information to US authorities regarding potentially undeclared US assets held by clients at Credit Suisse since the 2014 Plea Agreement. In May 2025, Credit Suisse Services AG entered into a plea agreement (the 2025 Plea Agreement) with the DOJ under which it agreed to plead guilty to one count of conspiracy to aid and assist in the preparation of false income tax returns relating to legacy Credit Suisse accounts booked in Credit Suisse's Swiss booking center, thereby settling the investigation into Credit Suisse's implementation of the 2014 Plea Agreement. In addition, Credit Suisse Services AG entered into a non-prosecution agreement with the DOJ (the 2025 NPA) relating to legacy Credit Suisse accounts booked in Credit Suisse's Singapore booking center. The 2025 Plea Agreement and the 2025 NPA provide for penalties, restitution and forfeiture of USD 511m in the aggregate. The 2025 Plea Agreement and the 2025 NPA include ongoing obligations of UBS to furnish information and cooperate with DOJ's investigations of legacy Credit Suisse accounts held by US persons in its Switzerland and Singapore booking centers and related accounts in other booking centers. In the second quarter of 2025, we recorded in our Non-core and Legacy division a USD 41m net increase in provisions, which included a new provision for the estimated costs of UBS's ongoing obligations with the DOJ.

Our balance sheet at 30 June 2025 reflected provisions in an amount that UBS believes to be appropriate under the applicable accounting standard. As in the case of other matters for which we have established provisions, the future outflow of resources in respect of such matters cannot be determined with certainty based on currently available information and accordingly may ultimately prove to be substantially greater (or may be less) than the provision that we have recognized.

## Note 16 Provisions and contingent liabilities (continued)

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### 2. Madoff

In relation to the Bernard L. Madoff Investment Securities LLC (BMIS) investment fraud, UBS AG, UBS (Luxembourg) S.A. (now UBS Europe SE, Luxembourg branch) and certain other UBS subsidiaries have been subject to inquiries by a number of regulators, including the Swiss Financial Market Supervisory Authority (FINMA) and the Luxembourg Commission de Surveillance du Secteur Financier. Those inquiries concerned two third-party funds established under Luxembourg law, substantially all assets of which were with BMIS, as well as certain funds established in offshore jurisdictions with either direct or indirect exposure to BMIS. These funds faced severe losses, and the Luxembourg funds are in liquidation. The documentation establishing both funds identifies UBS entities in various roles, including custodian, administrator, manager, distributor and promoter, and indicates that UBS employees serve as board members.

In 2009 and 2010, the liquidators of the two Luxembourg funds filed claims against UBS entities, non-UBS entities and certain individuals, including current and former UBS employees, seeking amounts totaling approximately EUR 2.1bn, which includes amounts that the funds may be held liable to pay the trustee for the liquidation of BMIS (BMIS Trustee).

A large number of alleged beneficiaries have filed claims against UBS entities (and non-UBS entities) for purported losses relating to the Madoff fraud. The majority of these cases have been filed in Luxembourg, where decisions that the claims in eight test cases were inadmissible have been affirmed by the Luxembourg Court of Appeal, and the Luxembourg Supreme Court has dismissed a further appeal in one of the test cases.

In the US, the BMIS Trustee filed claims against UBS entities, among others, in relation to the two Luxembourg funds and one of the offshore funds. The total amount claimed against all defendants in these actions was not less than USD 2bn. In 2014, the US Supreme Court rejected the BMIS Trustee's motion for leave to appeal decisions, dismissing all claims against UBS defendants except those for the recovery of approximately USD 125m of payments alleged to be fraudulent conveyances and preference payments. Similar claims have been filed against Credit Suisse entities seeking to recover redemption payments. In 2016, the bankruptcy court dismissed these claims against the UBS entities and most of the Credit Suisse entities. In 2019, the Court of Appeals reversed the dismissal of the BMIS Trustee's remaining claims. The cases were remanded to the Bankruptcy Court for further proceedings.

### 3. Foreign exchange, LIBOR and benchmark rates, and other trading practices

*Foreign-exchange-related regulatory matters:* Beginning in 2013, numerous authorities commenced investigations concerning possible manipulation of foreign exchange markets and precious metals prices. As a result of these investigations, UBS entered into resolutions with Swiss, US and UK regulators and the European Commission. UBS was granted conditional immunity by the Antitrust Division of the DOJ and by authorities in other jurisdictions in connection with potential competition law violations relating to foreign exchange and precious metals businesses. In December 2021, the European Commission issued a decision imposing a fine of EUR 83.3m on Credit Suisse entities based on findings of anticompetitive practices in the foreign exchange market. Credit Suisse appealed the decision to the European General Court and, in July 2025, the court issued a judgment reducing the fine to EUR 28.9m. The European Commission is permitted to appeal the decision. UBS received leniency and accordingly no fine was assessed.

*Foreign-exchange-related civil litigation:* Putative class actions have been filed since 2013 in US federal courts and in other jurisdictions against UBS, Credit Suisse and other banks on behalf of persons who engaged in foreign currency transactions with any of the defendant banks. UBS and Credit Suisse have resolved US federal court class actions relating to foreign currency transactions with the defendant banks and persons who transacted in foreign exchange futures contracts and options on such futures. Certain class members have excluded themselves from that settlement and filed individual actions in US and English courts against UBS, Credit Suisse and other banks, alleging violations of US and European competition laws and unjust enrichment. UBS, Credit Suisse and the other banks have resolved those individual matters. In addition, Credit Suisse and UBS, together with other financial institutions, were named in a consolidated putative class action in Israel, which made allegations similar to those made in the actions pursued in other jurisdictions. Credit Suisse and UBS entered into agreements to settle all claims in this action in April 2022 and February 2024, respectively. Credit Suisse's settlement received court approval and became final in May 2025. UBS's settlement remains subject to court approval.

## Note 16 Provisions and contingent liabilities (continued)

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*LIBOR and other benchmark-related regulatory matters:* Numerous government agencies conducted investigations regarding potential improper attempts by UBS, among others, to manipulate LIBOR and other benchmark rates at certain times. UBS and Credit Suisse reached settlements or otherwise concluded investigations relating to benchmark interest rates with the investigating authorities. UBS was granted conditional leniency or conditional immunity from authorities in certain jurisdictions, including the Antitrust Division of the DOJ and the Swiss Competition Commission (WEKO), in connection with potential antitrust or competition law violations related to certain rates. However, UBS has not reached a final settlement with WEKO, as the Secretariat of WEKO has asserted that UBS does not qualify for full immunity.

*LIBOR and other benchmark-related civil litigation:* A number of putative class actions and other actions are pending in the federal courts in New York against UBS and numerous other banks on behalf of parties who transacted in certain interest rate benchmark-based derivatives. Also pending in the US and in other jurisdictions are a number of other actions asserting losses related to various products whose interest rates were linked to LIBOR and other benchmarks, including adjustable rate mortgages, preferred and debt securities, bonds pledged as collateral, loans, depository accounts, investments and other interest-bearing instruments. The complaints allege manipulation, through various means, of certain benchmark interest rates, including USD LIBOR, Yen LIBOR, EURIBOR, CHF LIBOR, and GBP LIBOR and seek unspecified compensatory and other damages under various legal theories.

