Hong Kong Exchanges and Clearing Limited ("HKEX"), The Stock Exchange of Hong Kong Limited (the "Stock Exchange") and Hong Kong Securities Clearing Company Limited take no responsibility for the contents of this document, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this document.

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: UBS AG** (incorporated with limited liability in Switzerland)

acting through its London Branch

**Sponsor: UBS Securities Asia Limited** 

# **Key Terms**

		Key Term						
Warrants Stock code	26894	26880	26884	26885	26890			
Liquidity Provider broker ID	9697	9696	9696	9696	9696			
Issue size	30,000,000 Warrants	300,000,000 Warrants	300,000,000 Warrants	300,000,000 Warrants	300,000,000 Warrants			
Style	European style cash settled	European style cash settled	European style cash settled	European style cash settled	European style cash settled			
Туре	Call	Call	Call	Call	Put			
Company	Sun Hung Kai Properties Limited	Tencent Holdings Limited	Tencent Holdings Limited	Tencent Holdings Limited	Tencent Holdings Limited			
Shares	Existing issued ordinary shares of the Company	Existing issued ordinary shares of the Company	Existing issued ordinary shares of the Company	Existing issued ordinary shares of the Company	Existing issued ordinary shares of the Company			
Board Lot	5,000 Warrants	10,000 Warrants	10,000 Warrants	10,000 Warrants	10,000 Warrants			
Issue Price per Warrant	HKD 0.450	HKD 0.217	HKD 0.171	HKD 0.307	HKD 0.172			
Cash Settlement Amount per Board Lot (if any) payable at expiry	For a series of call Warrants:  Entitlement x (Average Price – Exercise Price) x one Board Lot  Number of Warrant(s) per Entitlement							
	For a series of put Warrants:  Entitlement x (Exercise Price – Average Price) x one Board Lot  Number of Warrant(s) per Entitlement							
Exercise Price	HKD 123.900	HKD 368.200	HKD 400.200	HKD 348.200	HKD 322.200			
Average Price <sup>1</sup> (for all series)	The arithmetic mean	of the closing prices	of one Share for each	h Valuation Date	•			
Entitlement	1 Share	1 Share	1 Share	1 Share	1 Share			
Number of Warrant(s) per Entitlement	10 Warrant(s)	100 Warrant(s)	100 Warrant(s)	100 Warrant(s)	100 Warrant(s)			
Maximum number of Shares to which the Warrants relate	3,000,000 Shares	3,000,000 Shares	3,000,000 Shares	3,000,000 Shares	3,000,000 Shares			
Launch Date (for all series)	14 August 2018	•		•	•			
Issue Date (for all series)	20 August 2018							
Listing Date (for all series)	21 August 2018							
Valuation Date <sup>2</sup> (for all series)	Each of the five Bus	iness Days immediat	ely preceding the Exp	piry Date				
Expiry Date <sup>3</sup>	4 January 2019	21 January 2019	22 March 2019	29 January 2019	29 January 2019			
Settlement Date (for all series)	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							
Settlement Currency	Hong Kong Dollars	Hong Kong Dollars	Hong Kong Dollars	Hong Kong Dollars	Hong Kong Dollars			
Implied Volatility <sup>4</sup>	24.00%	32.00%	32.00%	32.00%	32.00%			
Effective Gearing <sup>4</sup>	10.41x	7.05x	6.92x	6.23x	6.27x			
Gearing <sup>4</sup>	26.69x	16.03x	20.34x	11.33x	20.22x			
Premium <sup>4</sup>	6.91%	12.10%	19.98%	8.94%	12.31%			
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<sup>&</sup>lt;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 Condition 5 such as capitalisation, rights issue, distribution or the like.

<sup>&</sup>lt;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 Condition 2(C) for details.

<sup>&</sup>lt;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>&</sup>lt;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.

