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This document, for which we accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited (the “**Rules**”) for the purpose of giving information with regard to us. We, having made all reasonable enquiries, confirm that to the best of our knowledge and belief the information contained in this document is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this document misleading.

This document is for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for the Warrants.

**Investors are warned that the price of the Warrants may fall in value as rapidly as it may rise and holders may sustain a total loss of their investment. Prospective purchasers should therefore ensure that they understand the nature of the Warrants and carefully study the risk factors set out in the Base Listing Document (as defined below) and this document and, where necessary, seek professional advice, before they invest in the Warrants.**

**The Warrants constitute general unsecured contractual obligations of us as the Issuer and of no other person and will rank equally among themselves and with all our other unsecured obligations (save for those obligations preferred by law) upon liquidation. If you purchase the Warrants, you are relying upon the creditworthiness of us, and have no rights under the Warrants against the Company which has issued the underlying Shares or any other person. If we become insolvent or default on our obligations under the Warrants, you may not be able to recover all or even part of the amount due under the Warrants (if any).**

## **Non-collateralised Structured Products**

### **Launch Announcement and Supplemental Listing Document for Warrants over Single Equities**



**Issuer: CREDIT SUISSE AG**  
(incorporated in Switzerland)

**Sponsor/Manager: CREDIT SUISSE (HONG KONG) LIMITED**

## KEY TERMS

| Warrants<br>Stock code   | 16123   | 16126   | 16128   | 16129   |
|--|---|---|---|---|
| <b>Liquidity Provider<br/>broker ID</b>  | 9701  | 9701  | 9700  | 9700  |
| <b>Issue size</b>  | 18,000,000 Warrants   | 50,000,000 Warrants                               | 50,000,000 Warrants                               | 150,000,000 Warrants                              |
| <b>Style</b>   | European style cash<br>settled  | European style cash<br>settled                    | European style cash<br>settled                    | European style cash<br>settled                    |
| <b>Type</b>  | Call  | Call  | Call  | Call  |
| <b>Company</b>   | Guangzhou R&F<br>Properties Co., Ltd.   | BOC Hong Kong<br>(Holdings) Limited               | Tencent Holdings Limited                          | Tencent Holdings Limited                          |
| <b>Shares</b>  | Existing issued ordinary<br>H shares of the Company   | Existing issued ordinary<br>shares of the Company | Existing issued ordinary<br>shares of the Company | Existing issued ordinary<br>shares of the Company |
| <b>Board Lot</b>   | 400 Warrants  | 5,000 Warrants                                    | 1,000 Warrants                                    | 10,000 Warrants                                   |
| <b>Issue Price per Warrant</b>   | HK\$0.600   | HK\$0.250   | HK\$0.600   | HK\$0.250   |
| <b>Cash Settlement<br/>Amount per Board<br/>Lot (if any) payable at<br/>expiry</b> | <b>For a series of call Warrants:</b>   |   |   |   |
|  | $\frac{\text{Entitlement} \times (\text{Average Price} - \text{Exercise Price}) \times \text{one Board Lot}}{\text{Number of Warrant(s) per Entitlement}}$          |   |   |   |
|  | <b>For a series of put Warrants:</b>  |   |   |   |
|  | $\frac{\text{Entitlement} \times (\text{Exercise Price} - \text{Average Price}) \times \text{one Board Lot}}{\text{Number of Warrant(s) per Entitlement}}$          |   |   |   |
| <b>Exercise Price</b>  | HK\$15.480  | HK\$38.020  | HK\$331.080                                       | HK\$333.330                                       |
| <b>Average Price<sup>1</sup><br/>(for all series)</b>                              | The arithmetic mean of the closing prices of one Share for each Valuation Date  |   |   |   |
| <b>Entitlement</b>   | 1 Share   | 1 Share   | 1 Share   | 1 Share   |
| <b>Number of Warrant(s)<br/>per Entitlement</b>                                    | 1 Warrant(s)  | 10 Warrant(s)                                     | 10 Warrant(s)                                     | 100 Warrant(s)                                    |
| <b>Maximum number of<br/>Shares to which the<br/>Warrants relate</b>               | 18,000,000 Shares   | 5,000,000 Shares                                  | 5,000,000 Shares                                  | 1,500,000 Shares                                  |
| <b>Launch Date<br/>(for all series)</b>  | 19 May 2017   |   |   |   |
| <b>Issue Date<br/>(for all series)</b>   | 25 May 2017   |   |   |   |
| <b>Listing Date<br/>(for all series)</b>   | 26 May 2017   |   |   |   |
| <b>Valuation Date<sup>2</sup><br/>(for all series)</b>                             | Each of the five Business Days immediately preceding the Expiry Date.   |   |   |   |
| <b>Expiry Date<sup>3</sup></b>   | 27 November 2017  | 28 February 2018                                  | 26 October 2017                                   | 29 June 2018                                      |
| <b>Settlement Date<br/>(for all series)</b>  | The third CCASS Settlement Day after the later of: (i) the Expiry Date; and (ii) the day on which the Average Price is determined in accordance with the Conditions |   |   |   |
| <b>Settlement Currency</b>   | Hong Kong dollars   | Hong Kong dollars                                 | Hong Kong dollars                                 | Hong Kong dollars                                 |
| <b>Implied Volatility<sup>4</sup></b>  | 43.70%  | 34.92%  | 33.87%  | 39.99%  |
| <b>Effective Gearing<sup>4</sup></b>   | 5.89x   | 5.36x   | 9.86x   | 4.20x   |
| <b>Gearing<sup>4</sup></b>   | 21.43x  | 13.70x  | 44.83x  | 10.76x  |
| <b>Premium<sup>4</sup></b>   | 25.04%  | 18.31%  | 25.31%  | 33.21%  |

<sup>1</sup> As derived from the daily quotation sheet of the Stock Exchange, subject to any adjustment to such closing prices as may be necessary to reflect any event as contemplated in Product Condition 4 such as capitalisation, rights issue, distribution or the like.

<sup>2</sup> Subject to any potential postponement upon the occurrence of a Market Disruption Event, provided that no Valuation Date shall fall on or after the Expiry Date. Please see Product Condition 1 for details.

<sup>3</sup> If such day is a Saturday, Sunday or public holiday in Hong Kong, the immediately succeeding day which is not a Saturday, Sunday or public holiday in Hong Kong.

<sup>4</sup> This data may fluctuate during the life of the Warrants and may not be comparable to similar information provided by other issuers of derivative warrants. Each issuer may use different pricing models.

## IMPORTANT INFORMATION

**The Warrants are listed structured products which involve derivatives. Do not invest in them unless you fully understand and are willing to assume the risks associated with them.**

### What documents should you read before investing in the Warrants?

You must read this document together with our base listing document dated 18 April 2017 (the “**Base Listing Document**”), as supplemented by any addendum thereto (together, the “**Listing Documents**”), in particular the section “General Conditions of the Structured Products” (the “**General Conditions**”) and the section “Product Conditions of Call/Put Warrants over Single Equities (Cash Settled)” (the “**Product Conditions**”) and, together with the General Conditions, the “**Conditions**”) set out in our Base Listing Document. This document (as read in conjunction with our Base Listing Document and each addendum referred to in the section headed “Product Summary Statement”) is accurate as at the date of this document. You should carefully study the risk factors set out in the Listing Documents. You should also consider your financial position and investment objectives before deciding to invest in the Warrants. We cannot give you investment advice. You must decide whether the Warrants meet your investment needs before investing in the Warrants.

### Is there any guarantee or collateral for the Warrants?

No. Our obligations under the Warrants are neither guaranteed by any third party, nor collateralised with any of our assets or other collaterals. When you purchase our Warrants, you are relying on our creditworthiness only, and of no other person. If we become insolvent or default on our obligations under the Warrants, you can only claim as an unsecured creditor of the Issuer. In such event, you may not be able to recover all or even part of the amount due under the Warrants (if any).

### What are the Issuer’s credit ratings?

The Issuer’s long term credit ratings are:

| <u>Rating agency</u>                                    | <u>Rating as of the Launch Date</u> |
|---|-------------------------------------|
| Moody’s Investors Service Ltd                           | A1 (stable outlook)                 |
| Standard & Poor’s Credit Market Services Europe Limited | A (stable outlook)                  |

Rating agencies usually receive a fee from the companies that they rate. When evaluating our creditworthiness, you should not solely rely on our credit ratings because:

- a credit rating is not a recommendation to buy, sell or hold the Warrants;
- ratings of companies may involve difficult-to-quantify factors such as market competition, the success or failure of new products and markets and managerial competence;
- a high credit rating is not necessarily indicative of low risk. Our credit ratings as of the Launch Date are for reference only. Any downgrading of our ratings could result in a reduction in the value of the Warrants;
- a credit rating is not an indication of the liquidity or volatility of the Warrants; and
- a credit rating may be downgraded if our credit quality declines.