*USD LIBOR class and individual actions in the US:* Beginning in 2013, putative class actions were filed in US federal district courts (and subsequently consolidated in the US District Court for the Southern District of New York (SDNY)) by plaintiffs who engaged in over-the-counter instruments, exchange-traded Eurodollar futures and options, bonds or loans that referenced USD LIBOR. The complaints allege violations of antitrust law and the Commodities Exchange Act, as well breach of contract and unjust enrichment. Following various rulings by the SDNY and the Second Circuit dismissing certain of the causes of action and allowing others to proceed, one class action with respect to transactions in over-the-counter instruments and several actions brought by individual plaintiffs are proceeding in the district court. UBS and Credit Suisse have entered into settlement agreements in respect of the class actions relating to exchange-traded instruments, bonds and loans. These settlements have received final court approval and the actions have been dismissed as to UBS and Credit Suisse. In addition, an individual action was filed in federal court in California against UBS, Credit Suisse and numerous other banks alleging that the defendants conspired to fix the interest rate used as the basis for loans to consumers by jointly setting the USD ICE LIBOR rate and monopolized the market for LIBOR-based consumer loans and credit cards. The court dismissed the initial complaint and subsequently dismissed an amended complaint with prejudice; the US Court of Appeals for the Ninth Circuit affirmed the dismissal. In June 2025, the US Supreme Court denied plaintiffs' petition to challenge the decisions of the lower courts.

*Other benchmark class actions in the US:* The Yen LIBOR/Euroyen TIBOR, EURIBOR and GBP LIBOR actions have been dismissed. Plaintiffs have appealed the dismissals.

In January 2023, defendants moved to dismiss the complaint in the CHF LIBOR action. In 2023, the court approved a settlement by Credit Suisse of the claims against it in this matter.

*Government bonds:* In 2021, the European Commission issued a decision finding that UBS and six other banks breached European Union antitrust rules between 2007 and 2011 relating to European government bonds. The European Commission fined UBS EUR 172m, which amount was confirmed on appeal in March 2025. UBS has appealed to the European Court of Justice.

*Credit default swap auction litigation* – In June 2021, Credit Suisse, along with other banks and entities, was named in a putative class action filed in federal court in New Mexico alleging manipulation of credit default swap (CDS) final auction prices. Defendants filed a motion to enforce a previous CDS class action settlement in the SDNY. In January 2024, the SDNY ruled that, to the extent claims in the New Mexico action arise from conduct prior to 30 June 2014, those claims are barred by the SDNY settlement. The plaintiffs appealed and, in May 2025, the Second Circuit affirmed the SDNY decision.

With respect to additional matters and jurisdictions not encompassed by the settlements and orders referred to above, UBS's balance sheet at 30 June 2025 reflected a provision in an amount that UBS believes to be appropriate under the applicable accounting standard. As in the case of other matters for which we have established provisions, the future outflow of resources in respect of such matters cannot be determined with certainty based on currently available information and accordingly may ultimately prove to be substantially greater (or may be less) than the provision that we have recognized.

## Note 16 Provisions and contingent liabilities (continued)

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### 4. Mortgage-related matters

*Government and regulatory related matters: DOJ RMBS settlement* – In January 2017, Credit Suisse Securities (USA) LLC (CSS LLC) and its current and former US subsidiaries and US affiliates reached a settlement with the DOJ related to its legacy Residential Mortgage-Backed Securities (RMBS) business, a business conducted through 2007. The settlement resolved potential civil claims by the DOJ related to certain of those Credit Suisse entities' packaging, marketing, structuring, arrangement, underwriting, issuance and sale of RMBS. Pursuant to the terms of the settlement a civil monetary penalty was paid to the DOJ in January 2017. The settlement also required the Credit Suisse entities to provide certain levels of consumer relief measures, including affordable housing payments and loan forgiveness, and the DOJ and Credit Suisse agreed to the appointment of an independent monitor to oversee the completion of the consumer relief requirements of the settlement. In August 2025, CSS LLC entered into an agreement with the DOJ to resolve all of Credit Suisse's outstanding Consumer Relief Obligations under the 2017 settlement by paying USD 300m. UBS AG is fully provisioned for this settlement, which will not have a material effect on its financial statements for the third quarter of 2025.

*Civil litigation: Repurchase litigations* – Credit Suisse affiliates are defendants in various civil litigation matters related to their roles as issuer, sponsor, depositor, underwriter and/or servicer of RMBS transactions. These cases currently include repurchase actions by RMBS trusts and/or trustees, in which plaintiffs generally allege breached representations and warranties in respect of mortgage loans and failure to repurchase such mortgage loans as required under the applicable agreements. The amounts disclosed below do not reflect actual realized plaintiff losses to date. Unless otherwise stated, these amounts reflect the original unpaid principal balance amounts as alleged in these actions.

DLJ Mortgage Capital, Inc. (DLJ) is a defendant in New York State court in five actions: An action brought by Asset Backed Securities Corporation Home Equity Loan Trust, Series 2006-HE7 alleges damages of not less than USD 374m. In December 2023, the court granted in part DLJ's motion to dismiss, dismissing with prejudice all notice-based claims; the parties have appealed. An action by Home Equity Asset Trust, Series 2006-8, alleges damages of not less than USD 436m. An action by Home Equity Asset Trust 2007-1 alleges damages of not less than USD 420m. Following a non-jury trial, the court issued a decision in December 2024 that the plaintiff established liability relating to certain of the loans at issue, and in May 2025, the court awarded damages of approximately USD 66m plus interest and costs. The parties have appealed the decision on liability. An action by Home Equity Asset Trust 2007-2 alleges damages of not less than USD 495m. An action by CSMC Asset-Backed Trust 2007-NC1 does not allege a damages amount.

### 5. ATA litigation

Since November 2014, a series of lawsuits have been filed against a number of banks, including Credit Suisse, in the US District Court for the Eastern District of New York (EDNY) and the SDNY alleging claims under the United States Anti-Terrorism Act (ATA) and the Justice Against Sponsors of Terrorism Act. The plaintiffs in each of these lawsuits are, or are relatives of, victims of various terrorist attacks in Iraq and allege a conspiracy and/or aiding and abetting based on allegations that various international financial institutions, including the defendants, agreed to alter, falsify or omit information from payment messages that involved Iranian parties for the express purpose of concealing the Iranian parties' financial activities and transactions from detection by US authorities. The lawsuits allege that this conduct has made it possible for Iran to transfer funds to Hezbollah and other terrorist organizations actively engaged in harming US military personnel and civilians. In January 2023, the Second Circuit affirmed a September 2019 ruling by the EDNY granting defendants' motion to dismiss the first filed lawsuit. In October 2023, the US Supreme Court denied plaintiffs' petition for a writ of certiorari. In February 2024, plaintiffs filed a motion to vacate the judgment in the first filed lawsuit. Of the other seven cases, four are stayed, including one that was dismissed as to Credit Suisse and most of the bank defendants prior to entry of the stay, and in three cases defendants moved to dismiss plaintiffs' amended complaints.

## Note 16 Provisions and contingent liabilities (continued)

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### 6. Customer account matters

Several clients have claimed that a former relationship manager in Switzerland had exceeded his investment authority in the management of their portfolios, resulting in excessive concentrations of certain exposures and investment losses. Credit Suisse AG has investigated the claims, as well as transactions among the clients. Credit Suisse AG filed a criminal complaint against the former relationship manager with the Geneva Prosecutor's Office upon which the prosecutor initiated a criminal investigation. Several clients of the former relationship manager also filed criminal complaints with the Geneva Prosecutor's Office. In February 2018, the former relationship manager was sentenced to five years in prison by the Geneva criminal court for fraud, forgery and criminal mismanagement and ordered to pay damages of approximately USD 130m. On appeal, the Criminal Court of Appeals of Geneva and, subsequently, the Swiss Federal Supreme Court upheld the main findings of the Geneva criminal court.