# **Key Terms**

Warrants Stock code	26891
Liquidity Provider broker ID	9697
Issue size	70,000,000 Warrants
Style	European style cash settled
Туре	Call
Company	China Shenhua Energy Company Limited
Shares	Existing issued ordinary H shares of the Company
Board Lot	5,000 Warrants
Issue Price per Warrant	HKD 0.155
Cash Settlement Amount per Board Lot (if any) payable at expiry	For a series of call Warrants:  Entitlement x (Average Price – Exercise Price) x one Board Lot  Number of Warrant(s) per Entitlement  For a series of put Warrants:  Entitlement x (Exercise Price – Average Price) x one Board Lot
Exercise Price	Number of Warrant(s) per Entitlement  HKD 19.100
	The arithmetic mean of the closing prices of one Share for each Valuation Date
Average Price <sup>1</sup> (for all series)	7.7
Entitlement Number of Warrant(s) per Entitlement	1 Share 10 Warrant(s)
Maximum number of Shares to which the Warrants relate	7,000,000 Shares
Launch Date (for all series)	14 August 2018
Issue Date (for all series)	20 August 2018
Listing Date (for all series)	21 August 2018
Valuation Date <sup>2</sup> (for all series)	Each of the five Business Days immediately preceding the Expiry Date
Expiry Date <sup>3</sup>	24 January 2019
Settlement Date (for all series)	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
Settlement Currency	Hong Kong Dollars
Implied Volatility <sup>4</sup>	50.00%
Effective Gearing <sup>4</sup>	4.85x
Gearing <sup>4</sup>	11.02x
Premium <sup>4</sup>	20.90%

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<sup>&</sup>lt;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 Condition 5 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 Condition 2(C) for details.

<sup>&</sup>lt;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>&</sup>lt;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 3 April 2018 (the "Base Listing Document"), as supplemented by any addendum thereto (together, the "Listing Documents"), in particular the section "Terms and Conditions of Cash Settled Warrants over Single Equities" (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:

Rating agency Rating as of the Launch Date

Moody's Deutschland GmbH Aa3 (stable outlook)
S&P Global Ratings 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 credit 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 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 from time to time.

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

We are a licensed bank regulated by the Hong Kong Monetary Authority. We are also authorised and regulated by the Financial Market Supervisory Authority in Switzerland, and authorised by the Prudential Regulation Authority and subject to regulation by the Financial Conduct Authority and limited regulation by the Prudential Regulation Authority in the United Kingdom.

#### Is the Issuer subject to any litigation?

Save as disclosed in the Listing Documents, we and our subsidiaries are not aware of any litigation or claims of material importance pending or threatened against us or them.

Has our financial position changed since last financial year-end? There has been no material adverse change in our financial or trading position since 31 December 2017.

#### 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: UBS Securities Hong Kong Limited

Address: 52/F, Two International Finance Centre, 8 Finance Street, Central, Hong Kong

Telephone Number: + 852 2971 6628

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* or (if applicable) the underlying Company's website(s) as follows:

#### **Underlying Company**

#### Website

Sun Hung Kai Properties Limited
Tencent Holdings Limited
China Shenhua Energy Company Limited

www.shkp.com www.tencent.com www.csec.com

#### • Information about the Warrants after issue

You may visit the Stock Exchange's website at <a href="http://warrants.com/home/html/warrants\_e.html">www.hkex.com.hk/products/securities/derivative-warrants?sc\_lang=en</a> or our website at <a href="http://warrants.ubs.com/home/html/warrants\_e.html">http://warrants.ubs.com/home/html/warrants\_e.html</a> 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 http://www.ubs.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 Conditions 5, 12 and 13 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 Condition 3(E) 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 52/F, Two International Finance Centre, 8 Finance Street, Central, Hong Kong:

- each of the Listing Documents (in separate English and Chinese versions), including:
  - this document
  - our Base Listing Document
  - the addendum to the Base Listing Document dated 23 May 2018
- our latest audited consolidated financial statements and any interim or quarterly financial statements;
- the consent letter of our Auditors; and
- the instrument executed by us on 10 April 2006.

The Listing Documents are also available on the website of the HKEX at www.hkexnews.hk and our website at http://warrants.ubs.com/home/html/warrants\_e.html.

各上市文件亦可於香港交易所披露易網站(www.hkexnews.hk)以及本公司網站http://warrants.ubs.com/home/html/warrants\_c.html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 report to the Listing Documents?

Our auditors ("Auditors") have given and have not since withdrawn their written consent to the inclusion of their report dated 8 March 2018 and/or the references to their name in our Base Listing Document, in the form and context in which they are included. Their report was 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 19 September 2001.

