UBS AG

(Incorporated with limited liability in Switzerland)

acting through its London Branch

16,000,000 European Style Cash Settled Short Certificates expiring on 31 December 2024 relating to the Hang Seng Index Total Return Index with a Daily Leverage of -7x (the "Certificates")

- The terms set out in this Term Sheet are a summary of, and are subject to the terms and conditions (the "Conditions") set out in UBS AG (the "Issuer") acting through its London Branch's base listing document dated 28 June 2021 (the "Base Listing Document") and the supplemental listing document to be dated on or about 14 February 2022 (the "Supplemental Listing Document", together with the Base Listing Document, the "Listing Documents").
- The Supplemental Listing Document may specify terms which shall, to the extent so specified or to the extent inconsistent with the relevant terms of this Term Sheet, replace or modify the relevant terms for the purpose of this series of Certificates.
- If you are in any doubt on whether Certificates are suitable for you, you should consult your financial advisers or such other professional advisers to the extent that you consider necessary.
- Please read the Listing Documents and the risk factors stated in such Listing Documents and in this Term Sheet carefully. You should not invest in Certificates if you do not understand the risks or are not willing to assume the risks. For the purpose of section 309B(1) of the Securities and Futures Act (Chapter 289 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 products¹ and Specified Investment Products (SIPs)², and may only be sold to retail investors with enhanced safeguards, including an assessment of such investors' investment knowledge or experience.
- This Term Sheet 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 Certificates or other securities of the Issuer. This Term Sheet may not be distributed or circulated by you to any person other than in a manner which complies with the restrictions set out in the section entitled "Sales Restrictions" in the Base Listing Document.

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	A. TERMS OF T	THE ISSUE	
SGX Counter Full Name (SGX Stock Code)	SGX Counter Full Name: HSI 7xShortUB241231 SGX Stock Code: to be determined	Issue Size	16 million Certificates
Туре	European Style Cash Settled Short Certificates	Launch Date	7 February 2022
Index/Underlying	Hang Seng Index Total Return Index (RIC: .HSIDV)	Issue/Initial Settlement Date	14 February 2022
Index Sponsor	Hang Seng Indexes Company Limited	Expected Listing Date	15 February 2022
Calculation Agent	UBS AG acting through its London Branch	Expiry Date	31 December 2024 (if the Expiry Date is not a Business Day, then the
Reference Level ³	The closing level of the Index on 14 February 2022, which will be specified in the Supplemental Listing Document		Expiry Date shall fall on the preceding Business Day and subject
PR Index	Hang Seng Index as published on Thomson Reuters page .HSI or any successor page.		to adjustment of the Valuation Date upon the occurrence of Market Disruption Events as set out in the
Issue Price	SGD 1.20		Conditions of the Certificates)
Strike Level	Zero	Valuation Date	30 December 2024 or if such day is not an Index Business Day, the
Daily Leverage	-7x (within the Leverage Inverse Strategy as described in Appendix I)		immediately preceding Index Business Day.
Notional Amount per Certificate	SGD 1.20		

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

Key Terms Sheet for Structured Warrants to be issued by UBS AG, acting through its London Branch

² 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.

³ These figures are calculated as at, and based on information available to the Issuer on or about the Issue Date. 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 the Issue Date.