Civil lawsuits have been initiated against Credit Suisse AG and / or certain affiliates in various jurisdictions, based on the findings established in the criminal proceedings against the former relationship manager.

In Singapore, in a now-concluded civil lawsuit, Credit Suisse Trust Limited was ordered to pay USD 461m, including interest and costs.

In Bermuda, in the civil lawsuit brought against Credit Suisse Life (Bermuda) Ltd., the Supreme Court of Bermuda issued a judgment awarding damages of USD 607.35m to the plaintiff. Credit Suisse Life (Bermuda) Ltd. appealed the decision. In June 2023, the Bermuda Court of Appeal confirmed the award and the Supreme Court of Bermuda's finding that Credit Suisse Life (Bermuda) Ltd. breached its contractual and fiduciary duties, but overturned the finding that Credit Suisse Life (Bermuda) Ltd. made fraudulent misrepresentations. In March 2024, Credit Suisse Life (Bermuda) Ltd. was granted leave to appeal the judgment to the Judicial Committee of the Privy Council and a hearing on the appeal was held in June 2025. The Bermuda Court of Appeal also ordered that the current stay continue pending determination of the appeal on the condition that the damages awarded, plus interest calculated at the Bermuda statutory rate of 3.5%, remain in the escrow account.

In Switzerland, certain civil lawsuits have been commenced against Credit Suisse AG in the Court of First Instance of Geneva since March 2023.

### 7. Mozambique matter

Credit Suisse was subject to investigations by regulatory and enforcement authorities, as well as civil litigation, regarding certain Credit Suisse entities' arrangement of loan financing to Mozambique state enterprises, Proindicus S.A. and Empresa Moçambicana de Atum S.A. (EMATUM), a distribution to private investors of loan participation notes (LPN) related to the EMATUM financing in September 2013, and certain Credit Suisse entities' subsequent role in arranging the exchange of those LPNs for Eurobonds issued by the Republic of Mozambique. In 2019, three former Credit Suisse employees pleaded guilty in the EDNY to accepting improper personal benefits in connection with financing transactions carried out with two Mozambique state enterprises.

In October 2021, Credit Suisse reached settlements with the DOJ, the US Securities and Exchange Commission (SEC), the UK Financial Conduct Authority (FCA) and FINMA to resolve inquiries by these agencies, including findings that Credit Suisse failed to appropriately organize and conduct its business with due skill and care, and manage risks. Credit Suisse Group AG entered into a three-year Deferred Prosecution Agreement (DPA) with the DOJ in connection with the criminal information charging Credit Suisse Group AG with conspiracy to commit wire fraud and Credit Suisse Securities (Europe) Limited (CSSEL) entered into a Plea Agreement and pleaded guilty to one count of conspiracy to violate the US federal wire fraud statute. Under the terms of the DPA, UBS Group AG (as successor to Credit Suisse Group AG) continued compliance enhancement and remediation efforts agreed by Credit Suisse, and undertake additional measures as outlined in the DPA. In January 2025, as permitted under the terms of the DPA, the DOJ elected to extend the term of the DPA by one year.

## Note 16 Provisions and contingent liabilities (continued)

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### 8. ETN-related litigation

*XIV litigation:* Since March 2018, three class action complaints were filed in the SDNY on behalf of a putative class of purchasers of VelocityShares Daily Inverse VIX Short-Term Exchange Traded Notes linked to the S&P 500 VIX Short-Term Futures Index (XIV ETNs). The complaints have been consolidated and asserts claims against Credit Suisse for violations of various anti-fraud and anti-manipulation provisions of US securities laws arising from a decline in the value of XIV ETNs in February 2018. On appeal from an order of the SDNY dismissing all claims, the Second Circuit issued an order that reinstated a portion of the claims. In decisions in March 2023 and February 2025, the court granted class certification for two of the three classes proposed by plaintiffs and denied class certification of the third proposed class.

### 9. Bulgarian former clients matter

In December 2020, the Swiss Office of the Attorney General brought charges against Credit Suisse AG and other parties concerning the diligence and controls applied to a historical relationship with Bulgarian former clients who are alleged to have laundered funds through Credit Suisse AG accounts. In June 2022, following a trial, Credit Suisse AG was convicted in the Swiss Federal Criminal Court of certain historical organizational inadequacies in its anti-money-laundering framework and ordered to pay a fine of CHF 2m. In addition, the court seized certain client assets in the amount of approximately CHF 12m and ordered Credit Suisse AG to pay a compensatory claim in the amount of approximately CHF 19m. Credit Suisse AG appealed the decision to the Swiss Federal Court of Appeals. Following the merger of UBS AG and Credit Suisse AG, UBS AG confirmed the appeal. In November 2024, the court issued a judgment that acquitted UBS AG and annulled the fine and compensatory claim ordered by the first instance court. In February 2025, the court affirmed the acquittal of UBS AG, and the Office of the Attorney General has appealed the judgment to the Swiss Federal Supreme Court. UBS has also appealed, limited to the issue whether a successor entity by merger can be criminally liable for acts of the predecessor entity.

### 10. Archegos

Credit Suisse and UBS have received requests for documents and information in connection with inquiries, investigations and/or actions relating to their relationships with Archegos Capital Management (Archegos), including from FINMA (assisted by a third party appointed by FINMA), the DOJ, the SEC, the US Federal Reserve, the US Commodity Futures Trading Commission (CFTC), the US Senate Banking Committee, the Prudential Regulation Authority (PRA), the FCA, the WEKO, the Hong Kong Competition Commission and other regulatory and governmental agencies. UBS is cooperating with the authorities in these matters. In July 2023, CSI and CSSEL entered into a settlement agreement with the PRA providing for the resolution of the PRA's investigation. Also in July 2023, FINMA issued a decree ordering remedial measures and the Federal Reserve Board issued an Order to Cease and Desist. Under the terms of the order, Credit Suisse paid a civil money penalty and agreed to undertake certain remedial measures relating to counterparty credit risk management, liquidity risk management and non-financial risk management, as well as enhancements to board oversight and governance. UBS Group, as the legal successor to Credit Suisse Group AG, is a party to the FINMA decree and Federal Reserve Board Cease and Desist Order.

Civil actions relating to Credit Suisse's relationship with Archegos have been filed against Credit Suisse and/or certain officers and directors, including claims for breaches of fiduciary duties.

## **Note 17 Supplemental guarantor information**

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In 2015, the Personal & Corporate Banking and Wealth Management businesses booked in Switzerland were transferred from UBS AG to UBS Switzerland AG through an asset transfer in accordance with the Swiss Merger Act. Under the terms of the asset transfer agreement, UBS Switzerland AG assumed joint liability for contractual obligations of UBS AG existing on the asset transfer date, including the full and unconditional guarantee of certain SEC-registered debt securities issued by UBS AG. The joint liability of UBS Switzerland AG for contractual obligations of UBS AG increased in the first half of 2025 by USD 0.1bn to USD 2.7bn as of 30 June 2025. The increase reflected foreign currency effects, partly offset by contractual maturities and fair value movements.

UBS AG, together with UBS Group AG, has fully and unconditionally guaranteed the outstanding SEC-registered debt securities of Credit Suisse (USA), LLC, which as of 30 June 2025 consisted of a single outstanding issuance with a balance of USD 742m maturing in July 2032. Credit Suisse (USA), LLC is an indirect, wholly owned subsidiary of UBS AG. UBS AG assumed Credit Suisse AG's obligations under the guarantee as of 31 May 2024 (i.e. the date of the merger). In accordance with the guarantee, if Credit Suisse (USA), LLC fails to make a timely payment under the agreements governing such debt securities, the holders of the debt securities may demand payment from either UBS Group AG or UBS AG, without first proceeding against Credit Suisse (USA), LLC.

