

7.25% p.a. CHF Barrier Reverse Convertible

Linked to Tecan Group AG



Issued by UBS AG, Zurich and Basel, Switzerland, acting through its London Branch

Cash or physical settled; Kick In observation continuous SSPA Product Type: Barrier Reverse Convertible (1230) Valor: 145044008 / ISIN: CH1450440081 / WKN: UJ6SMX / SIX Symbol: LAHHDU

This document is for marketing purposes only

Public Offer

Indicative Termsheet

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The Product does not represent a participation in any of the collective investment schemes pursuant to article 7 et seq. of the Swiss Federal Act on Collective Investment Schemes (CISA) and thus does not require an authorisation of the Swiss Financial Market Supervisory Authority (FINMA). Therefore, investors in this Product are not eligible for the specific investor protection under the CISA. Moreover, investors in this Product bear the issuer risk. Furthermore, this Product does not benefit from any depositor protection under article 37a of the Swiss Federal Act on Banks and Savings Banks (Banking Act) or other forms of deposit insurance under any other law as might be applicable to this Product.

Information on Underlying

Underlying	Reference Level	Strike Level	Kick In Level	Reference Shares per Denomination
Tecan Group AG Bloomberg: TECN SE / ISIN: CH0012100191 / Valor: 1210019 / RIC: TECN.S	CHF 175.7 (indicative) (Official closing price of the Underlying on the Fixing Date)	Reference Level)	CHF 122.99 (indicative) (70% of the Reference Level)	5.6915 (indicative) (Calculation Amount / Strike Level)

Product Details

Security Numbers	Valor: 145044008 / ISIN: CH1450440081 / WKN: UJ6SMX / SIX Symbol: LAHHDU
Issue Size	Up to CHF 3,000,000 (with reopening clause)
Denomination / Nominal Amount	CHF 1,000
Issue Price	100% (percentage quotation) of the Nominal Amount
Calculation Amount	CHF 1,000
Redemption Currency	CHF
Quoting Type	Secondary market prices are quoted in percentage and dirty; accrued Coupon Amount is included in the price.

Dates

Launch Date	20 May 2025
Subscription Period*	20 May 2025 - 04 June 2025 (15:00 CEST)
Fixing Date*	04 June 2025

 Contact:
 UBS AG, P.O. Box, 8098 Zürich
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First Listing Date*	12 June 2025		
Initial Payment Date (Issue Date)*			
.	12 June 2025 04 June 2026		
Last Trading Date		avent provisions)	
Expiration Date	04 June 2026 (subject to market disruption		
Maturity Date	11 June 2026 (subject to market disruption	•	
	conditions change or if maximum size is Payment Date and First Listing Date may be	the Subscription Period, for example if market reached, the Fixing Date, Issue Date, Initial changed accordingly. If the Fixing Date is not ollowing Underlying Calculation Date shall be	
	In case of a market disruption the next follo Fixing Date.	wing Underlying Calculation Date shall be the	
Coupon			
Coupon Amount		le on the respective Coupon Payment Date.	
	For Swiss tax purposes the coupon paymen	t is split into two components:	
	0.00% p.a. interest component		
	7.25% p.a. premium component		
Day Count Convention	30/360		
Coupon Period	The Coupon Period means the period from a Coupon Payment Date (including) to the next succeeding Coupon Payment Date (excluding). The initial Coupon Period will be the period from the Initial Payment Date (including) to the first Coupon Payment Date (excluding).		
Coupon Entitlement	The investor is only entitled to receive the Coupon Amount on the relevant Coupon Payment Date in relation to the preceding Coupon Period, if the investor purchased the Securities on any day up to and including the relevant Record Date. If the Securities are purchased after the relevant Record Date, the investor will not be entitled to payment of the Coupon Amount on the relevant Coupon Payment Date in relation to the preceding Coupon Period.		
Record Date	The Record Date means the day 2 Banking Days before the relevant Coupon Payment $Date_{(i)}$.		
Coupon Payment	The investor is entitled to receive the payment of the Coupon Amount in the Redemption Currency on the relevant Coupon Payment Date() in relation to the preceding Coupon Period.		
Coupon Payment Dates		Coupon Payment Date _(i)	
	i=1	11 September 2025	
	i=2	11 December 2025	
	i=3	11 March 2026	
	i=4	11 June 2026	

Redemption

The investor is entitled to receive from the Issuer an amount in the Redemption Currency or a delivery of the Underlying on the Maturity Date, according to the following scenarios:

Scenario 1		Kick In Event has not occurred the Redemption Amount per Product shall be the ulation Amount.
Scenario 2	lf a	Kick In Event has occurred and
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	 If the Expiration Price is equal to or higher than the Strike Level, the Redemption Amount per Product shall be the Calculation Amount. If the Expiration Price is lower than the Strike Level, the investor will receive the Expiration Value. 	
Kick In Observation Period	The period from and including 04 June 2025 to and including 04 June 2026.	
Kick In Event	A Kick In Event shall be deemed to occur if during the Kick In Observation Period, the price of the Underlying quoted by the Relevant Exchange is at least once equal to or lower than the Kick In Level, as reasonably determined by the Calculation Agent.	
Expiration Value	The Reference Shares per Denomination of the Underlying. The sum of all fractional entitlements to the Underlying, per Calculation Amount, will be paid in cash, based on the Expiration Price.	
Expiration Price	The Reference Price of the Underlying on the Expiration Date.	
Reference Price	Specified Price per unit of the Underlying, quoted in the relevant Currency, and published by the Relevant Exchange.	
	Underlying: Tecan Group AG (Bloomberg Ticker: TECN SE) Specified Price: official closing price Relevant Exchange: SIX SWISS EXCHANGE Currency: CHF	
General Information		
lssuer	UBS AG, Zurich and Basel, Switzerland, acting through its London Branch	
Issuer Rating	Aa2 Moody's / A+ S&P / A+ Fitch	
Issuer Supervisory Authority	Swiss Financial Market Supervisory Authority (FINMA). London Branch additionally Financial Conduct Authority (FCA) and Prudential Regulation Authority (PRA). Jersey Branch additionally Jersey Financial Services Commission (JFSC).	
Lead Manager	UBS AG, Zurich (UBS Investment Bank)	
Calculation Agent	UBS AG, London Branch	
Paying Agent	UBS Switzerland AG	
Relevant Exchange	Tecan: SIX SWISS EXCHANGE	
Listing	SIX STRUCTURED PRODUCTS EXCHANGE AG	
Secondary Market	The Issuer or the Lead Manager, as applicable, intends, under normal market conditions, to provide bid and/or offer prices for this Product on a regular basis. However, the Issuer or the Lead Manager, as applicable, makes no firm commitment to provide liquidity by means of bid and/or offer prices for this Product, and assumes no legal obligation to quote any such prices or with respect to the level or determination of such prices. Daily price indications will be available on LSEG/Bloomberg, SIX Financial Information and www.ubs.com/keyinvest.	
Trading Hours	09:15 - 17:15 (CET)	
Banking Days	Zurich	
Banking Day Convention	Where any date is used in conjunction with the term "Banking Day Convention", ar adjustment will be made if that date would otherwise fall on a day that is not a Banking Day, so that the date will be the first following day that is a Banking Day. Investors shal not be entitled to further interest or other payments in respect of such delay.	
Underlying Calculation Date	The Underlying Calculation Date means each day, on which the Relevant Exchange is open for trading and the price of the Underlying is determined in accordance with the relevant rules.	
Minimum Investment	CHF 1,000 (subject to Selling Restrictions)	

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Status	Unsecured / Unsubordinated	
Clearing System	SIX SIS, Euroclear, Clearstream (registered as intermediated securities with SIX SIS AG, in Switzerland)	
Form of Deed	Uncertificated Securities	
Governing Law / Jurisdiction	Swiss / Zurich	
Product / Security	One Barrier Reverse Convertible is equivalent to one (1) "Product" / "Security". "Products" / "Securities", wherever used herein shall be construed to mean integral multiples of the same, subject to the Issue Size.	
Adjustments	The terms of the Product may be subject to adjustments during its lifetime. Detailed information on such adjustments is to be found in the Indicative Product Documentation. For clients outside of the United Kingdom, any changes with regard to the terms of this Product shall be published at www.ubs.com/keyinvest.	
Public Offering	Switzerland	
Distribution Fees	None	
Tax Treatment Switzerland		
Swiss Transfer Stamp Duty	The product does not qualify as a taxable security. Secondary market transactions are not subject to Swiss Stamp Duty.	
	If shares are delivered to the investor at redemption, the delivery of the shares is in principle subject to the Swiss Stamp Duty.	
Swiss Income Tax	For Swiss tax purposes this product is qualified as a combination of an option and a bond with the majority of the return consisting of coupon as opposed to discount or agio (non IUP). For private investors resident in Switzerland the interest component of the coupon and the increase of the bond floor (if any) are subject to income tax. The tax liability related to the increase of the bond floor crystallises at redemption and does not depend on the time of purchase. However, any gain derived from the option is considered as capital gain and is therefore for such investors not subject to income tax.	
	If the product carries negative interest: If the product carries a negative interest at issuance, these investors can pursuant to the practice of the Swiss Federal Tax Administration neither set negative interest off against interest income nor deduct negative interest from other taxable income.	
Swiss Withholding Tax	This product is not subject to the Swiss Issuer Withholding Tax.	