			The "Index Business Day" means a day on which the value of the Index is published by the Index Sponsor or, as the case may be, the successor Index Sponsor		
Management Fee (p.a.) ⁴	0.40%	Last Trading Date	The date falling 5 Business Days		
Gap Premium (p.a.)	4.20%, is a hedging cost against extreme market movements overnight.	East Trading Date	immediately preceding the Expiry Date, currently being 23 December 2024		
Stock Borrowing Cost ⁵	The annualised costs for borrowing stocks in order to take an inverse exposure on the Index.	Rebalancing Cost ⁵	The transaction costs (if applicable), computed as a function of leverage and daily inverse performance of the Index		
Board Lot	100 Certificates	Settlement Date	No later than five Business Days following the Expiry Date, currently being 8 January 2025		
Relevant Stock Exchange for the Certificates Relevant Stock Exchange for the Index	The Singapore Exchange Securities Trading Limited ("SGX-ST") The Stock Exchange of Hong Kong Limited ("HKEX")	Listing	Application will be made for the listing of, and permission to deal in, the Certificates on the SGX-ST and the issue of the Certificates is conditional upon listing being		
			granted		
Clearing System	The Central Depository (Pte) Limited ("CDP")	Warrant Agent	CDP		
Exercise	Automatic Exercise	Settlement Method	Cash Settlement		
Settlement Currency	Singapore Dollar ("SGD")	Reference Currency	Hong Kong Dollar (" HKD ")		
Business Day and Exchange Business Day Cash Settlement Amount	A "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. In respect of each Certificate, shall be a	Governing Law	Singapore law		
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⁴ Please note that the Management Fee 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 the section of the Supplemental Listing Document entitled "Fees and Charges" 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.

⁵ 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.

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subject to Bid and Offer Spread	10,000 Certificates
Last Trading Day for Market Making	The date falling 5 Exchange Business Days immediately preceding the Expiry Date.
Circumstances where a	The DMM may not provide quotations in the following circumstances: (i) during the pre-market opening and five minutes following the opening of the SGX-ST on any trading
Quote will/may not be provided	
	(xii) during the suspension of trading of Certificates after an Air Bag Mechanism has been triggered.

(ii) when the best bid price of the Certificate is above \$\$10:5% of the best bid price of the Certificate.

D. PRODUCT SUITABILITY

WHO IS THIS PRODUCT SUITABLE FOR?

Minimum

Ouantity 10,000 Certificates

- This product is <u>only</u> suitable for investors who believe that the level of the Index will fall and are seeking short-term leveraged inverse exposure to the Index. The Certificates are classified as Specified Investment Products (SIPs), and may only be sold to retail investors with enhanced safeguards, including an assessment of such investors' investment knowledge or experience.
- This product should be only considered for intraday trading and short term investment periods due to its leveraged inverse exposure and the daily compounding, which may lead to a performance different from 7 times the inverse performance of the Index over a period longer than one day.

You should consider carefully whether the Certificates are suitable for you in light of your experience, objectives, financial position and other relevant circumstances. The Certificates are not suitable for inexperienced investors.

Key Product Features

WHAT ARE YOU INVESTING IN?

- You are investing in the daily leveraged certificates, which are in the form of a zero-strike warrant, that provides you with a fixed leveraged return on the daily inverse performance of the Index, plus any costs or fees that may apply.
- The Certificates track the performance of the Leverage Inverse Strategy. This Leverage Inverse Strategy provides a return based on an inverse fixed daily leveraged return of the Index.
- As an example, the Certificates' daily performance will correspond to 7 times the inverse daily performance of the Index (excluding costs). If the Index falls by 1% compared to the previous closing level, the value of the Certificate will rise by 7% (excluding costs). If the Index rises by 1% compared to the previous closing level, the value of the Certificate will fall by 7% (excluding costs).

Floor level of the Leverage Inverse Strategy

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

Further Information

Please refer to the "Information relating to the Index" section in the Supplemental Listing Document, and the Issuer's website at http://dlc.ubs.com.

Inverse Leverage Mechanism

• The inverse leverage mechanism is designed to provide 7 times the inverse daily performance of the Index (excluding costs). The inverse exposure is obtained by a process equivalent to selling 7 times the Index and lending 8 times the cash (comprising the initial investment and 7 times the inverse exposure) at a rate determined according to the formula of the Leverage Inverse Strategy.

Calculation of the Cash Settlement Amount

In respect of each Certificate, shall be an amount (if positive) payable in the Settlement Currency equal to: the Notional Amount per Certificate times the Closing Level.

WHAT WOULD YOU GAIN OR LOSE IN DIFFERENT SITUATIONS?

• Best case scenario:

The level of the Index falls substantially resulting in a significant increase in the price of the Certificates. You would then sell the Certificates and realise a profit. The DMM is required to provide liquidity in the Certificates to ensure that there will generally be a market price available for the purchase and sale of the Certificates.