# Comparison between UBS AG consolidated and UBS Group AG consolidated

The table below provides a comparison of selected financial and capital information of UBS AG consolidated and of UBS Group AG consolidated.

UBS AG and UBS Group AG both prepare consolidated financial statements in accordance with IFRS Accounting Standards. UBS Group AG has applied acquisition accounting as defined by IFRS 3, *Business Combinations*, to the acquisition of the Credit Suisse Group in 2023. The merger of UBS AG and Credit Suisse AG on 31 May 2024 has been accounted for as a business combination under common control, as defined in IFRS 3, using the historic carrying values of the assets and liabilities of Credit Suisse AG as at the date of the transaction (31 May 2024), determined under IFRS Accounting Standards. Therefore, differences exist between the accounting treatments applied at the UBS Group AG and UBS AG consolidated levels. There are also certain scope and presentation differences, as noted below.

- Refer to “Note 2 Accounting for the merger of UBS AG and Credit Suisse AG” in the “Consolidated financial statements” section of the UBS AG Annual Report 2024, available under “Annual reporting” at [ubs.com/investors](https://ubs.com/investors), for more information about the accounting for the merger of UBS AG and Credit Suisse AG

Assets, liabilities, revenues, operating expenses and tax expenses / (benefits) relating to UBS Group AG and its directly held subsidiaries, including UBS Business Solutions AG, are reflected in the consolidated financial statements of UBS Group AG but not in those of UBS AG. UBS AG’s assets, liabilities, revenues and operating expenses related to transactions with UBS Group AG and its directly held subsidiaries, including UBS Business Solutions AG and other shared services subsidiaries, are not subject to elimination in the UBS AG consolidated financial statements, but are eliminated in the UBS Group AG consolidated financial statements.

In the second quarter of 2025, UBS AG consolidated recognized a net profit of USD 1,198m, while UBS Group AG consolidated recognized a net profit of USD 2,402m. The USD 1,205m difference was mainly due to certain purchase price allocation (PPA) effects recognized at the UBS Group AG level upon the acquisition of the Credit Suisse Group. These resulted in net accretion income at the UBS Group AG level, net of tax effects, whereas UBS AG has not applied acquisition accounting and does not have the PPA effects or the corresponding net income. The PPA effects also resulted in net releases for litigation, regulatory and similar matters for UBS Group AG (while UBS AG incurred net expenses). Other differences in net profit mainly arise as UBS Business Solutions AG and other shared services subsidiaries of UBS Group AG charge other legal entities within the UBS AG consolidation scope a markup on costs incurred for services provided.

As of 30 June 2025, the total assets of UBS AG consolidated were USD 1.8bn higher than the total assets of UBS Group AG consolidated. The difference mainly reflected PPA effects recognized at the UBS Group AG level upon the acquisition of the Credit Suisse Group, partly offset by consolidation scope differences. The total liabilities of UBS AG consolidated were USD 3.3bn lower than the total liabilities of UBS Group AG, mainly due to consolidation scope differences and PPA effects.

The equity of UBS AG consolidated was USD 5.2bn higher than the equity of UBS Group AG consolidated as of 30 June 2025. This difference was mainly due to PPA effects of USD 3.6bn recognized at the UBS Group AG level upon the acquisition of the Credit Suisse Group that did not impact UBS AG consolidated, primarily related to loans and loan commitments measured at amortized cost and contingent liabilities recognized under IFRS 3 for litigation, as well as consolidation scope differences of USD 1.4bn. The difference in the equity between the two scopes decreased by USD 4.4bn in the second quarter of 2025, mainly driven by the higher dividend paid by UBS AG to UBS Group AG compared with the dividend distribution of UBS Group AG.

The going concern capital of UBS AG consolidated was USD 3.2bn lower than the going concern capital of UBS Group AG consolidated as of 30 June 2025, reflecting the common equity tier 1 (CET1) capital of UBS AG being lower by USD 2.9bn and going concern loss-absorbing additional tier 1 (AT1) capital being USD 0.4bn lower.

The USD 2.9bn lower CET1 capital of UBS AG consolidated was primarily due to a USD 12.9bn difference in dividend accruals between UBS AG and UBS Group AG, largely offset by UBS Group AG consolidated equity being USD 5.2bn lower, compensation-related regulatory capital accruals at the UBS Group AG level of USD 2.8bn, a capital reserve for expected future share repurchases of USD 2.0bn and a USD 0.5bn effect from eligible deferred tax assets on temporary differences.

The quarterly average liquidity coverage ratio (the LCR) of UBS AG consolidated was 2.9 percentage points lower than the quarterly average LCR of UBS Group AG consolidated. The difference mainly reflected the higher net cash outflows of UBS AG consolidated from intercompany deposits and loans that are not within the Group consolidation scope but are within the UBS AG consolidation scope.

The net stable funding ratio (NSFR) of UBS AG consolidated was 1.5 percentage points lower than the NSFR of UBS Group AG consolidated. The difference primarily reflected lower UBS AG consolidated eligible regulatory capital as compared to UBS Group AG consolidated.

#### Comparison between UBS AG consolidated and UBS Group AG consolidated

USD m, except where indicated	As of or for the quarter ended 30.6.25			As of or for the quarter ended 31.3.25			As of or for the quarter ended 31.12.24		
	UBS AG consolidated	UBS Group AG consolidated	Difference (absolute)	UBS AG consolidated	UBS Group AG consolidated	Difference (absolute)	UBS AG consolidated	UBS Group AG consolidated	Difference (absolute)
<b>Income statement</b>									
Total revenues	11,635	12,112	(477)	12,163	12,557	(393)	11,317	11,635	(318)
Credit loss expense / (release)	152	163	(11)	124	100	24	241	229	12
Operating expenses	10,621	9,756	865	10,701	10,324	377	11,017	10,359	658
Operating profit / (loss) before tax	862	2,193	(1,331)	1,339	2,132	(793)	59	1,047	(989)
Net profit / (loss)	1,198	2,402	(1,205)	1,035	1,702	(667)	(254)	779	(1,034)
<b>Balance sheet</b>									
Total assets	1,671,814	1,669,991	1,823	1,547,489	1,543,363	4,126	1,568,060	1,565,028	3,033
Total liabilities	1,576,960	1,580,292	(3,332)	1,450,367	1,455,773	(5,406)	1,473,394	1,479,454	(6,060)
Total equity	94,854	89,699	5,155	97,123	87,590	9,532	94,666	85,574	9,092
<b>Capital, liquidity and funding information</b>									
Common equity tier 1 capital	69,829	72,709	(2,880)	70,756	69,152	1,604	73,792	71,367	2,425
Going concern capital	88,485	91,721	(3,236)	89,081	87,837	1,244	89,623	87,739	1,884
Risk-weighted assets	498,327	504,500	(6,172)	481,539	483,276	(1,737)	495,110	498,538	(3,429)
Common equity tier 1 capital ratio (%)	14.0	14.4	(0.4)	14.7	14.3	0.4	14.9	14.3	0.6
Going concern capital ratio (%)	17.8	18.2	(0.4)	18.5	18.2	0.3	18.1	17.6	0.5
Total loss-absorbing capacity ratio (%)	36.5	37.9	(1.4)	38.0	38.7	(0.8)	36.7	37.2	(0.5)
Leverage ratio denominator	1,660,097	1,658,089	2,008	1,565,845	1,561,583	4,261	1,523,277	1,519,477	3,799
Common equity tier 1 leverage ratio (%)	4.2	4.4	(0.2)	4.5	4.4	0.1	4.8	4.7	0.1
Liquidity coverage ratio (%) <sup>1</sup>	179.4	182.3	(2.9)	180.3	181.0	(0.7)	186.1	188.4	(2.3)
Net stable funding ratio (%)	120.9	122.4	(1.5)	122.8	124.2	(1.4)	124.1	125.5	(1.4)

<sup>1</sup> The disclosed ratios represent quarterly averages for the quarters presented and are calculated based on an average of 61 data points in the second quarter of 2025, 62 data points in the first quarter of 2025 and 64 data points in the fourth quarter of 2024. Refer to the "Liquidity and funding management" section of the UBS Group second quarter 2025 report, available under "Quarterly reporting" at [ubs.com/investors](http://ubs.com/investors), for more information.