**The Warrants are not rated.** The Issuer’s credit ratings and credit rating outlooks are subject to change or withdrawal at any time within each rating agency’s sole discretion. You should conduct your own research using publicly available sources to obtain the latest information with respect to the Issuer’s ratings and outlooks from time to time.

### Is the Issuer regulated by the Hong Kong Monetary Authority referred in Rule 15A.13(2) or the Securities and Futures Commission referred to in Rule 15A.13(3)?

We are regulated by the Hong Kong Monetary Authority as a registered institution. We are also, amongst others, regulated by the Swiss Financial Market Supervisory Authority (FINMA).

### Is the Issuer subject to any litigation?

Except as set out in the Listing Documents, we and our affiliates are not involved in any litigation, claims or arbitration proceedings which are material in the context of the issue of the Warrants. Also, we are not aware of any proceedings or claims which are threatened or pending against us or our affiliates.

### Has our financial position changed since last financial year-end?

Except as set out in the Listing Documents, there has been no material adverse change in our financial position since 31 December 2016.

## PRODUCT SUMMARY STATEMENT

**The Warrants are listed structured products which involve derivatives. This statement provides you with key information about the Warrants. You should not invest in the Warrants based on the information contained in this statement alone. You should read and understand the remaining sections of this document, together with the other Listing Documents, before deciding whether to invest.**

### Overview of the Warrants

- **What is a derivative warrant?**

A derivative warrant is an instrument which gives the holder a right to “buy” or “sell” an underlying asset at a pre-set price called the exercise price on or prior to the expiry date. Investing in a derivative warrant does not give you any right in the underlying asset. Derivative warrants usually cost a fraction of the price of the underlying asset and may provide a leveraged return to you. Conversely, such leverage could also magnify your losses.

A call warrant is designed for an investor holding a view that the price of the underlying asset will increase during the term of the warrant.

A put warrant is designed for an investor holding a view that the price of the underlying asset will decrease during the term of the warrant.

- **How and when can you get back your investment?**

The Warrants are European style cash settled derivative warrants linked to the underlying Share. European style warrants can only be exercised on the expiry date. When the Warrants are exercised, the holder is entitled to a cash amount called the “**Cash Settlement Amount**” net of any Exercise Expenses (as defined under the heading “Exercise Expenses” in the sub-section titled “What are the fees and charges?” below) according to the terms and conditions in the Listing Documents. **If the Cash Settlement Amount is equal to or less than the Exercise Expenses, you will lose all of your investment in the Warrants.**

- **How do the Warrants work?**

The potential payoff at expiry for the Warrants is calculated by reference to the difference between the Exercise Price and the Average Price of the underlying Share.

A call Warrant will be automatically exercised at expiry without the need for the holder to deliver an exercise notice if the Average Price of the underlying Share is greater than the Exercise Price. The more the Average Price is above the Exercise Price, the higher the payoff at expiry. If the Average Price is at or below the Exercise Price, you will lose all of your investment in the call Warrant.

A put Warrant will be automatically exercised at expiry without the need for the holder to deliver an exercise notice if the Average Price of the underlying Share is below the Exercise Price. The more the Average Price is below the Exercise Price, the higher the payoff at expiry. If the Average Price is at or above the Exercise Price, you will lose all of your investment in the put Warrant.

- **Can you sell the Warrants before the Expiry Date?**

Yes. We have made an application for listing of, and permission to deal in, the Warrants on the Stock Exchange. All necessary arrangements have been made to enable the Warrants to be admitted into the Central Clearing and Settlement System (“**CCASS**”). Issue of the Warrants is conditional upon listing approval being granted. From the Listing Date up to the last trading day of the Warrants (both dates inclusive), you may sell or buy the Warrants on the Stock Exchange. There shall be three CCASS Settlement Days between the last trading day of the Warrants and the Expiry Date. No application has been made to list the Warrants on any other stock exchange.

The Warrants may only be transferred in a Board Lot (or integral multiples thereof). Where a transfer of Warrants takes place on the Stock Exchange, currently settlement must be made not later than two CCASS Settlement Days after such transfer.

The Liquidity Provider will make a market in the Warrants by providing bid and/or ask prices. See the section headed “Liquidity” below.

- **What is your maximum loss?**

The maximum loss in the Warrants will be your entire investment amount plus any transaction costs.

- **What are the factors determining the price of a derivative warrant?**

The price of a derivative warrant generally depends on the price of the underlying asset (being the underlying Share for the Warrants). However, throughout the term of a derivative warrant, its price will be influenced by a number of factors, including:

- the exercise price of the derivative warrants;
- the value and volatility of the price of the underlying asset (being a measure of the fluctuation in the price of the underlying asset over time);
- the time remaining to expiry: generally, the longer the remaining life of the derivative warrant, the greater its value;
- the interim interest rates and expected dividend payments or other distributions on the underlying asset;
- the liquidity of the underlying asset;
- the supply and demand for the derivative warrant;
- our related transaction costs; and
- the creditworthiness of the issuer of the derivative warrant.

As the price of a derivative warrant is not only affected by the price of the underlying asset, movements in the price of a derivative warrant may not be proportionate or may even be opposite to the price movement of the underlying asset. For example:

- if the price of the underlying asset increases (in respect of a call warrant) or decreases (in respect of a put warrant), but the volatility of the price of the underlying asset decreases, the price of the warrant may decrease;
- if a warrant is deep-out-of-the-money (eg. when the fair market value is less than HK\$0.01), the price of the warrant may be insensitive to any increase (in respect of a call warrant) or decrease (in respect of a put warrant) in the price of the underlying asset;
- if the outstanding volume of a series of warrants in the market is high, the supply and demand of the warrant may have a greater impact on the warrant price than the price of the underlying asset; and/or
- the decrease in time value may offset any increase (in respect of a call warrant) or decrease (in respect of a put warrant) in the price of the underlying asset, especially when the warrant is close to its expiry where the time value decreases at a faster pace.

#### **Risks of investing in the Warrants**

You must read the section headed “Key Risk Factors” in this document together with the risk factors set out in our Base Listing Document. You should consider all these factors collectively when making your investment decision.

#### **Liquidity**

- **How to contact the Liquidity Provider for quotes?**

Liquidity Provider: *Credit Suisse Securities (Hong Kong) Limited*

Address: Level 88, International Commerce Centre, 1 Austin Road West, Kowloon, Hong Kong

Telephone Number: (852) 2101 6619

The Liquidity Provider is regulated by the Stock Exchange and the Securities and Futures Commission. It is an affiliate of the Issuer and will act as our agent in providing quotes. You can request a quote by calling the Liquidity Provider at the telephone number above.

- **What is the Liquidity Provider’s maximum response time for a quote?** The Liquidity Provider will respond within 10 minutes and the quote will be displayed on the Stock Exchange’s designated stock page for the Warrants.
- **Maximum spread between bid and ask prices:** 20 spreads
- **Minimum quantity for which liquidity will be provided:** 20 Board Lots
- **What are the circumstances under which the Liquidity Provider is not obliged to provide liquidity?**

There will be circumstances under which the Liquidity Provider is not obliged to provide liquidity. Such circumstances include:

- (i) during the first 5 minutes of each morning trading session or the first 5 minutes after trading commences for the first time on a trading day;
- (ii) during a pre-opening session or a closing auction session (if applicable) or any other circumstances as may be prescribed by the Stock Exchange;
- (iii) when the Warrants or the underlying Share are suspended from trading for any reason;
- (iv) when there are no Warrants available for market making activities. In such event, the Liquidity Provider shall continue to provide bid prices. Warrants held by us or any of our affiliates in a fiduciary or agency capacity are not Warrants available for market making activities;
- (v) when there are operational and technical problems beyond the control of the Liquidity Provider hindering the ability of the Liquidity Provider to provide liquidity;
- (vi) if the underlying Share or the stock market experiences exceptional price movement and high volatility over a short period of time which materially affects the Liquidity Provider’s ability to source a hedge or unwind an existing hedge; or
- (vii) if the theoretical value of the Warrants is less than HK\$0.01. If the Liquidity Provider chooses to provide liquidity under this circumstance, both bid and ask prices will be made available.

You should read the sub-section entitled “Possible limited secondary market” under the “Key Risk Factors” section for further information on the key risks when the Liquidity Provider is not able to provide liquidity.