• Worst case scenario:

If you buy the Certificates and the level of the Index increases sharply, the value of the Certificates will decrease by a multiple of the aforementioned increase in the level of the Index, and you may lose your entire investment.

Please refer to Appendix II below for an illustration on how returns and losses can occur under different scenarios.

E. KEY RISKS

WHAT ARE THE KEY RISKS OF THIS INVESTMENT?

• Investment in the 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.

PLEASE REFER TO THE LISTING DOCUMENTS FOR A COMPLETE LIST OF RISKS

• The Risk Factors below are a summary of the Risk Factors set out in the Base Listing Document and the Supplemental Listing Document.

Further Information

Please refer to the "Risk Factors" section set out in the Base Listing Document and in the Supplemental Listing Document for a complete list of risks and details of the risks.

Market Risks

• Market price of the Certificates may be affected by many factors

Due to their nature, Certificates can be volatile instruments and may be subject to considerable fluctuations in value due to, including but not limited to, variations in the frequency and magnitude of the changes in the level of the Index, the time remaining to expiry, the currency exchange rates and the creditworthiness of the Issuer.

You may lose your entire investment

Certain events relating to the Index or Index components may cause adverse movements in the value and the level of the Index or Index components, as a result of which, you may, in extreme circumstances, sustain a significant loss of your investment if the level of the Index has risen sharply.

Liquidity Risks

• The secondary market may be illiquid

The Issuer acting through its DMM may be the only market participant buying and selling the Certificates. Therefore, the secondary market for the Certificates may be limited and you may not be able to realise the value of the Certificates. Do note that the bid-ask spread increases with illiquidity.

Product Specific Risks

Certificates only exercisable on the Expiry Date

The Certificates are only exercisable on the Expiry Date and you may not exercise the Certificates prior to such date. Accordingly, if on the Expiry Date the Cash Settlement Amount is zero or close to zero, you will lose your entire investment in the Certificates.

• The total return on an investment in any Certificate will be affected by the Hedging Fee Factor, Management Fee and Gap Premium.

Trading in the Certificates may be suspended

You should note that if trading in the securities or derivatives relating to or constituting the Index is suspended, trading of options or futures relating to the Index on any options or futures exchanges is suspended, or options or futures generally on any options and/or futures exchanges on which options or futures relating to the Index are traded is suspended, or if the Index for whatever reason is not calculated, trading in the relevant Certificates may be suspended for a similar period.

• The value of certain index constituents may not be included in the closing level of the Index

The closing level of the Index may be the settlement price for settling the relevant index futures and options contracts as determined by the Relevant Stock Exchange for the Index. Thus, if it occurs at a time when one or more securities or derivatives comprised in the Index are not trading and there is no Market Disruption Event under the terms of the Certificates then the value of such securities or derivatives will not be included in the closing level of the Index.

• Issuer may make adjustments to the terms and conditions of the Certificates

Certain events relating to the PR Index or the Index or PR Index components or Index components permit the Issuer to make certain determinations in respect of the PR Index or the Index or PR Index components or Index components, such as an adjustment to the Cash Settlement Amount necessary to take account of any material change in the method of calculation of the Index.

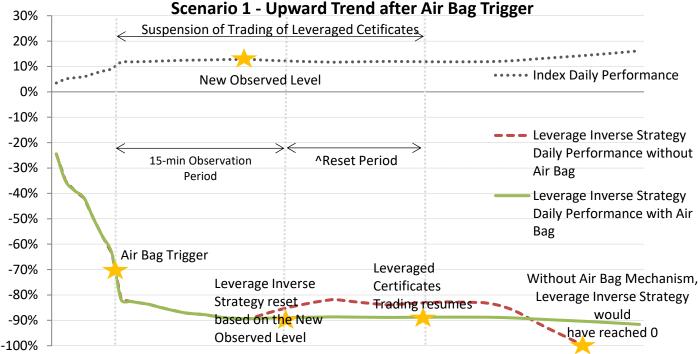
• You may be exposed to an exchange rate risk

There may be an exchange rate risk where the Cash Settlement Amount is converted from a foreign currency into Singapore Dollars.