#### **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.

#### Resolution and recovery regime

We, UBS AG, are incorporated in Switzerland. Under the Swiss Banking Act, the Swiss Financial Market Supervisory Authority FINMA is able to exercise broad statutory powers with respect to Swiss banks and Swiss parent companies of financial groups, such as UBS AG and UBS Group AG (i.e. our holding company), if there is justified concern that the entity is over-indebted, has serious liquidity problems or, after the expiration of any relevant deadline, no longer fulfils capital adequacy requirements. These powers include powers to (i) transfer all or some of our liabilities under the Warrants to another entity and (ii) convert into equity or write down our liabilities under the Warrants. The exercise of any resolution power by the relevant resolution authorities in respect of UBS AG could materially adversely affect the value of, or your potential return under, the Warrants. In the worst case scenario, you may get nothing back and you could lose all of your investment.

#### **Financial Institutions (Resolution) Ordinance**

The Financial Institutions (Resolution) Ordinance (Cap. 628, the Laws of Hong Kong) (the "**FIRO**") was enacted by the Legislative Council of Hong Kong in June 2016. The FIRO (except Part 8, section 192 and Division 10 of Part 15 thereof) came into operation on 7 July 2017.

The FIRO provides a regime for the orderly resolution of financial institutions with a view to avoiding or mitigating the risks otherwise posed by their non-viability to the stability and effective working of the financial system of Hong Kong, including the continued performance of critical financial functions. The FIRO seeks to provide the relevant resolution authorities with a range of powers to bring about timely and orderly resolution in order to stabilise and secure continuity for a failing authorised institution in Hong Kong. In particular, it is envisaged that subject to certain safeguards, the relevant resolution authority would be provided with powers to affect contractual and property rights as well as payments (including in respect of any priority of payment) that creditors would receive in resolution, including but not limited to powers to write off, or convert into equity, all or a part of the liabilities of the failing financial institution.

As an authorised institution regulated by the Hong Kong Monetary Authority, we are subject to and bound by the FIRO. The exercise of any resolution power by the relevant resolution authority under the FIRO in respect of us may have a material adverse effect on the value of the Warrants, and as a result, you may not be able to recover all or any amount due under the Warrants.

#### 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 problem 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:

- the spread between bid and ask prices quoted by the Liquidity Provider may be significantly wider than its normal standard;
- 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 Conditions 5 and 12 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 Conditions 10 and 13 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.

# **Updated Information about Us**

We, UBS AG, released our second quarter 2018 report for the quarterly period ended on 30 June 2018 on 27 July 2018. You may visit the website at <a href="https://www.ubs.com/global/en/about\_ubs/investor\_relations/quarterly\_reporting/2018.html">https://www.ubs.com/global/en/about\_ubs/investor\_relations/quarterly\_reporting/2018.html</a> to access our second quarter 2018 report.

The information set out under this paragraph has been extracted without adjustment from our second quarter 2018 report. Page references under this paragraph refer to pages in such report.

# UBS AG interim consolidated financial statements (unaudited)

#### Income statement

		For the quarter ended			Year-to-date	
CHF million	Note	30.6.18	31.3.18	30.6.17	30.6.18	30.6.17
Interest income from financial instruments measured at amortized cost and fair value through other comprehensive income Interest expense from financial instruments measured at amortized cost		2,473 (1,583)	2,253 (1,330)	2,495 (1,297)	4,726 (2,913)	4,932 (2,491)
Interest income from financial instruments measured at fair value through profit or loss		1,715	1,594	1,095	3,309	2,050
Interest expense from financial instruments measured at fair value through profit or loss		(1,637)	(790)	(890)	(2,426)	(1,399)
Net interest income		967	1,727	1,404	2,694	3,092
Other net income from fair value changes on financial instruments		2,182	1,466	1,459	3,648	2,900
Credit loss (expense) / recovery	8	(28)	(25)	(46)	(53)	(46)
Fee and commission income		4,799	4,900	4,745	9,699	9,552
Fee and commission expense		(416)	(409)	(449)	(825)	(885)
Net fee and commission income	3	4,383	4,491	4,296	8,874	8,667
Other income	4	137	164	285	301	345
Total operating income		7,641	7,823	7,398	15,464	14,958
Personnel expenses	5	3,524	3,556	3,611	7,080	7,654
General and administrative expenses	6	2,308	2,236	2,111	4,544	3,712
Depreciation and impairment of property, equipment and software		241	232	220	473	473
Amortization and impairment of intangible assets		16	16	16	32	37
Total operating expenses		6,089	6,040	5,957	12,128	11,876
Operating profit / (loss) before tax		1,553	1,783	1,441	3,336	3,082
Tax expense / (benefit)	7	369	411	317	780	681
Net profit / (loss)		1,184	1,371	1,124	2,556	2,401
Net profit / (loss) attributable to preferred noteholders				0		46
Net profit / (loss) attributable to non-controlling interests		1	1	1	3	1
Net profit / (loss) attributable to shareholders		1,183	1,370	1,123	2,553	2,354