# Appendix

## Alternative performance measures

An alternative performance measure (an APM) is a financial measure of historical or future financial performance, financial position or cash flows other than a financial measure defined or specified in the applicable recognized accounting standards or in other applicable regulations. A number of APMs are reported in the discussion of the financial and operating performance of the external reports (annual, quarterly and other reports). APMs are used to provide a more complete picture of operating performance and to reflect management's view of the fundamental drivers of the business results. A definition of each APM, the method used to calculate it and the information content are presented in alphabetical order in the table below. These APMs may qualify as non-GAAP measures as defined by US Securities and Exchange Commission (SEC) regulations.

APM label	Calculation	Information content
<b>Cost / income ratio (%)</b>	Calculated as operating expenses divided by total revenues.	This measure provides information about the efficiency of the business by comparing operating expenses with total revenues.
<b>Cost of credit risk<sup>1</sup> (bps)</b>	Calculated as total credit loss expense / (release) (annualized for reporting periods shorter than 12 months) divided by the average balance of lending assets for the reporting period, expressed in basis points. Lending assets include the gross amounts of Amounts due from banks and Loans and advances to customers.	This measure provides information about the total credit loss expense / (release) incurred in relation to the average balance of gross lending assets for the period.
<b>Credit-impaired lending assets as a percentage of total lending assets, gross (%)</b>	Calculated as credit-impaired lending assets divided by total lending assets. Lending assets includes the gross amounts of Amounts due from banks and Loans and advances to customers. Credit-impaired lending assets refers to the sum of stage 3 and purchased credit-impaired positions.	This measure provides information about the proportion of credit-impaired lending assets in the overall portfolio of gross lending assets.
<b>Fee-generating assets (USD) – Global Wealth Management</b>	Calculated as the sum of discretionary and nondiscretionary wealth management portfolios (mandate volume) and assets where generated revenues are predominantly of a recurring nature, i.e. mainly investment, mutual, hedge and private-market funds where we have a distribution agreement, including client commitments into closed-ended private-market funds from the date that recurring fees are charged. Assets related to our Global Financial Intermediaries business are excluded, as are assets of sanctioned clients.	This measure provides information about the volume of invested assets that create a revenue stream, whether as a result of the nature of the contractual relationship with clients or through the fee structure of the asset. An increase in the level of fee-generating assets results in an increase in the associated revenue stream. Assets of sanctioned clients are excluded from fee-generating assets.
<b>Gross margin on invested assets<sup>1</sup> (bps) – Asset Management</b>	Calculated as total revenues (annualized for reporting periods shorter than 12 months) divided by average invested assets.	This measure provides information about the total revenues of the business in relation to invested assets.
<b>Impaired loan portfolio as a percentage of total loan portfolio, gross (%) – Global Wealth Management, Personal &amp; Corporate Banking</b>	Calculated as impaired loan portfolio divided by total gross loan portfolio.	This measure provides information about the proportion of impaired loan portfolio in the total gross loan portfolio.
<b>Integration-related expenses (USD)</b>	Generally include costs of internal staff and contractors substantially dedicated to integration activities, retention awards, redundancy costs, incremental expenses from the shortening of useful lives of property, equipment and software, and impairment charges relating to these assets. Classification as integration-related expenses does not affect the timing of recognition and measurement of those expenses or the presentation thereof in the income statement. Integration-related expenses incurred by Credit Suisse also included expenses associated with restructuring programs that existed prior to the acquisition.	This measure provides information about expenses that are temporary, incremental and directly related to the integration of Credit Suisse into UBS.

APM label	Calculation	Information content
<b>Invested assets (USD and CHF)</b> – Global Wealth Management, Personal & Corporate Banking, Asset Management	Calculated as the sum of managed fund assets, managed institutional assets, discretionary and advisory wealth management portfolios, fiduciary deposits, time deposits, savings accounts, and wealth management securities or brokerage accounts.	This measure provides information about the volume of client assets managed by or deposited with UBS for investment purposes.
<b>Net interest margin<sup>1</sup> (bps)</b> – Personal & Corporate Banking	Calculated as net interest income (annualized for reporting periods shorter than 12 months) divided by average loans.	This measure provides information about the profitability of the business by calculating the difference between the price charged for lending and the cost of funding, relative to loan value.
<b>Net new assets (USD)</b> – Global Wealth Management	Calculated as the net amount of inflows and outflows of invested assets (as defined in UBS policy) recorded during a specific period, plus interest and dividends. Excluded from the calculation are movements due to market performance, foreign exchange translation, fees, and the effects on invested assets of strategic decisions by UBS to exit markets or services.	This measure provides information about the development of invested assets during a specific period as a result of net new asset flows, plus the effect of interest and dividends.
<b>Net new assets growth rate (%)</b> – Global Wealth Management	Calculated as the net amount of inflows and outflows of invested assets (as defined in UBS policy) recorded during a specific period (annualized for reporting periods shorter than 12 months), plus interest and dividends, divided by total invested assets at the beginning of the period.	This measure provides information about the growth of invested assets during a specific period as a result of net new asset flows.
<b>Net new deposits (USD)</b> – Global Wealth Management	Calculated as the net amount of inflows and outflows of deposits recorded during a specific period. Deposits include customer deposits and customer brokerage payables. Excluded from the calculation are movements due to fair value measurement, foreign exchange translation, accrued interest and fees, as well as the effects on customer deposits of strategic decisions by UBS to exit markets or services.	This measure provides information about the development of deposits during a specific period as a result of net new deposit flows.
<b>Net new fee-generating assets (USD)</b> – Global Wealth Management	Calculated as the net amount of fee-generating asset inflows and outflows, including dividend and interest inflows into mandates and outflows from mandate fees paid by clients during a specific period. Excluded from the calculation are the effects on fee-generating assets of strategic decisions by UBS to exit markets or services.	This measure provides information about the development of fee-generating assets during a specific period as a result of net flows, excluding movements due to market performance and foreign exchange translation, as well as the effects on fee-generating assets of strategic decisions by UBS to exit markets or services.
<b>Net new loans (USD)</b> – Global Wealth Management	Calculated as the net amount of originations, drawdowns and repayments of loans recorded during a specific period. Loans include loans and advances to customers and customer brokerage receivables. Excluded from the calculation are allowances, movements due to fair value measurement and foreign exchange translation, as well as the effects on loans and advances to customers of strategic decisions by UBS to exit markets or services.	This measure provides information about the development of loans during a specific period as a result of net new loan flows.
<b>Net new money (USD)</b> – Global Wealth Management, Asset Management	Calculated as the net amount of inflows and outflows of invested assets (as defined in UBS policy) recorded during a specific period. Excluded from the calculation are movements due to market performance, foreign exchange translation, dividends, interest and fees, as well as the effects on invested assets of strategic decisions by UBS to exit markets or services. Net new money is not measured for Personal & Corporate Banking.	This measure provides information about the development of invested assets during a specific period as a result of net new money flows.
<b>Net profit growth (%)</b>	Calculated as the change in net profit attributable to shareholders from continuing operations between current and comparison periods divided by net profit attributable to shareholders from continuing operations of the comparison period.	This measure provides information about profit growth since the comparison period.
<b>Operating expenses (underlying) (USD)</b>	Calculated by adjusting operating expenses as reported in accordance with IFRS Accounting Standards for items that management believes are not representative of the underlying performance of the businesses.	This measure provides information about the amount of operating expenses, while excluding items that management believes are not representative of the underlying performance of the businesses.