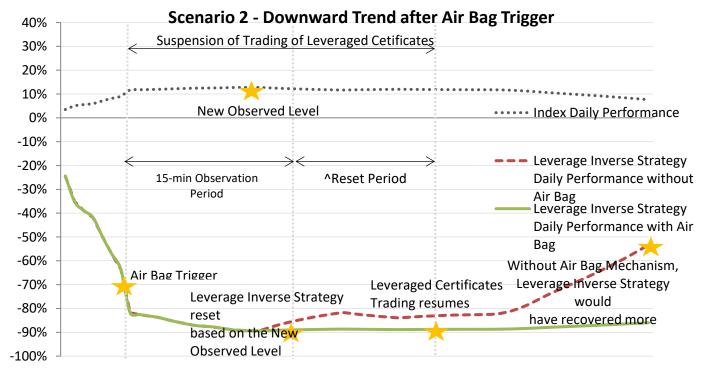
• You will be exposed to leveraged risks

If the investment results in a loss, any such loss will be increased by the leverage factor of the Certificates. Consequently you could lose more than you would if you invested directly in the Index, or securities or derivatives comprised in the Index.

- Product performance may differ from 7 times the inverse performance of the Index over a period longer than one day When held for longer than a day, product performance could be more or less than the leverage factor that is embedded within the Certificates. The performance each day is locked in, and any subsequent returns are based on what was achieved the previous day. This process, referred to as compounding, may lead to a performance difference from 7 times the inverse performance of the securities or derivatives comprised in the Index 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.
- The Air Bag Mechanism is triggered only when the Index or the PR Index is calculated or traded, which may not be during the trading hours of the Relevant Stock Exchange for the Certificates.
- When triggered, the Air Bag Mechanism may reduce the ability for the product to recoup losses
 Investors should note that the Air Bag Mechanism reduces the impact on the Leverage Inverse Strategy if the Index rises further, but will also maintain a reduced exposure to the Index in the event the Index starts to fall after the Air Bag Mechanism is triggered, thereby reducing its ability to recoup losses. Investors should note that the performance of the Leverage Inverse Strategy will be the inverse of the Index. Illustrative examples of the Air Bag Mechanism are set out below. 6



^ The Reset Period (and consequently the resumption of trading) is subject further to SGX-ST's requirements, including at least 30 minutes from the time of publication of an announcement on the exchange in respect of the Air Bag Mechanism being triggered, and at least 15 minutes after the SGX-ST grants an approval to resume trading, whichever is later, rounded to the next quarter of an hour.



[^] The Reset Period (and consequently the resumption of trading) is subject further to SGX-ST's requirements, including at least 30 minutes from the time of publication of an announcement on the exchange in respect of the Air Bag Mechanism being triggered, and at least 15 minutes after the SGX-ST grants an approval to resume trading, whichever is later, rounded to the next quarter of an hour.

• There is no assurance that the Air Bag Mechanism will prevent investors from losing the entire value of their investment. 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 increase in the Index, where there is an approximately 14% or greater gap between the previous day closing level and the opening level of the Index the following day, as the Air Bag Mechanism will only be triggered when market opens the following day or (ii) a sharp intraday increase in the Index of approximately 14% or greater within the 15 minutes Observation Period compared to the reference level, being: (a) if air bag event has not been previously triggered on the same day, the previous closing level of the Index, or (b) if one or more air bag events have been previously triggered on the same day, the latest New Observed Level

• The Certificates may be cancelled by the Issuer

The Certificates may be cancelled at the discretion of the Issuer under certain circumstances, on giving notice to investors in accordance with the terms and conditions of the Certificates. Any money received by an investor on cancellation of the Certificates, which will be at the mark to market price, may be less than the capital initially invested by the investor, resulting in a loss to the investor.

Issuer Related Risks

You are exposed to the credit risk of the Issuer

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. You should note 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. 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. The Issuer does not in any respect underwrite or guarantee the performance of any Certificate.