# Statement of comprehensive income

		For the quarter ended			Year-to-date	
CHF million	30.6.18	31.3.18	30.6.17	30.6.18	30.6.17	
Comprehensive income attributable to shareholders						
Net profit / (loss)	1,183	1,370	1,123	2,553	2,354	
Other comprehensive income that may be reclassified to the income statement						
Foreign currency translation						
Foreign currency translation movements, before tax (revaluation of net investment)	787	(479)	(1,250)	309	(1,566)	
Effective portion of changes in fair value of hedging instruments designated as net investment hedges, before tax	(55)	94	258	40	201	
Foreign currency translation differences on foreign operations reclassified to the income statement	15	0	21	15	25	
Effective portion of changes in fair value of hedging instruments designated in net investment hedge reclassified to the	_					
income statement	0	0	0	0	0	
Income tax relating to foreign currency translations, including the impact of net investment hedges	(1)	1 (202)	(2.50)	0	(4.227)	
Subtotal foreign currency translation, net of tax	747	(383)	(969)	364	(1,337)	
Financial assets measured at fair value through other comprehensive income	(0.1)	(7.4)		(0.5)		
Net unrealized gains / (losses), before tax	(24)	(71)	10	(95)	53	
Impairment charges reclassified to the income statement from equity	0	0	(1)	0	13	
Realized gains reclassified to the income statement from equity	0	0	(135)	0	(143)	
Realized losses reclassified to the income statement from equity	0	0	5	0	7	
Income tax relating to net unrealized gains / (losses)	6	19	6	26	(2)	
Subtotal financial assets measured at fair value through other comprehensive income, net of tax	(18)	(51)	(115)	(69)	(72)	
Cash flow hedges of interest rate risk						
Effective portion of changes in fair value of derivative instruments designated as cash flow hedges, before tax	(127)	(441)	165	(569)	136	
Net (gains) / losses reclassified to the income statement from equity	(70)	(127)	(211)	(197)	(431)	
Income tax relating to cash flow hedges	37	114	11	151	63	
Subtotal cash flow hedges, net of tax	(161)	(454)	(35)	(615)	(233)	
Total other comprehensive income that may be reclassified to the income statement, net of tax	569	(889)	(1,119)	(320)	(1,641)	
Other comprehensive income that will not be reclassified to the income statement						
Defined benefit plans						
Gains / (losses) on defined benefit plans, before tax	250	(34)	115	216	164	
Income tax relating to defined benefit plans	2	21	0	23	2	
Subtotal defined benefit plans, net of tax	252	(13)	115	239	166	
Own credit on financial liabilities designated at fair value						
Gains / (losses) from own credit on financial liabilities designated at fair value, before tax	248	171	(72)	419	(252)	
Income tax relating to own credit on financial liabilities designated at fair value	0	(2)	(1)	(2)	(1)	
Subtotal own credit on financial liabilities designated at fair value, net of tax	248	170	(73)	417	(254)	
Total other comprehensive income that will not be reclassified to the income statement, net of tax	499	157	42	656	(87)	
Total outch comprehensive income that will not be reclassified to the income statement, net of tax	733	137	72	0.50	(07)	
Total other comprehensive income	1,068	(732)	(1,077)	336	(1,729)	
Total comprehensive income attributable to shareholders	2,251	638	46	2.889	625	