APM label	Calculation	Information content
<b>Operating profit / (loss) before tax (underlying) (USD)</b>	Calculated by adjusting operating profit / (loss) before tax as reported in accordance with IFRS Accounting Standards for items that management believes are not representative of the underlying performance of the businesses.	This measure provides information about the amount of operating profit / (loss) before tax, while excluding items that management believes are not representative of the underlying performance of the businesses.
<b>Pre-tax profit growth (%) – Global Wealth Management, Personal &amp; Corporate Banking, Asset Management, the Investment Bank</b>	Calculated as the change in net profit before tax attributable to shareholders from continuing operations between current and comparison periods divided by net profit before tax attributable to shareholders from continuing operations of the comparison period.	This measure provides information about pre-tax profit growth since the comparison period.
<b>Pre-tax profit growth (underlying) (%) – Global Wealth Management, Personal &amp; Corporate Banking, Asset Management, the Investment Bank</b>	Calculated as the change in net profit before tax attributable to shareholders from continuing operations between current and comparison periods divided by net profit before tax attributable to shareholders from continuing operations of the comparison period. Net profit before tax attributable to shareholders from continuing operations excludes items that management believes are not representative of the underlying performance of the businesses and also excludes related tax impact.	This measure provides information about pre-tax profit growth since the comparison period, while excluding items that management believes are not representative of the underlying performance of the businesses.
<b>Recurring net fee income (USD and CHF) – Global Wealth Management, Personal &amp; Corporate Banking</b>	Calculated as the total of fees for services provided on an ongoing basis, such as portfolio management fees, asset-based investment fund fees and custody fees, which are generated on client assets, and administrative fees for accounts.	This measure provides information about the amount of recurring net fee income.
<b>Return on attributed equity<sup>1</sup> (%)</b>	Calculated as business division operating profit before tax (annualized for reporting periods shorter than 12 months) divided by average attributed equity.	This measure provides information about the profitability of the business divisions in relation to attributed equity.
<b>Return on common equity tier 1 capital<sup>1</sup> (%)</b>	Calculated as net profit attributable to shareholders (annualized for reporting periods shorter than 12 months) divided by average common equity tier 1 capital.	This measure provides information about the profitability of the business in relation to common equity tier 1 capital.
<b>Return on equity<sup>1</sup> (%)</b>	Calculated as net profit attributable to shareholders (annualized for reporting periods shorter than 12 months) divided by average equity attributable to shareholders.	This measure provides information about the profitability of the business in relation to equity.
<b>Return on tangible equity<sup>1</sup> (%)</b>	Calculated as net profit attributable to shareholders (annualized for reporting periods shorter than 12 months) divided by average equity attributable to shareholders less average goodwill and intangible assets.	This measure provides information about the profitability of the business in relation to tangible equity.
<b>Revenues over leverage ratio denominator, gross<sup>1</sup> (%)</b>	Calculated as total revenues (annualized for reporting periods shorter than 12 months) divided by the average leverage ratio denominator.	This measure provides information about the revenues of the business in relation to the leverage ratio denominator.
<b>Tangible book value per share (USD)</b>	Calculated as equity attributable to shareholders less goodwill and intangible assets divided by the number of shares outstanding.	This measure provides information about tangible net assets on a per-share basis.
<b>Total book value per share (USD)</b>	Calculated as equity attributable to shareholders divided by the number of shares outstanding.	This measure provides information about net assets on a per-share basis.
<b>Total revenues (underlying) (USD)</b>	Calculated by adjusting total revenues as reported in accordance with IFRS Accounting Standards for items that management believes are not representative of the underlying performance of the businesses.	This measure provides information about the amount of total revenues, while excluding items that management believes are not representative of the underlying performance of the businesses.
<b>Transaction-based income (USD and CHF) – Global Wealth Management, Personal &amp; Corporate Banking</b>	Calculated as the total of the non-recurring portion of net fee and commission income, mainly composed of brokerage and transaction-based investment fund fees, and credit card fees, as well as fees for payment and foreign-exchange transactions, together with other net income from financial instruments measured at fair value through profit or loss.	This measure provides information about the amount of the non-recurring portion of net fee and commission income, together with other net income from financial instruments measured at fair value through profit or loss.
<b>Underlying cost / income ratio (%)</b>	Calculated as underlying operating expenses (as defined above) divided by underlying total revenues (as defined above).	This measure provides information about the efficiency of the business by comparing operating expenses with total revenues, while excluding items that management believes are not representative of the underlying performance of the businesses.

APM label	Calculation	Information content
<b>Underlying net profit growth (%)</b>	Calculated as the change in net profit attributable to shareholders from continuing operations between current and comparison periods divided by net profit attributable to shareholders from continuing operations of the comparison period. Net profit attributable to shareholders from continuing operations excludes items that management believes are not representative of the underlying performance of the businesses and also excludes related tax impact.	This measure provides information about profit growth since the comparison period, while excluding items that management believes are not representative of the underlying performance of the businesses.
<b>Underlying return on attributed equity<sup>1</sup> (%)</b>	Calculated as underlying business division operating profit before tax (annualized for reporting periods shorter than 12 months) (as defined above) divided by average attributed equity.	This measure provides information about the profitability of the business divisions in relation to attributed equity, while excluding items that management believes are not representative of the underlying performance of the businesses.
<b>Underlying return on common equity tier 1 capital<sup>1</sup> (%)</b>	Calculated as net profit attributable to shareholders (annualized for reporting periods shorter than 12 months) divided by average common equity tier 1 capital. Net profit attributable to shareholders excludes items that management believes are not representative of the underlying performance of the businesses and also excludes related tax impact.	This measure provides information about the profitability of the business in relation to common equity tier 1 capital, while excluding items that management believes are not representative of the underlying performance of the businesses.
<b>Underlying return on tangible equity<sup>1</sup> (%)</b>	Calculated as net profit attributable to shareholders (annualized for reporting periods shorter than 12 months) divided by average equity attributable to shareholders less average goodwill and intangible assets. Net profit attributable to shareholders excludes items that management believes are not representative of the underlying performance of the businesses and also excludes related tax impact.	This measure provides information about the profitability of the business in relation to tangible equity, while excluding items that management believes are not representative of the underlying performance of the businesses.

<sup>1</sup> Profit or loss information for each of the second quarter of 2025 and the first quarter of 2025 is based entirely on consolidated data following the merger of UBS AG and Credit Suisse AG and for the purpose of the calculation of return measures has been annualized by multiplying such by four. Profit or loss information for the second quarter of 2024 is presented on a consolidated basis, including Credit Suisse AG data for one month (June 2024), and for the purpose of the calculation of return measures has been annualized multiplying such by four. Profit or loss information for the first six months of 2025 is based entirely on consolidated data following the merger of UBS AG and Credit Suisse AG and for the purpose of the calculation of return measures has been annualized by multiplying such by two. Profit or loss information for the first six months of 2024 is presented on a consolidated basis, including Credit Suisse AG data for one month (June 2024), and for the purpose of the calculation of return measures has been annualized by multiplying such by two.