## How can you obtain further information?

- **Information about the underlying Company and the underlying Shares**

You may obtain information on the underlying Shares (including the underlying Company's financial statements) by visiting the Stock Exchange's website at [www.hkex.com.hk](http://www.hkex.com.hk) or (if applicable) the underlying Company's website(s) as follows:

| <u>Underlying Company</u>          | <u>Website</u>  |
|------------------------------------|---|
| Guangzhou R&F Properties Co., Ltd. | <a href="http://www.rfchina.com">http://www.rfchina.com</a> |
| BOC Hong Kong (Holdings) Limited   | <a href="http://www.bochk.com">http://www.bochk.com</a>     |
| Tencent Holdings Limited           | <a href="http://www.tencent.com">http://www.tencent.com</a> |

- **Information about the Warrants after issue**

You may visit the Stock Exchange's website at [www.hkex.com.hk/eng/prod/secprod/dwrc/dw.htm](http://www.hkex.com.hk/eng/prod/secprod/dwrc/dw.htm) or our website at [http://warrants-hk.credit-suisse.com/en/home\\_e.cgi](http://warrants-hk.credit-suisse.com/en/home_e.cgi) to obtain information on the Warrants or any notice given by us or the Stock Exchange in relation to the Warrants.

- **Information about us**

You should read the section "Updated Information about Us" in this document. You may visit [www.credit-suisse.com](http://www.credit-suisse.com) to obtain general corporate information about us.

**We have included references to websites in this document to indicate how further information may be obtained. Information appearing on those websites does not form part of the Listing Documents. We accept no responsibility for the accuracy or completeness of the information appearing on those websites. You should conduct your own due diligence (including without limitation web searches) to ensure that you are viewing the most up-to-date information.**

## What are the fees and charges?

- **Trading Fees and Levies**

The Stock Exchange charges a trading fee of 0.005 per cent. and the Securities and Futures Commission charges a transaction levy of 0.0027 per cent. for each transaction effected on the Stock Exchange payable by each of the seller and the buyer and calculated on the value of the consideration for the Warrants. The levy for the investor compensation fund is currently suspended.

- **Exercise Expenses**

You are responsible for any Exercise Expenses. Exercise Expenses mean any charges or expenses including any taxes or duties which are incurred in respect of the exercise of the Warrants. Any Exercise Expenses will be deducted from the Cash Settlement Amount (if any). If the Cash Settlement Amount is equal to or less than the Exercise Expenses, no amount is payable. As at the date of this document, no Exercise Expenses are payable for cash settled warrants (including the Warrants).

- **Stamp Duty**

No stamp duty is currently payable in Hong Kong on transfer of cash settled warrants (including the Warrants).

You should note that any transaction cost will reduce your gain or increase your loss under your investment in the Warrants.

## What is the legal form of the Warrants?

Each series of the Warrants will be represented by a global certificate in the name of HKSCC Nominees Limited who is the only legal owner of the Warrants. We will not issue definitive certificates for the Warrants. You may arrange for your broker to hold the Warrants in a securities account on your behalf, or if you have a CCASS Investor Participant securities account, you may arrange for the Warrants to be held in such account. You will have to rely on the records of CCASS and/or the statements you receive from your brokers as evidence of your beneficial interest in the Warrants.

## Can we adjust the terms or early terminate the Warrants?

The occurrence of certain events (including, without limitation, a rights issue, bonus issue or cash distribution by the Company, a subdivision or consolidation of the underlying Share or a restructuring event affecting the Company) may entitle us to adjust the terms and conditions of the Warrants. However, we are not obliged to adjust the terms and conditions of the Warrants for every event that affects the underlying Shares.

We may early terminate the Warrants if it becomes illegal or impracticable for us (i) to perform our obligations under the Warrants as a result of a change in law event, or (ii) to maintain our hedging arrangement with respect to the Warrants due to a change in law event. In such event, the amount payable by us (if any) will be the fair market value of the Warrants less our cost of unwinding any related hedging arrangements as determined by us, which may be substantially less than your initial investment and may be zero.

Please refer to General Condition 8 and Product Conditions 4 and 6 for details about adjustments or early termination events. Such events may negatively affect your investment and you may suffer a loss.

### **Mode of settlement for the Warrants**

The Warrants will be automatically exercised on the Expiry Date in integral multiples of the Board Lot if the Cash Settlement Amount is positive. If the Cash Settlement Amount is zero or negative, or is equal to or less than the Exercise Expenses, you will lose all of your investment.

We will deliver a cash amount in the Settlement Currency equal to the Cash Settlement Amount net of any Exercise Expenses (if any) no later than the Settlement Date to HKSCC Nominees Limited (as the registered holder of the Warrants), which will then distribute such amount to the securities account of your broker (and if applicable, its custodian) or to your CCASS Investor Participant securities account (as the case may be). You may have to rely on your broker (and if applicable, its custodian) to ensure that the Cash Settlement Amount (if any) is credited to your account maintained with your broker. Once we make the payment to HKSCC Nominees Limited, who operates CCASS, you will have no further right against us for that payment, even if CCASS or your broker (and if applicable, its custodian) does not transfer your share of payment to you, or is late in making such payment transfer.

Payment of the Cash Settlement Amount (if any) may be delayed if a Settlement Disruption Event occurs on the Settlement Date, as a result of which we are unable to deliver such amount through CCASS on such day. See Product Condition 3 for further information.

### **Where can you inspect the relevant documents of the Warrants?**

The following documents are available for inspection during usual business hours on any weekday (Saturdays, Sundays and holidays excepted) until the Expiry Date at Level 88, International Commerce Centre, 1 Austin Road West, Kowloon, Hong Kong:

- each of the Listing Documents (in separate English and Chinese versions), including:
  - this document
  - our Base Listing Document
- the latest audited consolidated financial statements and any interim or quarterly financial statements of us and Credit Suisse Group AG; and
- copies of the consent letters of our auditors referred to in our Base Listing Document.

The Listing Documents are also available on the website of the HKEX at [www.hkexnews.hk](http://www.hkexnews.hk) and our website at [http://warrants-hk.credit-suisse.com/en/home\\_e.cgi](http://warrants-hk.credit-suisse.com/en/home_e.cgi).

各上市文件亦可於香港交易所披露易網站 ([www.hkexnews.hk](http://www.hkexnews.hk)) 以及本公司網站 [http://warrants-hk.credit-suisse.com/home\\_c.cgi](http://warrants-hk.credit-suisse.com/home_c.cgi) 瀏覽。

### **Are there any dealings in the Warrants before the Listing Date?**

It is possible that there may have been dealings in the Warrants before the Listing Date. If there are any dealings in the Warrants by us or any of our subsidiaries or associated companies from the Launch Date prior to the Listing Date, we will report those dealings to the Stock Exchange by the Listing Date and such report will be released on the website of the Stock Exchange.

### **Have the auditors consented to the inclusion of their reports to the Listing Documents?**

Our auditors (“**Auditors**”) have given and have not since withdrawn their written consents dated 18 April 2017 to the inclusion of their reports dated 24 March 2017 and/or the references to their name in our Base Listing Document, in the form and context in which they are included. Their reports were not prepared exclusively for incorporation into our Base Listing Document. The Auditors do not own any of our shares or shares in any member of our group, nor do they have the right (whether legally enforceable or not) to subscribe for or to nominate persons to subscribe for our securities or securities of any member of our group.

### **Authorisation of the Warrants**

The issue of the Warrants was authorised by our board of directors on 7 July 2009.

### **Selling restrictions**

The Warrants have not been and will not be registered under the United States Securities Act of 1933, as amended (the “**Securities Act**”), and will not be offered, sold, delivered or traded, at any time, indirectly or directly, in the United States or to, or for the account or benefit of, any U.S. person (as defined in the Securities Act).

The offer or transfer of the Warrants is also subject to the selling restrictions specified in our Base Listing Document.

### **Capitalised terms and inconsistency**

Unless otherwise specified, capitalised terms used in this document have the meanings set out in the Conditions. If this document is inconsistent with our Base Listing Document, this document shall prevail.

## KEY RISK FACTORS

You must read these key risk factors together with the risk factors set out in our Base Listing Document. These key risk factors do not necessarily cover all risks related to the Warrants. If you have any concerns or doubts about the Warrants, you should obtain independent professional advice.

### Non-collateralised structured products

The Warrants are not secured on any of our assets or any collateral.

### Credit risk

If you invest in the Warrants, you are relying on our creditworthiness and of no other person. If we become insolvent or default on our obligations under the Warrants, you can only claim as our unsecured creditor regardless of the performance of the underlying Share and you may not be able to recover all or even part of the amount due under the Warrants (if any). You have no rights under the terms of the Warrants against the Company.

### Warrants are not principal protected and may expire worthless

Although the cost of a Warrant may cost a fraction of the value of the underlying Share, the Warrant's price may change more rapidly than the price of the underlying Share. Given the gearing feature inherent in the Warrants, a small change in the price of the underlying Share may lead to a substantial price movement in the Warrants.

Unlike stocks, the Warrants have a limited life and will expire on the Expiry Date. In the worst case, the Warrants may expire with no value and you will lose all of your investment. Derivative warrants may only be suitable for experienced investors who are willing to accept the risk that they may lose all their investment.