Additionally, any delivery of the underlying might be subject to fees and/or non-Swiss stamp duty.

The tax information only provides a general overview over the Swiss tax consequences linked to this product based on the tax laws and the practice of the tax administration at the time of issue. Tax laws and the practice of tax administrations may change, possibly with retroactive effect.

Significant Risks for Investors

Investors in this Product should be experienced investors and familiar with both derivative products and the financial markets. Potential investors should understand the risks associated with an investment in the Product and shall only reach an investment decision after careful considerations with their legal, tax, financial and other advisors of (i) the suitability of an investment in the Product in the light of their own particular financial, fiscal and other circumstances (ii) the information set out in this document and (iii) the Underlying(s).

In addition to the market risk with regard to the development of the Underlying, each investor bears the general risk that the financial situation of the Issuer could deteriorate ("**Issuer Risk**"). The Products constitute immediate, unsecured and unsubordinated obligations of the Issuer, which, particularly in case of insolvency of the Issuer, rank pari passu with each and all other current and future unsecured and unsubordinated obligations of the Issuer, with the exception of those that have priority due to mandatory statutory provisions. The general assessment of the Issuer's creditworthiness may affect the value of the Products. This assessment generally depends on the ratings assigned to the Issuer or its affiliated companies by rating agencies such as Moody's, Fitch and Standard & Poor's. The Issuer Rating indicated in this document reflects the situation at the time of issuance and may be subject to change. The actual Issuer Rating at any given time can be seen on the Issuer's website (www.ubs.com) under "Investor Relations".

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In addition to the risk factors below, further risk factors are set out in the Indicative Product Documentation.

Product Specific Risks

direct investment in the Underlying a Kick In Event has occured, the risk potential is similar as with a direct investment in Underlying. Issuer Call right None Stop Loss Event None Extraordinary termination risk The Product contains terms and conditions that allow the Issuer to terminate and red the Product prior to the Maturity Date. In case of such extraordinary termination amount as determine the Calculation Agent which is usually equivalent to the market value of the Prod Potential investors should note that the extraordinary termination amount may dee form any be considerably below the amount which would be payable pursuan the final redemption provisions on the Maturity Date. Investors are not entitled to requary further payments on the Product after the termination date. Adjustment risk Potential investors should be aware that it cannot be excluded that certain events occurcertain measures are taken (by parties other than the Issuer) in reliation to the Underlying which can lead to changes to the Underlying, market disruption events or or circumstances affecting normal activities). In the case of the occurrence of such were or measures, the Issuer and/or the Calculation Agent are entitled to effect adjustm according to the Indicative Product. Illiquidity risk in secondary market The Issuer or the Lead Manager, as applicable, intends, under normal market condition or who prices or with respect to the level or determination of such prices. Potential investors should not rely on the ability to sell this Product at a spe trice ported by the Issuer. None Interferor may deviate from the moret value of the Product in gen anacondinetis of the Product and assumes no legal obligat	Loss Potential	Investors may lose some or all of the investment as they are fully exposed to the performance of the Underlying.
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Withholding tax

fees to intermediaries, brokers or other distributors and financial advisors; (vi) other costs incurred by the Issuer in connection with the issuance of the Product (including, without limitation, costs for external legal and tax advice). Such costs reduce the value of the Product in the sense that a potential bid price will exclude such costs and therefore is likely to be lower than the Issue Price or offer price of the Product.

Investors in this Product should note that any payment under this Product may be subject to withholding tax (such as, inter alia, Swiss Withholding Tax, and/or withholding related to FATCA or 871(m) of the US Tax Code). **Any payments due under this Product are net of such tax.** Please refer to the Indicative Product Documentation for detailed information. If the Issuer is required to withhold any amount pursuant to Section 871(m) or FATCA of the U.S. Tax Code, the Issuer will not be required to pay additional amounts with respect to the amount so withheld.