This is a general list of the APMs used in our financial reporting. Not all of the APMs listed above may appear in this particular report.

## Abbreviations frequently used in our financial reports

<b>A</b>					
ABS	asset-backed securities	CRO	Chief Risk Officer	FRTB	Fundamental Review of the Trading Book
AG	Aktiengesellschaft	CST	combined stress test	FSB	Financial Stability Board
AGM	Annual General Meeting of shareholders	CUSIP	Committee on Uniform Security Identification Procedures	FTA	Swiss Federal Tax Administration
AI	artificial intelligence	CVA	credit valuation adjustment	FVA	funding valuation adjustment
A-IRB	advanced internal ratings-based	<b>D</b>		FVOCI	fair value through other comprehensive income
ALCO	Asset and Liability Committee	DBO	defined benefit obligation	FVTPL	fair value through profit or loss
AMA	advanced measurement approach	DCCP	Deferred Contingent Capital Plan	FX	foreign exchange
AML	anti-money laundering	DFAST	Dodd-Frank Act Stress Test		
AoA	Articles of Association	DM	discount margin	<b>G</b>	generally accepted accounting principles
APM	alternative performance measure	DOJ	US Department of Justice	GAAP	pound sterling
ARR	alternative reference rate	DTA	deferred tax asset	GBP	Group Compliance,
ARS	auction rate securities	DVA	debit valuation adjustment	GCRG	Regulatory and Governance
ASF	available stable funding	<b>E</b>			gross domestic product
AT1	additional tier 1	EAD	exposure at default	GDP	Group Executive Board
AuM	assets under management	EB	Executive Board	GEB	greenhouse gas
<b>B</b>		EC	European Commission	GIA	Group Internal Audit
BCBS	Basel Committee on Banking Supervision	ECB	European Central Bank	GRI	Global Reporting Initiative
BIS	Bank for International Settlements	ECL	expected credit loss	G-SIB	global systemically important bank
BoD	Board of Directors	EGM	Extraordinary General Meeting of shareholders	<b>H</b>	high-quality liquid assets
<b>C</b>		EIR	effective interest rate	HQLA	
CAO	Capital Adequacy Ordinance	EL	expected loss		
CCAR	Comprehensive Capital Analysis and Review	EMEA	Europe, Middle East and Africa		
CCF	credit conversion factor	EOP	Equity Ownership Plan		
CCP	central counterparty	EPS	earnings per share	<b>I</b>	Internal Audit
CCR	counterparty credit risk	ESG	environmental, social and governance	IA	International Accounting Standards
CCRC	Corporate Culture and Responsibility Committee	ETD	exchange-traded derivatives	IAS	Standards
CDS	credit default swap	ETF	exchange-traded fund	IASB	International Accounting Standards Board
CEO	Chief Executive Officer	EU	European Union	IBOR	interbank offered rate
CET1	common equity tier 1	EUR	euro	IFRIC	International Financial Reporting Interpretations Committee
CFO	Chief Financial Officer	EURIBOR	Euro Interbank Offered Rate		accounting standards issued by the IASB
CGU	cash-generating unit	EVE	economic value of equity		
CHF	Swiss franc	EY	Ernst & Young Ltd		
CIO	Chief Investment Office	<b>F</b>			
C&ORC	Compliance & Operational Risk Control	FCA	UK Financial Conduct Authority	Accounting Standards	internal ratings-based interest rate risk in the banking book
CRM	credit risk mitigation	FDIC	Federal Deposit Insurance Corporation	IRB	International Swaps and Derivatives Association
		FINMA	Swiss Financial Market Supervisory Authority	IRRBB	International Securities Identification Number
		FMIA	Swiss Financial Market Infrastructure Act	ISDA	
				ISIN	

## Abbreviations frequently used in our financial reports (continued)

<b>K</b>		<b>R</b>		<b>T</b>	
KRT	Key Risk Taker	RBC	risk-based capital	TBTF	too big to fail
		RbM	risk-based monitoring	TCFD	Task Force on Climate-related Financial Disclosures
<b>L</b>		REIT	real estate investment trust	TIBOR	Tokyo Interbank Offered Rate
LAS	liquidity-adjusted stress	RMBS	residential mortgage-backed securities	TLAC	total loss-absorbing capacity
LCR	liquidity coverage ratio	RnIV	risks not in VaR	TTC	through the cycle
LGD	loss given default	RoCET1	return on CET1 capital		
LIBOR	London Interbank Offered Rate	RoU	right-of-use	<b>U</b>	US dollar
LLC	limited liability company	rTSR	relative total shareholder return		
LoD	lines of defense	RWA	risk-weighted assets	<b>V</b>	value-at-risk
LRD	leverage ratio denominator			VaR	value added tax
LTIP	Long-Term Incentive Plan	<b>S</b>		VAT	
LTV	loan-to-value	SA	standardized approach or société anonyme		
<b>M</b>		SA-CCR	standardized approach for counterparty credit risk		
M&A	mergers and acquisitions	SAR	Special Administrative Region of the People's Republic of China		
MRT	Material Risk Taker	SDG	Sustainable Development Goal		
<b>N</b>		SEC	US Securities and Exchange Commission		
NII	net interest income	SFT	securities financing transaction		
NSFR	net stable funding ratio	SIBOR	Singapore Interbank Offered Rate		
NYSE	New York Stock Exchange	SICR	significant increase in credit risk		
<b>O</b>		SIX	SIX Swiss Exchange		
OCA	own credit adjustment	SME	small and medium-sized entities		
OCI	other comprehensive income	SMF	Senior Management Function		
OECD	Organisation for Economic Co-operation and Development	SNB	Swiss National Bank		
OTC	over-the-counter	SOR	Singapore Swap Offer Rate		
<b>P</b>		SPPI	solely payments of principal and interest		
PCI	purchased credit impaired	SRB	systemically relevant bank		
PD	probability of default	SVaR	stressed value-at-risk		
PIT	point in time				
PPA	purchase price allocation				
<b>Q</b>					
QCCP	qualifying central counterparty				

This is a general list of the abbreviations frequently used in our financial reporting. Not all of the listed abbreviations may appear in this particular report.

# Information sources

## Reporting publications

### Annual publications

*UBS AG Annual Report*: Published in English, this report provides descriptions of: the performance of UBS AG (consolidated); the strategy and performance of the business divisions and Group functions; risk, treasury and capital management; corporate governance; and financial information, including the financial statements.

*Compensation Report*: This report discusses the compensation framework and provides information about compensation for the Board of Directors and the Group Executive Board members. It is available in English and German ("Vergütungsbericht") and represents a component of the UBS Group Annual Report.

*Sustainability Report*: Published in English, the Sustainability Report provides disclosures on environmental, social and governance topics related to the UBS Group. It also provides certain disclosures related to diversity, equity and inclusion.

### Quarterly publications

*Quarterly financial report*: This report provides an update on performance and strategy (where applicable) for the respective quarter. It is available in English.

The annual and quarterly publications are available in .pdf and online formats at [ubs.com/investors](http://ubs.com/investors), under "Financial information". Printed copies, in any language, of the aforementioned annual publications are no longer provided.

## Other information

### Website

The "Investor Relations" website at [ubs.com/investors](http://ubs.com/investors) provides the following information about UBS: results-related news releases; financial information, including results-related filings with the US Securities and Exchange Commission (the SEC); information for shareholders, including UBS dividend and share repurchase program information, and for bondholders, including rating agencies reports; the corporate calendar; and presentations by management for investors and financial analysts. Information is available online in English, with some information also available in German.