### The Warrants can be volatile

Prices of the Warrants may rise or fall rapidly. You should carefully consider, among other things, the following factors before dealing in the Warrants:

- (i) the prevailing trading price of the Warrants;
- (ii) the Exercise Price of the Warrants;
- (iii) the value and volatility of the price of the underlying Share;
- (iv) the time remaining to expiry;
- (v) the probable range of the Cash Settlement Amount;
- (vi) the interim interest rates and expected dividend payments or other distributions on the underlying Share;
- (vii) the liquidity of the underlying Share;
- (viii) the related transaction costs (including the Exercise Expenses, if any);
- (ix) the supply and demand for the Warrants; and
- (x) the creditworthiness of the Issuer.

The price of a Warrant may be affected by all these factors in addition to the trading price of the underlying Share. Therefore, movements in the price of the Warrants may not be proportionate or may even be opposite to the price movement of the underlying Share. You should consider all these factors collectively when making your investment decision.

### Time decay

All other factors being equal, the value of a Warrant is likely to decrease over time. Therefore, the Warrants should not be viewed as a product for long term investments.

### Not the same as investing in the underlying Shares

Investing in the Warrants is not the same as investing in the underlying Share. You have no rights in the underlying Share throughout the term of the Warrants. Changes in the market value of the Warrants may not correspond with the movements in the price of the underlying Share, especially when the theoretical value of the Warrants is at HK\$0.01 or below. If you buy the Warrants with a view to hedge against your exposure to the underlying Share, it is possible that you could suffer loss in your investment in the underlying Share and the Warrants.

### Suspension of trading

If trading in the underlying Share is suspended on the Stock Exchange, trading in the Warrants will be suspended for a similar period. In the case of a prolonged suspension period, the price of the Warrants may be subject to a significant impact of time decay due to such prolonged suspension and may fluctuate significantly upon resumption of trading, which may adversely affect your investment.

### Possible limited secondary market

The Liquidity Provider may be the only market participant for the Warrants and therefore the secondary market for the Warrants may be limited. The more limited the secondary market, the more difficult it may be for you to realise the value in the Warrants prior to expiry.

You should also be aware that the Liquidity Provider may not be able to provide liquidity when there are operational and technical problems hindering its ability to do so. Even if the Liquidity Provider is able to provide liquidity in such circumstances, its performance of liquidity provision may be adversely affected. For example:

- (i) the spread between bid and ask prices quoted by the Liquidity Provider may be significantly wider than its normal standard;
- (ii) the quantity for which liquidity will be provided by the Liquidity Provider may be significantly smaller than its normal standard; and/or
- (iii) the Liquidity Provider's response time for a quote may be significantly longer than its normal standard.

### Adjustment related risk

The occurrence of certain events (including, without limitation, a rights issue, bonus issue or cash distribution by the Company, a subdivision or consolidation of the underlying Share and a restructuring event affecting the Company) may entitle us to adjust the terms and conditions of the Warrants. However, we are not obliged to adjust the terms and conditions of the Warrants for every event that affects the underlying Share. Any adjustment or decision not to make any adjustment may adversely affect the value of the Warrants. Please refer to Product Conditions 4 and 6 for details about adjustments.

### Possible early termination

The Warrants will lapse and cease to be valid in the event of liquidation of the Company. We may also early terminate the Warrants if it becomes illegal or impracticable for us (i) to perform our obligations under the Warrants as a result of a change in law event, or (ii) to maintain our hedging arrangement with respect to the Warrants due to a change in law event. In such event, the amount payable by us (if any) will be the fair market value of the Warrants less our costs of unwinding any related hedging arrangements as determined by us, which may be substantially less than your initial investment and may be zero. Please refer to General Condition 8 and Product Condition 5 for details about our early termination rights.



**Time lag between exercise and settlement of the Warrants**

There is a time lag between exercise of the Warrants and payment of the Cash Settlement Amount net of Exercise Expenses (if any). There may be delays in the electronic settlement or payment through CCASS.

**Conflict of interest**

We and our subsidiaries and affiliates engage in a wide range of commercial and investment banking, brokerage, funds management, hedging, investment and other activities and may possess material information about the Company and/or the underlying Shares or issue or update research reports on the Company and/or the underlying Shares. Such activities, information and/or research reports may involve or affect the Company and/or the underlying Shares and may cause consequences adverse to you or otherwise create conflicts of interests in connection with the issue of the Warrants. We have no obligation to disclose such information and may issue research reports and engage in any such activities without regard to the issue of the Warrants.

In the ordinary course of our business, we and our subsidiaries and affiliates may effect transactions for our own account or for the account of our customers and may enter into one or more transactions with respect to the Company and/or the underlying Shares or related derivatives. This may indirectly affect your interests.

**No direct contractual rights**

The Warrants are issued in global registered form and are held within CCASS. You will not receive any definitive certificate and your name will not be recorded in the register of the Warrants. The evidence of your interest in the Warrants, and the efficiency of the ultimate payment of the Cash Settlement Amount net of Exercise Expenses (if any), are subject to the CCASS Rules. You will have to rely on your broker (or, if applicable, its direct or indirect custodians) and the statements you receive from it as evidence of your interest in the Warrants. You do not have any direct contractual rights against us. To assert your rights as an investor in the Warrants, you will have to rely on your broker (and, if applicable, its direct or indirect custodian) to take action on your behalf. If your broker or, if applicable, its direct or indirect custodian:

- (i) fails to take action in accordance with your instructions;
- (ii) becomes insolvent; or
- (iii) defaults on its obligations,

you will need to take action against your broker in accordance with the terms of arrangement between you and your broker to establish your interest in the Warrants first before you can assert your right of claim against us. You may experience difficulties in taking such legal proceedings. This is a complicated area of law and you should seek independent legal advice for further information.

**The Listing Documents should not be relied upon as the sole basis for your investment decision**

The Listing Documents do not take into account your investment objectives, financial situation or particular needs. Nothing in the Listing Documents should be construed as a recommendation by us or our affiliates to invest in the Warrants or the underlying Share.

**We are not the ultimate holding company of the group**

We are not the ultimate holding company of the group to which we belong. The ultimate holding company of the group to which we belong is Credit Suisse Group AG.

### **Updated Information about Us**

1. On 26 April 2017, Credit Suisse AG filed with the Securities and Exchange Commission a Form 6-K, which contains Credit Suisse AG (Bank) earnings release for the first quarter of 2017. We refer you to the extract of the Form 6-K dated 26 April 2017 as set out in Exhibit A of this document. For further information on the earnings release, we refer you to the complete Form 6-K dated 26 April 2017 on our website at [www.credit-suisse.com](http://www.credit-suisse.com).
2. On 28 April 2017, Credit Suisse Group AG and Credit Suisse AG filed with the Securities and Exchange Commission a Form 6-K, which contains a media release in relation to the proposals approved in the Annual General Meeting of Credit Suisse Group AG on 28 April 2017. We refer you to the complete Form 6-K dated 28 April 2017 as set out in Exhibit B of this document.
3. On 4 May 2017, Credit Suisse AG filed with the Securities and Exchange Commission a Form 6-K, which contains Credit Suisse AG (Bank) financial report for the first quarter of 2017. We refer you to the extract of the Form 6-K dated 4 May 2017 as set out in Exhibit C of this document. For further information on the financial report, we refer you to the complete Form 6-K dated 4 May 2017 on our website at [www.credit-suisse.com](http://www.credit-suisse.com).

## **EXHIBIT A**

### **EXTRACT OF CREDIT SUISSE AG FORM 6-K FILED WITH US SECURITIES AND EXCHANGE COMMISSION**

This extract of Form 6-K, which was filed with the US Securities and Exchange Commission on 26 April 2017, contains Credit Suisse AG (Bank) earnings release for the first quarter of 2017, as described below.

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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**  
Washington, D.C. 20549

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**Form 6-K**

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**REPORT OF FOREIGN PRIVATE ISSUER PURSUANT TO RULE 13a-16 OR 15d-16  
UNDER THE SECURITIES EXCHANGE ACT OF 1934**

April 26, 2017

Commission File Number 001-33434

**CREDIT SUISSE AG**

(Translation of registrant's name into English)

Paradeplatz 8, CH 8001 Zurich, Switzerland  
(Address of principal executive office)

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Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F.

Form 20-F

Form 40-F

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1):

**Note:** Regulation S-T Rule 101(b)(1) only permits the submission in paper of a Form 6-K if submitted solely to provide an attached annual report to security holders.

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7):

**Note:** Regulation S-T Rule 101(b)(7) only permits the submission in paper of a Form 6-K if submitted to furnish a report or other document that the registrant foreign private issuer must furnish and make public under the laws of the jurisdiction in which the registrant is incorporated, domiciled or legally organized (the registrant's "home country"), or under the rules of the home country exchange on which the registrant's securities are traded, as long as the report or other document is not a press release, is not required to be and has not been distributed to the registrant's security holders, and, if discussing a material event, has already been the subject of a Form 6-K submission or other Commission filing on EDGAR.