Conflicts of interest may arise from the overall activities of the Issuer, its subsidiaries or affiliates

The Issuer and any of its subsidiaries and affiliates are diversified financial institutions that 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 securities or derivatives related to the Index and/or the Index. Such activities and information may involve or otherwise affect issuers of the securities or derivatives related to the Index and/or the Index in a manner that may cause consequences adverse to investors in the Certificates or otherwise create conflicts of interests in connection with the issue of Certificates by the Issuer.

• Hedging or market-making activities by the Issuer, its subsidiaries or affiliates may affect the Certificates

In connection with 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 components of the Index or related securities or derivatives which may affect the market price, liquidity or value of the Certificates and which may affect the interests of investors in the Certificates.

F. FEES AND CHARGES

WHAT ARE THE FEES AND CHARGES OF THIS INVESTMENT?

- Normal transaction and brokerage fees apply, similar to fees that you would pay for other transactions on SGX-ST.
- Investors holding their position overnight will also incur the annualised cost (which consists of the Management Fee and Gap Premium, which are calculated daily and applied to the value of the product, as well as certain costs embedded within the Leverage Inverse Strategy including the Stock Borrowing Cost and Rebalancing Cost). The Management Fee and Gap Premium will be published on the website at http://dlc.ubs.com and updated daily.

⁶ The illustrative examples are not exhaustive.

APPENDIX I

SPECIFIC DEFINITIONS RELATING TO THE LEVERAGE INVERSE STRATEGY

Description of the Leverage Inverse Strategy

The Leverage Inverse Strategy is designed to track a 7 times daily leveraged inverse exposure to the Index.

At the end of each trading day of the Index, the exposure of the Leverage Inverse Strategy to the Index is reset within the Leverage Inverse Strategy in order to retain a daily leverage of 7 times the inverse performance of the Index (excluding costs) regardless of the performance of the Index 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 Index during extreme market conditions, as further described below.

Leverage Inverse Strategy Formula

LSL_t means, the Leverage Inverse Strategy Level as at 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):

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

Leverage Reset Time (t) means

1) the scheduled closing time for the Relevant Stock Exchange for the Index (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 Index on Issue Date.

Leverage Reset Time r(t)

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

 $LR_{r(t),t}$

means the Leveraged Return of the Index between Leverage Reset Time r(t) and Leverage Reset Time (t), calculated as follows:

$$\mathbf{LR}_{\mathbf{r}(\mathbf{t}),\mathbf{t}} = \text{Leverage} \times \left(\frac{\mathrm{TR}_{\mathbf{t}}}{\mathrm{TR}_{\mathbf{r}(\mathbf{t})}} - 1\right)$$

 $FC_{r(t),t}$

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 Index (or any successor thereto) on any Observation Date,

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

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

 $SB_{r(t),t}$

means the Stock Borrowing Cost between Leverage Reset Time r(t) (included) and 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 Index (or any successor thereto) on any Observation Date,

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

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

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

0.9%

 $RC_{r(t),t}$

means the Rebalancing Cost of the Leverage Inverse Strategy as at Leverage Reset Time (t), calculated as follows:

$$RC_{r(t),t} = Leverage \times (Leverage - 1) \times \left(\left|\frac{TR_t}{TR_{r(t)}} - 1\right|\right) \times TC$$

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 Index by the applicable regulatory authorities from time to time) that are currently equal to:

0.13%

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

Leverage

-7

 TR_t

means the level of the Index 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 Index (or any successor thereto) on any Observation Date,

TR_t is the Closing Level of the Index as of such Observation Date.