### Results presentations

Quarterly results presentations are webcast live. Recordings of most presentations can be downloaded from [ubs.com/presentations](http://ubs.com/presentations).

### Messaging service

Email alerts to news about UBS can be subscribed for under "UBS News Alert" at [ubs.com/global/en/investor-relations/contact/investor-services.html](http://ubs.com/global/en/investor-relations/contact/investor-services.html). Messages are sent in English, German, French or Italian, with an option to select theme preferences for such alerts.

### Form 20-F and other submissions to the US Securities and Exchange Commission

UBS files periodic reports with and submits other information to the SEC. Principal among these filings is the annual report on Form 20-F, filed pursuant to the US Securities Exchange Act of 1934. The filing of Form 20-F is structured as a wraparound document. Most sections of the filing can be satisfied by referring to the UBS AG Annual Report. However, there is a small amount of additional information in Form 20-F that is not presented elsewhere and is particularly targeted at readers in the US. Readers are encouraged to refer to this additional disclosure. Any document that is filed with the SEC is available on the SEC's website: [sec.gov](http://sec.gov). Refer to [ubs.com/investors](http://ubs.com/investors) for more information.

**Cautionary statement regarding forward-looking statements** | This report contains statements that constitute "forward-looking statements", including but not limited to management's outlook for UBS's financial performance, statements relating to the anticipated effect of transactions and strategic initiatives on UBS's business and future development and goals or intentions to achieve climate, sustainability and other social objectives. While these forward-looking statements represent UBS's judgments, expectations and objectives concerning the matters described, a number of risks, uncertainties and other important factors could cause actual developments and results to differ materially from UBS's expectations. In particular, the global economy may suffer significant adverse effects from increasing political tensions between world powers, changes to international trade policies, including those related to tariffs and trade barriers, and ongoing conflicts in the Middle East, as well as the continuing Russia–Ukraine war. UBS's acquisition of the Credit Suisse Group has materially changed its outlook and strategic direction and introduced new operational challenges. The integration of the Credit Suisse entities into the UBS structure is expected to continue through 2026 and presents significant operational and execution risk, including the risks that UBS may be unable to achieve the cost reductions and business benefits contemplated by the transaction, that it may incur higher costs to execute the integration of Credit Suisse and that the acquired business may have greater risks or liabilities than expected. Following the failure of Credit Suisse, Switzerland is considering significant changes to its capital, resolution and regulatory regime, which, if adopted, would significantly increase our capital requirements or impose other costs on UBS. These factors create greater uncertainty about forward-looking statements. Other factors that may affect UBS's performance and ability to achieve its plans, outlook and other objectives also include, but are not limited to: (i) the degree to which UBS is successful in the execution of its strategic plans, including its cost reduction and efficiency initiatives and its ability to manage its levels of risk-weighted assets (RWA) and leverage ratio denominator (LRD), liquidity coverage ratio and other financial resources, including changes in RWA assets and liabilities arising from higher market volatility and the size of the combined Group; (ii) the degree to which UBS is successful in implementing changes to its businesses to meet changing market, regulatory and other conditions; (iii) inflation and interest rate volatility in major markets; (iv) developments in the macroeconomic climate and in the markets in which UBS operates or to which it is exposed, including movements in securities prices or liquidity, credit spreads, currency exchange rates, residential and commercial real estate markets, general economic conditions, and changes to national trade policies on the financial position or creditworthiness of UBS's clients and counterparties, as well as on client sentiment and levels of activity; (v) changes in the availability of capital and funding, including any adverse changes in UBS's credit spreads and credit ratings of UBS, as well as availability and cost of funding to meet requirements for debt eligible for total loss-absorbing capacity (TLAC); (vi) changes in central bank policies or the implementation of financial legislation and regulation in Switzerland, the US, the UK, the EU and other financial centers that have imposed, or resulted in, or may do so in the future, more stringent or entity-specific capital, TLAC, leverage ratio, net stable funding ratio, liquidity and funding requirements, heightened operational resilience requirements, incremental tax requirements, additional levies, limitations on permitted activities, constraints on remuneration, constraints on transfers of capital and liquidity and sharing of operational costs across the Group or other measures, and the effect these will or would have on UBS's business activities; (vii) UBS's ability to successfully implement resolvability and related regulatory requirements and the potential need to make further changes to the legal structure or booking model of UBS in response to legal and regulatory requirements including heightened requirements and expectations due to its acquisition of the Credit Suisse Group; (viii) UBS's ability to maintain and improve its systems and controls for complying with sanctions in a timely manner and for the detection and prevention of money laundering to meet evolving regulatory requirements and expectations, in particular in the current geopolitical turmoil; (ix) the uncertainty arising from domestic stresses in certain major economies; (x) changes in UBS's competitive position, including whether differences in regulatory capital and other requirements among the major financial centers adversely affect UBS's ability to compete in certain lines of business; (xi) changes in the standards of conduct applicable to its businesses that may result from new regulations or new enforcement of existing standards, including measures to impose new and enhanced duties when interacting with customers and in the execution and handling of customer transactions; (xii) the liability to which UBS may be exposed, or possible constraints or sanctions that regulatory authorities might impose on UBS, due to litigation, contractual claims and regulatory investigations, including the potential for disqualification from certain businesses, potentially large fines or monetary penalties, or the loss of licenses or privileges as a result of regulatory or other governmental sanctions, as well as the effect that litigation, regulatory and similar matters have on the operational risk component of its RWA; (xiii) UBS's ability to retain and attract the employees necessary to generate revenues and to manage, support and control its businesses, which may be affected by competitive factors; (xiv) changes in accounting or tax standards or policies, and determinations or interpretations affecting the recognition of gain or loss, the valuation of goodwill, the recognition of deferred tax assets and other matters; (xv) UBS's ability to implement new technologies and business methods, including digital services, artificial intelligence and other technologies, and ability to successfully compete with both existing and new financial service providers, some of which may not be regulated to the same extent; (xvi) limitations on the effectiveness of UBS's internal processes for risk management, risk control, measurement and modeling, and of financial models generally; (xvii) the occurrence of operational failures, such as fraud, misconduct, unauthorized trading, financial crime, cyberattacks, data leakage and systems failures, the risk of which is increased with persistently high levels of cyberattack threats; (xviii) restrictions on the ability of UBS Group AG, UBS AG and regulated subsidiaries of UBS AG to make payments or distributions, including due to restrictions on the ability of its subsidiaries to make loans or distributions, directly or indirectly, or, in the case of financial difficulties, due to the exercise by FINMA or the regulators of UBS's operations in other countries of their broad statutory powers in relation to protective measures, restructuring and liquidation proceedings; (xix) the degree to which changes in regulation, capital or legal structure, financial results or other factors may affect UBS's ability to maintain its stated capital return objective; (xx) uncertainty over the scope of actions that may be required by UBS, governments and others for UBS to achieve goals relating to climate, environmental and social matters, as well as the evolving nature of underlying science and industry and the increasing divergence among regulatory regimes; (xxi) the ability of UBS to access capital markets; (xxii) the ability of UBS to successfully recover from a disaster or other business continuity problem due to a hurricane, flood, earthquake, terrorist attack, war, conflict, pandemic, security breach, cyberattack, power loss, telecommunications failure or other natural or man-made event; and (xxiii) the effect that these or other factors or unanticipated events, including media reports and speculations, may have on its reputation and the additional consequences that this may have on its business and performance. 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