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## Introduction

This report filed on Form 6-K contains certain information about Credit Suisse AG (Bank) relating to its results as of and for the three months ended March 31, 2017. On April 26, 2017, Credit Suisse Group AG (Group) announced its results for such three month period. A copy of the related Earnings Release is attached as an exhibit to this Form 6-K.

This Form 6-K (including the exhibit hereto) is hereby (i) incorporated by reference into the Registration Statement on Form F-3 (file no. 333-202913) and (ii) shall be deemed to be “filed” for purposes of the Securities Exchange Act of 1934, as amended.

The 1Q17 Credit Suisse Financial Report as of and for the three months ended March 31, 2017 will be published on or about May 4, 2017.

Credit Suisse AG is a Swiss bank and joint stock corporation established under Swiss law, and is a wholly-owned subsidiary of the Group. The Bank’s registered head office is in Zurich, and it has additional executive offices and principal branches in London, New York, Hong Kong, Singapore and Tokyo.

References herein to “CHF” are to Swiss francs.

# Key information

## Selected financial data

### Condensed consolidated statements of operations

| in   | 1Q17         | 1Q16         | % change    |
|--|--------------|--------------|-------------|
| <b>Condensed consolidated statements of operations (CHF million)</b> |              |              |             |
| Interest and dividend income   | 4,043        | 4,586        | (12)        |
| Interest expense   | (2,348)      | (2,567)      | (9)         |
| Net interest income  | 1,695        | 2,019        | (16)        |
| Commissions and fees   | 3,005        | 2,634        | 14          |
| Trading revenues   | 525          | (408)        | –           |
| Other revenues   | 297          | 262          | 13          |
| <b>Net revenues</b>  | <b>5,522</b> | <b>4,507</b> | <b>23</b>   |
| <b>Provision for credit losses</b>                                   | <b>53</b>    | <b>150</b>   | <b>(65)</b> |
| Compensation and benefits  | 2,711        | 2,538        | 7           |
| General and administrative expenses                                  | 1,673        | 1,892        | (12)        |
| Commission expenses  | 368          | 387          | (5)         |
| Restructuring expenses   | 94           | 233          | (60)        |
| Total other operating expenses                                       | 2,135        | 2,512        | (15)        |
| <b>Total operating expenses</b>                                      | <b>4,846</b> | <b>5,050</b> | <b>(4)</b>  |
| <b>Income/(loss) before taxes</b>                                    | <b>623</b>   | <b>(693)</b> | <b>–</b>    |
| Income tax expense/(benefit)   | 97           | (290)        | –           |
| <b>Net income/(loss)</b>   | <b>526</b>   | <b>(403)</b> | <b>–</b>    |
| Net income/(loss) attributable to noncontrolling interests           | (2)          | (7)          | (71)        |
| <b>Net income/(loss) attributable to shareholders</b>                | <b>528</b>   | <b>(396)</b> | <b>–</b>    |

## Condensed consolidated balance sheets

| end of  | 1Q17           | 4Q16           | % change   |
|---|----------------|----------------|------------|
| <b>Assets (CHF million)</b>   |                |                |            |
| Cash and due from banks   | 101,757        | 121,066        | (16)       |
| Interest-bearing deposits with banks  | 1,061          | 767            | 38         |
| Central bank funds sold, securities purchased under resale agreements and securities borrowing transactions   | 137,978        | 134,839        | 2          |
| Securities received as collateral   | 37,622         | 32,564         | 16         |
| Trading assets  | 160,091        | 165,392        | (3)        |
| Investment securities   | 2,623          | 2,486          | 6          |
| Other investments   | 6,941          | 6,717          | 3          |
| Net loans   | 279,430        | 278,960        | 0          |
| Premises and equipment  | 4,623          | 4,666          | (1)        |
| Goodwill  | 4,115          | 4,189          | (2)        |
| Other intangible assets   | 202            | 213            | (5)        |
| Brokerage receivables   | 41,700         | 33,431         | 25         |
| Other assets  | 35,952         | 36,775         | (2)        |
| <b>Total assets</b>   | <b>814,095</b> | <b>822,065</b> | <b>(1)</b> |
| <b>Liabilities and equity (CHF million)</b>   |                |                |            |
| Due to banks  | 20,817         | 22,800         | (9)        |
| Customer deposits   | 353,561        | 357,224        | (1)        |
| Central bank funds purchased, securities sold under repurchase agreements and securities lending transactions | 38,113         | 33,016         | 15         |
| Obligation to return securities received as collateral  | 37,622         | 32,564         | 16         |
| Trading liabilities   | 47,682         | 44,952         | 6          |
| Short-term borrowings   | 13,784         | 15,385         | (10)       |
| Long-term debt  | 186,352        | 192,495        | (3)        |
| Brokerage payables  | 41,226         | 39,852         | 3          |
| Other liabilities   | 31,183         | 39,919         | (22)       |
| <b>Total liabilities</b>  | <b>770,340</b> | <b>778,207</b> | <b>(1)</b> |
| <b>Total shareholder's equity</b>   | <b>42,734</b>  | <b>42,789</b>  | <b>0</b>   |
| Noncontrolling interests  | 1,021          | 1,069          | (4)        |
| <b>Total equity</b>   | <b>43,755</b>  | <b>43,858</b>  | <b>0</b>   |
| <b>Total liabilities and equity</b>   | <b>814,095</b> | <b>822,065</b> | <b>(1)</b> |

## BIS statistics (Basel III)

| end of                                | 1Q17   | 4Q16   | % change |
|---------------------------------------|--------|--------|----------|
| <b>Eligible capital (CHF million)</b> |        |        |          |
| Common equity tier 1 (CET1) capital   | 35,392 | 37,356 | (5)      |
| Tier 1 capital                        | 49,261 | 48,888 | 1        |
| Total eligible capital                | 54,644 | 55,802 | (2)      |
| <b>Capital ratios (%)</b>             |        |        |          |
| CET1 ratio                            | 13.3   | 13.8   | –        |
| Tier 1 ratio                          | 18.5   | 18.1   | –        |
| Total capital ratio                   | 20.6   | 20.6   | –        |

# Operating and financial review and prospects

Except where noted, the business of the Bank is substantially the same as the business of the Group, and substantially all of the Bank's operations are conducted through the Swiss Universal Bank, International Wealth Management, Asia Pacific, Global Markets, Investment Banking & Capital Markets and the Strategic Resolution Unit segments. These segment results are included in Core Results, except for the Strategic Resolution Unit, which is part of the Credit Suisse Results. Core Results also includes certain Corporate Center activities of the Group that are not applicable to the Bank. Certain other assets, liabilities and results of operations are managed as part of the activities of the six segments. However, since they are legally owned by the Group, they are not included in the Bank's consolidated financial statements. These relate principally to:

- Neue Aargauer Bank AG, with banking activity in the Swiss canton of Aargau, which is managed as part of Swiss Universal Bank;
- BANK-now SA, with private credit and car leasing activity in Switzerland, which is managed as part of Swiss Universal Bank;
- financing vehicles of the Group, which include special purpose vehicles for various funding activities of the Group, including for the purpose of raising capital; and
- hedging activities relating to share-based compensation awards.

These operations and activities vary from period to period and give rise to differences between the Bank's consolidated assets, liabilities, revenues and expenses, including pensions and taxes, and those of the Group.

## Comparison of selected operations statement information

| in   | Bank  |       | Group |       |
|--|-------|-------|-------|-------|
|  | 1Q17  | 1Q16  | 1Q17  | 1Q16  |
| <b>Statements of operations (CHF million)</b>  |       |       |       |       |
| Net revenues                                   | 5,522 | 4,507 | 5,534 | 4,638 |
| Total operating expenses                       | 4,846 | 5,050 | 4,811 | 4,972 |
| Income/(loss) before taxes                     | 623   | (693) | 670   | (484) |
| Net income/(loss)                              | 526   | (403) | 592   | (305) |
| Net income/(loss) attributable to shareholders | 528   | (396) | 596   | (302) |
| of which from continuing operations            | 528   | (396) | 596   | (302) |

## Comparison of selected balance sheet information

| end of  | Bank    |         | Group   |         |
|---|---------|---------|---------|---------|
|   | 1Q17    | 4Q16    | 1Q17    | 4Q16    |
| <b>Balance sheet statistics (CHF million)</b> |         |         |         |         |
| Total assets                                  | 814,095 | 822,065 | 811,979 | 819,861 |
| Total liabilities                             | 770,340 | 778,207 | 769,900 | 777,550 |



## Exhibits

**No. Description**

99.1 Credit Suisse Earnings Release 1Q17

## Signatures

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

### **CREDIT SUISSE AG**

(Registrant)

Date: April 26, 2017

By:

/s/ Tidjane Thiam

Tidjane Thiam

Chief Executive Officer

By:

/s/ David R. Mathers

David R. Mathers

Chief Financial Officer

## Key metrics

|   | 1Q17    | 4Q16    | in / end of<br>1Q16 | % change |       |
|---|---------|---------|---------------------|----------|-------|
|   |         |         |                     | QoQ      | YoY   |
| <b>Credit Suisse (CHF million, except where indicated)</b>      |         |         |                     |          |       |
| Net income/(loss) attributable to shareholders                  | 596     | (2,619) | (302)               | -        | -     |
| Basic earnings/(loss) per share (CHF)                           | 0.28    | (1.25)  | (0.15)              | -        | -     |
| Diluted earnings/(loss) per share (CHF)                         | 0.27    | (1.25)  | (0.15)              | -        | -     |
| Return on equity attributable to shareholders (%)               | 5.7     | (23.8)  | (2.6)               | -        | -     |
| Effective tax rate (%)  | 11.6    | (18.8)  | 37.0                | -        | -     |
| <b>Core Results (CHF million, except where indicated)</b>       |         |         |                     |          |       |
| Net revenues  | 5,740   | 5,383   | 5,179               | 7        | 11    |
| Provision for credit losses                                     | 29      | 47      | 35                  | (38)     | (17)  |
| Total operating expenses  | 4,502   | 4,644   | 4,375               | (3)      | 3     |
| Income before taxes   | 1,209   | 692     | 769                 | 75       | 57    |
| Cost/income ratio (%)   | 78.4    | 86.3    | 84.5                | -        | -     |
| <b>Assets under management and net new assets (CHF billion)</b> |         |         |                     |          |       |
| Assets under management   | 1,304.2 | 1,251.1 | 1,180.5             | 4.2      | 10.5  |
| Net new assets  | 24.4    | (6.7)   | 10.2                | -        | 139.2 |
| <b>Balance sheet statistics (CHF million)</b>                   |         |         |                     |          |       |
| Total assets  | 811,979 | 819,861 | 813,898             | (1)      | 0     |
| Net loans   | 276,370 | 275,976 | 270,248             | 0        | 2     |
| Total shareholders' equity                                      | 41,702  | 41,897  | 44,997              | 0        | (7)   |
| Tangible shareholders' equity                                   | 36,669  | 36,771  | 40,123              | 0        | (9)   |
| <b>Basel III regulatory capital and leverage statistics</b>     |         |         |                     |          |       |
| CET1 ratio (%)  | 12.7    | 13.5    | 13.6                | -        | -     |
| Look-through CET1 ratio (%)                                     | 11.7    | 11.5    | 11.4                | -        | -     |
| Look-through CET1 leverage ratio (%)                            | 3.3     | 3.2     | 3.3                 | -        | -     |
| Look-through Tier 1 leverage ratio (%)                          | 4.6     | 4.4     | 4.4                 | -        | -     |
| <b>Share information</b>  |         |         |                     |          |       |
| Shares outstanding (million)                                    | 2,083.6 | 2,089.9 | 1,946.4             | 0        | 7     |
| of which common shares issued                                   | 2,089.9 | 2,089.9 | 1,957.4             | 0        | 7     |
| of which treasury shares  | (6.3)   | 0.0     | (11.0)              | -        | (43)  |
| Book value per share (CHF)                                      | 20.01   | 20.05   | 23.12               | 0        | (13)  |
| Tangible book value per share (CHF)                             | 17.60   | 17.59   | 20.61               | 0        | (15)  |
| Market capitalization (CHF million)                             | 31,139  | 30,533  | 26,640              | 2        | 17    |
| <b>Number of employees (full-time equivalents)</b>              |         |         |                     |          |       |
| Number of employees   | 46,640  | 47,170  | 47,760              | (1)      | (2)   |

See relevant tables for additional information on these metrics.

## **EXHIBIT B**

### **CREDIT SUISSE GROUP AG AND CREDIT SUISSE AG FORM 6-K FILED WITH US SECURITIES AND EXCHANGE COMMISSION**

This Form 6-K was filed with the US Securities and Exchange Commission on 28 April 2017, as described below.

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UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

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Form 6-K

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REPORT OF FOREIGN PRIVATE ISSUER PURSUANT TO RULE 13a-16 OR 15d-16  
UNDER THE SECURITIES EXCHANGE ACT OF 1934

April 28, 2017

Commission File Number 001-15244

**CREDIT SUISSE GROUP AG**

(Translation of registrant's name into English)

Paradeplatz 8, 8001 Zurich, Switzerland  
(Address of principal executive office)

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Commission File Number 001-33434

**CREDIT SUISSE AG**

(Translation of registrant's name into English)

Paradeplatz 8, 8001 Zurich, Switzerland  
(Address of principal executive office)

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Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F.

Form 20-F

Form 40-F

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1):

**Note:** Regulation S-T Rule 101(b)(1) only permits the submission in paper of a Form 6-K if submitted solely to provide an attached annual report to security holders.

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7):

**Note:** Regulation S-T Rule 101(b)(7) only permits the submission in paper of a Form 6-K if submitted to furnish a report or other document that the registrant foreign private issuer must furnish and make public under the laws of the jurisdiction in which the registrant is incorporated, domiciled or legally organized (the registrant's "home country"), or under the rules of the home country exchange on which the registrant's securities are traded, as long as the report or other document is not a press release, is not required to be and has not been distributed to the registrant's security holders, and, if discussing a material event, has already been the subject of a Form 6-K submission or other Commission filing on EDGAR.

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This report on Form 6-K is being filed by Credit Suisse Group AG and Credit Suisse AG and is hereby incorporated by reference into the Registration Statement on Form F-3 (file no. 333-202913) and the Registration Statements on Form S-8 (file no. 333-101259 and file no. 333-208152), except for the sections entitled “Urs Rohner, Chairman of the Board of Directors of Credit Suisse Group”, “Voting Results” and “Information” of the Media Release, as well as the last paragraph under the section entitled “Distribution payable out of capital contribution reserves” and the last paragraph under the section entitled “Credit Suisse AG” of the Media Release.

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**CREDIT SUISSE GROUP AG**

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Switzerland

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Fax  
+41 44 333 88 77   
[media.relations@credit-suisse.com](mailto:media.relations@credit-suisse.com)

## Media Release

### **Annual General Meeting of Credit Suisse Group AG: All Proposals Put Forward by the Board of Directors Approved**

Zurich, April 28, 2017 The shareholders of Credit Suisse Group AG approved all of the proposals of the Board of Directors at today's Annual General Meeting in Zurich. Shareholders approved the distribution for the 2016 financial year of CHF 0.70 per registered share, which they can elect to receive either in the form of new shares (scrip dividend) or in cash or a combination thereof. The increase in authorized capital to service the scrip dividend was also approved by shareholders. In addition, the Annual General Meeting approved the compensation of the Board of Directors and the Executive Board and accepted the 2016 Compensation Report. The Chairman and the other members of the Board of Directors proposed for re-election were confirmed in office for a further term of one year. Andreas Gottschling and Alexandre Zeller were elected as new members of the Board of Directors.

At today's Annual General Meeting of Credit Suisse Group AG in Zurich, shareholders approved all of the proposals put forward by the Board of Directors.

#### **Distribution payable out of capital contribution reserves**

With a majority of 94.99%, shareholders approved a distribution of CHF 0.70 per registered share payable out of capital contribution reserves for the 2016 financial year in the form of a scrip dividend, a cash distribution or a combination thereof. The distribution remains subject to the provisions of foreign law concerning the acquisition of new shares. Should no choice be made, the distribution will be paid out entirely in cash.

Both the delivery of the new shares and the distribution in cash are scheduled for May 24, 2017. The issue price of the new shares will be based on the five-day average of the daily volume-weighted average prices from May 15, 2017 to May 19, 2017 of the registered shares of Credit Suisse Group AG listed on the SIX Swiss Exchange AG, less a discount of 8%.

Further information on the scrip dividend can be found in the 'Shareholder Information – Summary Document', which is available on the Credit Suisse website at: [www.credit-suisse.com/agm](http://www.credit-suisse.com/agm)

### **Increase of Authorized Capital for Scrip Dividend**

With a majority of 92.95%, shareholders approved the increase in authorized capital in order to service the 2017 scrip dividend. Following the approval by shareholders, the authorized capital reserved for the scrip dividend will be increased from currently CHF 6,299,274.64 (equivalent to 157,481,866 registered shares) to CHF 9,520,000 (equivalent to 238,000,000 registered shares), and Art. 27 of the Articles of Association will be amended accordingly.



**Media Release**  
April 28, 2017  
Page 2/4

### **Approval of the Compensation of the Board of Directors and the Executive Board**

The Annual General Meeting adopted the proposal to approve a maximum amount of compensation for the Board of Directors of CHF 12.0 million for the period until the 2018 Annual General Meeting with a majority of 73.09%.