Otherwise,

$$\mathrm{TR}_{\mathrm{t}} = \mathrm{TR}_{\mathrm{D(t)}} \times \frac{\mathrm{PR}_{\mathrm{t}}}{\mathrm{PR}_{\mathrm{D(t)}} - \mathrm{Div}_{\mathrm{C(t)}}}$$

Where:

D(t) means the immediately preceding scheduled closing time prior to the Leverage Reset Time (t);

 $TR_{D(t)}$ is the Closing Level of the Index as of the Observation Date of D(t);

 $PR_{D(t)}$ is the Closing Level of the PR Index as of the Observation Date of D(t);

 $\mathrm{Div}_{C(t)}$ represents the dividend to be paid out on the Observation Date of the Leverage Rest Time (t) and is computed as follows:

$$Div_{C(t)} = PR_{D(t)} - \frac{TR_{D(t)} \times PR_{C(t)}}{TR_{C(t)}}$$

C(t) means the scheduled closing time of the Observation Date as of the Leverage Rest Time (t)

PR_t

means the level of the PR Index as of Leverage Reset Time (t) computed as follows:

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

PRt is the Closing Level of the PR Index as of such Observation Date.

Otherwise,

 PR_t is the highest level of the PR Index during the respective Intraday Restrike Observation Period, subject to the adjustments and provisions of the Conditions.

Rate_t

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:

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

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

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

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

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

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 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 PR Index level by 10% or more compared with the level of $\text{PR}_{r(t)}$, 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) for the

Relevant Stock Exchange for the Index (or any successor thereto).

TimeReferenceClosing

means the scheduled closing time (including closing auction session) for the Relevant Stock Exchange for the Index (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 level of the PR Index is not disseminated by the Index Sponsor or, the Index Calculation Agent, as the case may be or (2) the Relevant Stock Exchange for the Index is not open for continuous trading, the Intraday Restrike Event Observation Period will be extended to the extent necessary until (1) the level of the PR Index is calculated and disseminated by the Index Sponsor or, the Index Calculation Agent, as the case may be and (2) the Relevant Stock Exchange for the Index 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.

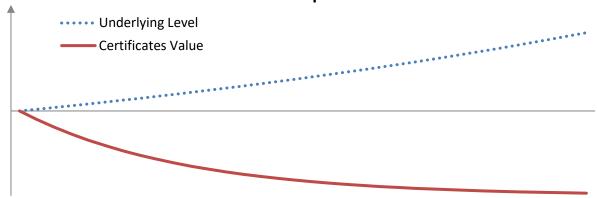
APPENDIX II

ILLUSTRATION ON HOW RETURNS AND LOSSES CAN OCCUR UNDER DIFFERENT SCENARIOS

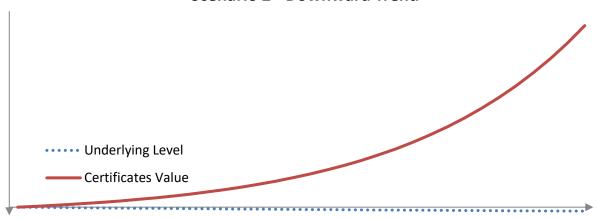
The examples are purely hypothetical and do not take fees and charges payable by investors into consideration. The examples highlight the effect of the Index performance on the value of the Certificates and do not take into account the possible influence of fees or any other market parameters.

1. <u>Illustrative examples</u>

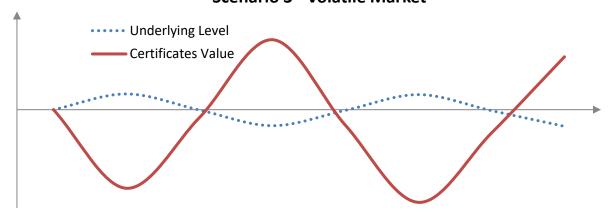




Scenario 2 - Downward Trend



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		-14.00%	-14.00%	-14.00%	-14.00%	-14.00%
Price at end of day	1.20	1.03	0.89	0.76	0.66	0.56
Accumulated Return		-14.00%	-26.04%	-36.39%	-45.30%	-52.96%

Scenario 2 – Downward Trend

		ι	Inderlying			
	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 o	f the Certificates	5		
	Day 0	Day 1	Day 2	Day 3	Day 4	Day 5
Daily Return		14.00%	14.00%	14.00%	14.00%	14.00%
Price at end of day	1.20	1.37	1.56	1.78	2.03	2.31
Accumulated Return		14.00%	29.96%	48.15%	68.90%	92.54%