# Statement of comprehensive income (continued)

	For th	For the quarter ended		Year-to-date		
CHF million	30.6.18	31.3.18	30.6.17	30.6.18	30.6.17	
Comprehensive income attributable to preferred noteholders						
Net profit / (loss)	0	0	0	0	46	
Other comprehensive income that will not be reclassified to the income statement						
Foreign currency translation movements, before tax	0	0	16	0	14	
Income tax relating to foreign currency translation movements	0	0	0	0	0	
Subtotal foreign currency translation, net of tax	0	0	16	0	14	
Total other comprehensive income that will not be reclassified to the income statement, net of tax	0	0	16	0	14	
Total comprehensive income attributable to preferred noteholders	0	0	16	0	60	
Net profit / (loss)  Other comprehensive income that will not be reclassified to the income statement	1	0	(2)	(2)	(1'	
Foreign currency translation movements, before tax	(2)		(2)	(2)	(1)	
Income tax relating to foreign currency translation movements	0	0	0 (2)	0 (2)	(1)	
Subtotal foreign currency translation, net of tax	(2)	0	(2)	(2)	(1)	
Total other comprehensive income that will not be reclassified to the income statement, net of tax	(2)	0	(2)	(2)	(1)	
Total comprehensive income attributable to non-controlling interests	(1)	1	(2)	ı	ı	
Total comprehensive income						
Net profit / (loss)	1,184	1,371	1,124	2,556	2,401	
Other comprehensive income	1,066	(732)	(1,064)	334	(1,715)	
	569	(889)	(1,119)	(320)	(1,641,	
of which: other comprehensive income that may be reclassified to the income statement	303				(1,041)	
of which: other comprehensive income that may be reclassified to the income statement of which: other comprehensive income that will not be reclassified to the income statement		157	55	654	(74,	

#### **Balance sheet**

CHF million	Note	30.6.18	31.3.18	31.12.17
Assets				
Cash and balances at central banks		102,262	92,800	87,775
Loans and advances to banks		15,518	13,284	13,693
Receivables from securities financing transactions		76,450	77,016	89,633
Cash collateral receivables on derivative instruments  Loans and advances to customers	10	24,937	24,271	23,434
Loans and advances to customers	8	320,569	318,394	320,659
Other financial assets measured at amortized cost	11	21,072	19,235	36,935
Total financial assets measured at amortized cost		560,808	545,000	572,129
Financial assets at fair value held for trading	9	112,258	105,785	126,244
of which: assets pledged as collateral that may be sold or repledged by counterparties		<i>36,580</i>	<i>34,536</i>	<i>35,363</i>
Derivative financial instruments	9,10	121,605	113,334	118,229
Brokerage receivables	9	18,415	20,250	
Financial assets at fair value not held for trading	9	92,875	97,213	58,556
Total financial assets measured at fair value through profit or loss		345,153	336,581	303,028
Financial assets measured at fair value through other comprehensive income	9	6,941	6,758	8,665
Investments in associates		1,026	1,037	1,018
Property, equipment and software		8,216	8,015	7,985
Goodwill and intangible assets		6,391	6,235	6,398
Deferred tax assets		9,804	9,671	9,783
Other non-financial assets	11	6,956	6,984	7,358
Total assets		945,296	920,280	916,363

# **Balance sheet (continued)**

CHF million	Note	30.6.18	31.3.18	31.12.17
Liabilities				
Amounts due to banks		10,242	9,024	7,533
Payables from securities financing transactions		10,130 31,843	9,167	17,044
Payables from securities financing transactions  Cash collateral payables on derivative instruments	10	31,843	29,426	17,044 30,247
Customer deposits		407,171	401 514	412 392
Funding from UBS Group AG and its subsidiaries		38,771	35,925	34,749
Customer deposits Funding from UBS Group AG and its subsidiaries Debt issued measured at amortized cost	13	98,929	102,213	104,749 37,133
Other financial liabilities measured at amortized cost	11	7,187	6,372	37,133
Total financial liabilities measured at amortized cost		604,274	593,640	643,847
Financial liabilities at fair value held for trading	9	31,416	34,747	30,463
Derivative financial instruments	9,10	119,224	111,945	116,134
Brokerage payables designated at fair value	9	37,904	34,793	
Debt issued designated at fair value	9,12	56,849	52,059	49,502
Other financial liabilities designated at fair value	9,11	37,342	34,438	16,223
Total financial liabilities measured at fair value through profit or loss		282,736	267,983	212,323
Provisions	14	3,084	2,999	3,084
Other non-financial liabilities	11	5,181	4,808	6,335
Total liabilities		895,275	869,430	865,588
Equity				
Share capital		386	386	386
Chara promium		26,984	26,998	26,966
Retained earnings		20 710	30,099	29,102
Other comprehensive income recognized directly in equity, net of tax		(6,127)	(6,696)	(5,736)
Equity attributable to shareholders		49,961	50,788	50,718
Equity attributable to non-controlling interests		60	62	57
Total equity		50,021	50,850	50,775
Total liabilities and equity		945,296	920,280	916,363

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