Additionally, the Annual General Meeting adopted the proposal of the Board of Directors to approve the aggregate amount of CHF 17.01 million for short-term variable compensation for the Executive Board for the 2016 financial year, with a majority of 59.59%. The Annual General Meeting also adopted the proposal to approve a maximum amount of CHF 31.0 million for the fixed compensation for the Executive Board for the period until the 2018 Annual General Meeting with a majority of 81.69% and approved the maximum amount of CHF 31.2 million for long-term variable compensation for the 2017 financial year, with a majority of 73.52%.

### **Consultative Vote on the 2016 Compensation Report**

In a consultative vote, shareholders accepted the 2016 Compensation Report, with a majority of 57.98%.

### **Elections to the Board of Directors**

Chairman Urs Rohner and the other members of the Board of Directors who stood for re-election were confirmed for a further term of office of one year.

Andreas Gottschling and Alexandre Zeller were elected to the Board of Directors as new members for a term of office of one year.

Andreas Gottschling was a member of the management board and chief risk officer of Erste Group Bank AG, Vienna, from 2013 to 2016. From 2012 to 2013, he was a senior advisor in the risk practice at McKinsey & Company, Zurich. Prior to that, he was with Deutsche Bank in London and Frankfurt, as a member of the Risk Executive Committee and Divisional Board from 2005 to 2012, with additional responsibility as Global Head of Operational Risk from 2006 to 2010. From 2003 to 2005, he held the role of Head of Quant Research at LGT Capital Management in Pfäffikon. From 2000 to 2003, he was a consultant at Euroquants, Frankenthal, and a Professor of Finance at Washington State University, Washington. He started his career at Deutsche Bank Research in 1997. Prior to that he studied Mathematics and Economics at Albert-Ludwigs University of Freiburg im Breisgau and Harvard University, and holds a Master and a PhD in Economics from the University of California, San Diego. Andreas Gottschling is a German citizen.

Alexandre Zeller was appointed Chairman of the Board of Directors of Credit Suisse (Schweiz) AG with effect from October 1, 2016. Prior to that, he was Chairman of the Board of Directors of SIX Group AG from May 2013. After completing his studies at the University of Lausanne (Business Administration) and Harvard Business School in Boston (Advanced Management

Program), he worked in International Operational Audit at Nestlé in Vevey from 1984 to 1987. He subsequently held various functions at Credit Suisse in Zurich until 2002, during which time he was appointed to the Executive Board of Credit Suisse Private Banking in 1999 and to the position of CEO Private Banking Switzerland in 2002. After working as the CEO of Banque Cantonale Vaudoise in Lausanne from 2002 to 2008, he then moved to HSBC Private Bank (Suisse) in Geneva, where he worked until 2012 as the CEO, Country Manager Switzerland, and the Regional CEO Global Private Banking EMEA. Since 2012, Alexandre Zeller has held mandates as



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a professional board member with various companies and foundations in Switzerland. Alexandre Zeller is a Swiss citizen.

### **Re-Election of the Members of the Compensation Committee**

The Annual General Meeting re-elected Iris Bohnet, Andreas N. Koopmann, Kai S. Nargolwala as members of the Compensation Committee for a term of one year. Alexandre Zeller was also elected as a new member of the Compensation Committee for a term of one year. Kai S. Nargolwala will serve as Chairman of the Compensation Committee for a term of one year.

**Urs Rohner, Chairman of the Board of Directors of Credit Suisse Group**, commented: "On behalf of the Board of Directors, I would like to thank the shareholders for confirming their support and approving all proposals put forward today. We have noted shareholders' sentiment surrounding compensation. Also going forward, we will continue engaging with our shareholders and duly considering their views in our compensation approach. Following today's elections, I am delighted to welcome Andreas Gottschling and Alexandre Zeller as new members of our Board of Directors. I believe that the Board of Directors will benefit significantly from their strong track record and expertise in financial services and risk management. I also wish to express my considerable thanks to Noreen Doyle, Jean Lanier and Jassim Bin Hamad J.J. Al Thani for their personal contributions to the Board of Directors."



### **Voting Results**

All the voting results, together with the speeches of Urs Rohner, Chairman of the Board of Directors, and Tidjane Thiam, Chief Executive Officer, are available online in English, German and French at: [www.credit-suisse.com/agm](http://www.credit-suisse.com/agm)

### **Composition of the Board of Directors as of April 28, 2017**

The composition of the Board of Directors has changed following the elections. Richard E. Thornburgh was appointed Vice-Chair for a further term of one year. Severin Schwan was newly appointed as Vice-Chair as well as Lead Independent Director for a term of one year. See pdf for table showing the new composition of the Board of Directors.

### **Information**

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### **Credit Suisse AG**

Credit Suisse AG is one of the world's leading financial services providers and is part of the Credit Suisse group of companies (referred to here as 'Credit Suisse'). As an integrated bank, Credit Suisse offers clients its combined expertise in the areas of private banking, investment banking and asset management. Credit Suisse provides advisory services, comprehensive solutions and innovative products to companies, institutional clients and high-net-worth private clients globally, as well as to retail clients in Switzerland. Credit Suisse is headquartered in Zurich and operates in about 50 countries worldwide. The group employs approximately 46,640 people. The registered shares (CSGN) of Credit Suisse's parent company, Credit Suisse Group AG, are listed in Switzerland and, in the form of American Depositary Shares (CS), in New York. Further information about Credit Suisse can be found at [www.credit-suisse.com](http://www.credit-suisse.com).

A "Shareholder Information – Summary Document" containing a more detailed description of the option to receive the distribution in new shares is available to shareholders of Credit Suisse Group. The conditions for the exercise of the scrip alternative, including possible restrictions to its availability to some Credit Suisse Group shareholders, are specified in such "Shareholder Information – Summary



Document". This media release does not constitute an offer to sell or an invitation to subscribe for, or the solicitation of an offer to buy or subscribe for, securities of Credit Suisse Group, nor shall it (or any part of it) or the fact of its distribution form the basis of, or be relied on in connection with, any contract therefor. This media release does not constitute a prospectus within the meaning of any applicable law. Eligible shareholders should make their decision to receive a cash distribution or to receive new shares of Credit Suisse Group as part of the 2017 distribution solely based on the terms and conditions of the 2017 distribution and the additional information contained in the relevant documents. This media release does not constitute a recommendation to shareholders to elect to receive new shares of Credit Suisse Group as part of the 2017 distribution. Eligible shareholders are furthermore advised to consult their bank, tax or financial advisor before making any decision.

**Cautionary statement regarding forward-looking information**

This media release contains statements that constitute forward-looking statements. In addition, in the future we, and others on our behalf, may make statements that constitute forward-looking statements. Such forward-looking statements may include, without limitation, statements relating to the following:

- our plans, objectives or goals;
- our future economic performance or prospects;
- the potential effect on our future performance of certain contingencies; and
- assumptions underlying any such statements.

Words such as "believes," "anticipates," "expects," "intends" and "plans" and similar expressions are intended to identify forward-looking statements but are not the exclusive means of identifying such statements. We do not intend to update these forward-looking statements except as may be required by applicable securities laws.

By their very nature, forward-looking statements involve inherent risks and uncertainties, both general and specific, and risks exist that predictions, forecasts, projections and other outcomes described or implied in forward-looking statements will not be achieved. We caution you that a number of important factors could cause results to differ materially from the plans, objectives, expectations, estimates and intentions expressed in such forward-looking statements. These factors include:

- the ability to maintain sufficient liquidity and access capital markets;
- market volatility and interest rate fluctuations and developments affecting interest rate levels;
- the strength of the global economy in general and the strength of the economies of the countries in which we conduct our operations, in particular the risk of continued slow economic recovery or downturn in the US or other developed countries or in emerging markets in 2017 and beyond;
- the direct and indirect impacts of deterioration or slow recovery in residential and commercial real estate markets;
- adverse rating actions by credit rating agencies in respect of us, sovereign issuers, structured credit products or other credit-related exposures;
- the ability to achieve our strategic objectives, including cost efficiency, net new asset, pre-tax income/(loss), capital ratios and return on regulatory capital, leverage exposure threshold, risk-weighted assets threshold and other targets and ambitions;
- the ability of counterparties to meet their obligations to us;
- the effects of, and changes in, fiscal, monetary, exchange rate, trade and tax policies, as well as currency fluctuations;
- political and social developments, including war, civil unrest or terrorist activity;
- the possibility of foreign exchange controls, expropriation, nationalization or confiscation of assets in countries in which we conduct our operations;
- operational factors such as systems failure, human error, or the failure to implement procedures properly;
- the risk of cyberattacks on our business or operations;
- actions taken by regulators with respect to our business and practices and possible resulting changes to our business organization, practices and policies in countries in which we conduct our operations;
- the effects of changes in laws, regulations or accounting policies or practices in countries in which we conduct our operations;
- the potential effects of proposed changes in our legal entity structure;
- competition or changes in our competitive position in geographic and business areas in which we conduct our operations;
- the ability to retain and recruit qualified personnel;
- the ability to maintain our reputation and promote our brand;
- the ability to increase market share and control expenses;
- technological changes;
- the timely development and acceptance of our new products and services and the perceived overall value of these products and services by users;
- acquisitions, including the ability to integrate acquired businesses successfully, and divestitures, including the ability to sell non-core assets;
- the adverse resolution of litigation, regulatory proceedings and other contingencies; and
- other unforeseen or unexpected events and our success at managing these and the risks involved in the foregoing.