Scenario 3 – Volatile Market

		U	Inderlying			
	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		-14.00%	14.00%	14.00%	-14.00%	-14.00%	
Price at end of day	1.20	1.03	1.18	1.34	1.15	0.99	
Accumulated Return		-14.00%	-1.96%	11.77%	-3.88%	-17.34%	

APPENDIX III

DISCLAIMER OF THE INDEX SPONSOR

The Hang Seng Index Total Return Index (the "Index") is published and compiled by Hang Seng Indexes Company Limited pursuant to a licence from Hang Seng Data Services Limited. The mark and name "Hang Seng Index Total Return Index" are proprietary to Hang Seng Data Services Limited. Hang Seng Indexes Company Limited and Hang Seng Data Services Limited have agreed to the use of, and reference to, the Index by the Issuer in connection with the Certificates (the "Product"), BUT NEITHER HANG SENG INDEXES COMPANY LIMITED NOR HANG SENG DATA SERVICES LIMITED WARRANTS OR REPRESENTS OR GUARANTEES TO ANY BROKER OR HOLDER OF THE PRODUCT OR ANY OTHER PERSON (i) THE ACCURACY OR COMPLETENESS OF THE INDEX AND ITS COMPUTATION OR ANY INFORMATION RELATED THERETO; OR (ii) THE FITNESS OR SUITABILITY FOR ANY PURPOSE OF THE INDEX OR ANY COMPONENT OR DATA COMPRISED IN IT; OR (iii) THE RESULTS WHICH MAY BE OBTAINED BY ANY PERSON FROM THE USE OF THE INDEX OR ANY COMPONENT OR DATA COMPRISED IN IT FOR ANY PURPOSE, AND NO WARRANTY OR REPRESENTATION OR GUARANTEE OF ANY KIND WHATSOEVER RELATING TO THE INDEX IS GIVEN OR MAY BE IMPLIED. The process and basis of computation and compilation of the Index and any of the related formula or formulae, constituent stocks and factors may at any time be changed or altered by Hang Seng Indexes Company Limited without notice. TO THE EXTENT PERMITTED BY APPLICABLE LAW, NO RESPONSIBILITY OR LIABILITY IS ACCEPTED BY HANG SENG INDEXES COMPANY LIMITED OR HANG SENG DATA SERVICES LIMITED (i) IN RESPECT OF THE USE OF AND/OR REFERENCE TO THE INDEX BY THE ISSUER IN CONNECTION WITH THE PRODUCT; OR (ii) FOR ANY INACCURACIES, OMISSIONS, MISTAKES OR ERRORS OF HANG SENG INDEXES COMPANY LIMITED IN THE COMPUTATION OF THE INDEX; OR (iii) FOR ANY INACCURACIES, OMISSIONS, MISTAKES, ERRORS OR INCOMPLETENESS OF ANY INFORMATION USED IN CONNECTION WITH THE COMPUTATION OF THE INDEX WHICH IS SUPPLIED BY ANY OTHER PERSON; OR (iv) FOR ANY ECONOMIC OR OTHER LOSS WHICH MAY BE DIRECTLY OR INDIRECTLY SUSTAINED BY ANY BROKER OR HOLDER OF THE PRODUCT OR ANY OTHER PERSON DEALING WITH THE PRODUCT AS A RESULT OF ANY OF THE AFORESAID. AND NO CLAIMS, ACTIONS OR LEGAL PROCEEDINGS MAY BE BROUGHT AGAINST HANG SENG INDEXES COMPANY LIMITED AND/OR HANG SENG DATA SERVICES LIMITED in connection with the Product in any manner whatsoever by any broker, holder or other person dealing with the Product. Any broker, holder or other person dealing with the Product does so therefore in full knowledge of this disclaimer and can place no reliance whatsoever on Hang Seng Indexes Company Limited and Hang Seng Data Services Limited. For the avoidance of doubt, this disclaimer does not create any contractual or quasicontractual relationship between any broker, holder or other person and Hang Seng Indexes Company Limited and/or Hang Seng Data Services Limited and must not be construed to have created such relationship.