We caution you that the foregoing list of important factors is not exclusive. When evaluating forward-looking statements, you should carefully consider the foregoing factors and other uncertainties and events, including the information set forth in "Risk factors" in I – Information on the company in our Annual Report 2016.

## Composition of the Board of Directors as of April 28, 2017

|   | End of current term | Chairman's and Governance Committee | Audit Committee | Compensation Committee | Risk Committee |
|---|---------------------|-------------------------------------|-----------------|------------------------|----------------|
| <b>Urs Rohner, Chairman</b>                                     | 2018                | Chairman                            | -               | -                      | -              |
| <b>Severin Schwan, Vice-Chair and Lead Independent Director</b> | 2018                | Member                              | -               | -                      | Member         |
| <b>Richard E. Thornburgh, Vice-Chair</b>                        | 2018                | Member                              | Member          | -                      | Chairman       |
| <b>Iris Bohnet</b>  | 2018                | -                                   | -               | Member                 | -              |
| <b>Andreas Gottschling</b>                                      | 2018                | -                                   | -               | -                      | Member         |
| <b>Alexander Gut</b>  | 2018                | -                                   | Member          | -                      | -              |
| <b>Andreas Koopmann</b>   | 2018                | -                                   | -               | Member                 | Member         |
| <b>Seraina (Maag) Macia</b>                                     | 2018                | -                                   | Member          | -                      | -              |
| <b>Kai Nargolwala</b>   | 2018                | Member                              | -               | Chairman               | -              |
| <b>Joaquin J. Ribeiro</b>                                       | 2018                | -                                   | Member          | -                      | -              |
| <b>John Tiner</b>   | 2018                | Member                              | Chairman        | -                      | Member         |
| <b>Alexandre Zeller</b>   | 2018                | Member                              | -               | Member                 | -              |

### SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrants have duly caused this report to be signed on their behalf by the undersigned, thereunto duly authorized.

CREDIT SUISSE GROUP AG and CREDIT SUISSE AG  
(Registrants)

By: /s/ Stephan Flückiger  
Stephan Flückiger  
Director

/s/ Claude Jehle  
Claude Jehle  
Director

Date: April 28, 2017

## **EXHIBIT C**

### **EXTRACT OF CREDIT SUISSE AG FORM 6-K FILED WITH US SECURITIES AND EXCHANGE COMMISSION**

This extract of Form 6-K, which was filed with the US Securities and Exchange Commission on 4 May 2017, contains Credit Suisse AG (Bank) financial report for the first quarter of 2017, as described below.

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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**  
Washington, D.C. 20549

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**Form 6-K**

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**REPORT OF FOREIGN PRIVATE ISSUER PURSUANT TO RULE 13a-16 OR 15d-16  
UNDER THE SECURITIES EXCHANGE ACT OF 1934**

May 4, 2017

Commission File Number 001-33434

**CREDIT SUISSE AG**

(Translation of registrant's name into English)

Paradeplatz 8, CH 8001 Zurich, Switzerland  
(Address of principal executive office)

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Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F.

Form 20-F

Form 40-F

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1):

**Note:** Regulation S-T Rule 101(b)(1) only permits the submission in paper of a Form 6-K if submitted solely to provide an attached annual report to security holders.

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7):

**Note:** Regulation S-T Rule 101(b)(7) only permits the submission in paper of a Form 6-K if submitted to furnish a report or other document that the registrant foreign private issuer must furnish and make public under the laws of the jurisdiction in which the registrant is incorporated, domiciled or legally organized (the registrant's "home country"), or under the rules of the home country exchange on which the registrant's securities are traded, as long as the report or other document is not a press release, is not required to be and has not been distributed to the registrant's security holders, and, if discussing a material event, has already been the subject of a Form 6-K submission or other Commission filing on EDGAR.

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## Explanatory note

On May 4, 2017, the Credit Suisse Financial Report 1Q17 was published. A copy of the Financial Report is attached as an exhibit to this report on Form 6-K. This report on Form 6-K (including the exhibit hereto) is hereby (i) incorporated by reference into the Registration Statement on Form F-3 (file no. 333-202913) and (ii) shall be deemed to be “filed” for purposes of the Securities Exchange Act of 1934, as amended, except, in the case of both (i) and (ii), the sections of the attached Financial Report entitled “Investor information” and “Financial calendar and contacts”.

# Exhibits

## No. Description

99.1 Credit Suisse Financial Report 1Q17

## Signatures

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

### **CREDIT SUISSE AG**

(Registrant)

Date: May 4, 2017

By:

/s/ Tidjane Thiam

Tidjane Thiam

Chief Executive Officer

By:

/s/ David R. Mathers

David R. Mathers

Chief Financial Officer

## Key metrics

|   |         | in / end of |         | % change |       |
|---|---------|-------------|---------|----------|-------|
|   | 1Q17    | 4Q16        | 1Q16    | QoQ      | YoY   |
| <b>Credit Suisse (CHF million, except where indicated)</b>      |         |             |         |          |       |
| Net income/(loss) attributable to shareholders                  | 596     | (2,619)     | (302)   | -        | -     |
| Basic earnings/(loss) per share (CHF)                           | 0.28    | (1.25)      | (0.15)  | -        | -     |
| Diluted earnings/(loss) per share (CHF)                         | 0.27    | (1.25)      | (0.15)  | -        | -     |
| Return on equity attributable to shareholders (%)               | 5.7     | (23.8)      | (2.6)   | -        | -     |
| Effective tax rate (%)  | 11.6    | (18.8)      | 37.0    | -        | -     |
| <b>Core Results (CHF million, except where indicated)</b>       |         |             |         |          |       |
| Net revenues  | 5,740   | 5,383       | 5,179   | 7        | 11    |
| Provision for credit losses                                     | 29      | 47          | 35      | (38)     | (17)  |
| Total operating expenses  | 4,502   | 4,644       | 4,375   | (3)      | 3     |
| Income before taxes   | 1,209   | 692         | 769     | 75       | 57    |
| Cost/income ratio (%)   | 78.4    | 86.3        | 84.5    | -        | -     |
| <b>Assets under management and net new assets (CHF billion)</b> |         |             |         |          |       |
| Assets under management   | 1,304.2 | 1,251.1     | 1,180.5 | 4.2      | 10.5  |
| Net new assets  | 24.4    | (6.7)       | 10.2    | -        | 139.2 |
| <b>Balance sheet statistics (CHF million)</b>                   |         |             |         |          |       |
| Total assets  | 811,979 | 819,861     | 813,898 | (1)      | 0     |
| Net loans   | 276,370 | 275,976     | 270,248 | 0        | 2     |
| Total shareholders' equity                                      | 41,702  | 41,897      | 44,997  | 0        | (7)   |
| Tangible shareholders' equity                                   | 36,669  | 36,771      | 40,123  | 0        | (9)   |
| <b>Basel III regulatory capital and leverage statistics</b>     |         |             |         |          |       |
| CET1 ratio (%)  | 12.7    | 13.5        | 13.6    | -        | -     |
| Look-through CET1 ratio (%)                                     | 11.7    | 11.5        | 11.4    | -        | -     |
| Look-through CET1 leverage ratio (%)                            | 3.3     | 3.2         | 3.3     | -        | -     |
| Look-through Tier 1 leverage ratio (%)                          | 4.6     | 4.4         | 4.4     | -        | -     |
| <b>Share information</b>  |         |             |         |          |       |
| Shares outstanding (million)                                    | 2,083.6 | 2,089.9     | 1,946.4 | 0        | 7     |
| of which common shares issued                                   | 2,089.9 | 2,089.9     | 1,957.4 | 0        | 7     |
| of which treasury shares  | (6.3)   | 0.0         | (11.0)  | -        | (43)  |
| Book value per share (CHF)                                      | 20.01   | 20.05       | 23.12   | 0        | (13)  |
| Tangible book value per share (CHF)                             | 17.60   | 17.59       | 20.61   | 0        | (15)  |
| Market capitalization (CHF million)                             | 31,139  | 30,533      | 26,640  | 2        | 17    |
| <b>Number of employees (full-time equivalents)</b>              |         |             |         |          |       |
| Number of employees   | 46,640  | 47,170      | 47,760  | (1)      | (2)   |

See relevant tables for additional information on these metrics.



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