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This document should not be construed as an offer, personal recommendation or solicitation to conclude a transaction and should not be treated as giving investment advice. The terms of any investment in the Product to which this document relates will be exclusively subject to the detailed provisions contained in the Product Documentation.

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No action has been or will be taken in any jurisdiction that would permit a public offering of the Products described herein, save where explicitly stated in the Product Documentation. The Products must be sold in accordance with all applicable selling restrictions in the jurisdictions in which they are sold.

There is a possibility that costs, including taxes, related to transactions in connection with this Product may arise for Investors that are not paid by UBS or imposed by it.

Product Documentation

The complete information regarding the Products, in particular the binding terms and conditions as well as the information regarding the Issuer can be found in the respective Indicative Final Terms and the associated 'UBS Swiss Base Prospectus for the Issuance of Securities' ("**Base Prospectus**") along with the risk factors (including any supplements thereto) (together the "**Indicative Product Documentation**"). The Indicative Product Documentation and if available the Key Information Document, can be obtained free of charge from UBS AG, P.O. Box, CH-8098 Zurich (Switzerland), via telephone (+41-(0)44-239 47 03), fax (+41-(0)44-239 69 14) or via e-mail (<u>swiss-prospectus@ubs.com</u>). In addition, for clients outside of the United Kingdom, the Indicative Product Documentation is available at <u>www.ubs.com/keyinvest</u>. Notices in connection with this Product shall be validly given by publication as described in the Base Prospectus. Furthermore, for clients outside of the United Kingdom, any changes with regard to the terms of this Product shall be published at <u>www.ubs.com/keyinvest</u>.

Selling Restrictions

Any Products purchased by any person for resale may not be offered in any jurisdiction in circumstances which would result in the Issuer being obliged to register any further documentation relating to this Product in such jurisdiction.

The restrictions listed below must not be taken as definitive guidance as to whether this Product can be sold in a jurisdiction. Additional restrictions on offering, selling or holding of this Product may apply in other jurisdictions. Investors in this Product should seek specific advice before on-selling this Product.

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Internet:	www.ubs.com/keyinvest	Banks and Intermediaries: +41-44-239 76 76*

Investors outside of Switzerland should consult their local client advisors



European Economic Area - In relation to each Member State of the European Economic Area (each, a "**Member State**"), an offer of the Products to the public in a Member State may only be made in accordance with the following exemptions as set out in the Regulation (EU) 2017/1129 (as may be amended or replaced from time to time) (the "**Prospectus Regulation**"):

- (a) Qualified investors: at any time to any legal entity which is a qualified investor as defined in the Prospectus Regulation;
- (b) Fewer than 150 offerees: at any time to fewer than 150 natural or legal persons (other than qualified investors as defined in the Prospectus Regulation);
- (c) An offer of Products addressed to investors who acquire Products for a total consideration of at least EUR 100,000 per investor, for each separate offer; and/or
- (d) Other exempt offers: at any time in any other circumstances falling within Article 1 (4) of the Prospectus Regulation,

provided that no such offer of Products referred to in (a) to (d) above shall require the publication of a prospectus pursuant to Article 3 of the Prospectus Regulation, or supplement a prospectus pursuant to Article 23 of the Prospectus Regulation.

For the purposes of this provision, the expression "offer of Securities to the public" in relation to any Products in any Member State means the communication in any form and by any means of sufficient information on the terms of the offer and the Products to be offered so as to enable an investor to decide to purchase or subscribe the Products.

The aforementioned restrictions shall not apply for jurisdictions specified in the section "Public Offering" under "General Information" above.

Hong Kong

Each purchaser has represented and agreed that it has not issued or had in its possession for the purposes of issue, and will not issue or have in its possession for the purposes of issue, whether in Hong Kong or elsewhere, any advertisement, invitation or document relating to the Products, which is directed at, or the contents of which are likely to be accessed or read by, the public of Hong Kong (except if permitted to do so under the securities laws of Hong Kong) other than with respect to Products which are or are intended to be disposed of only to persons outside Hong Kong or only to "professional investors" as defined in the Securities and Futures Ordinance (Cap. 571) of Hong Kong and any rules made under that Ordinance.

This is a structured product which involves derivatives. Do not invest in it unless you fully understand and are willing to assume the risks associated with it. If you are in any doubt about the risks involved in the product, you may clarify with the intermediary or seek independent professional advice.

Singapore

This document has not been registered as a prospectus with the Monetary Authority of Singapore. Accordingly, this document and any other document or material in connection with the offer or sale, or invitation for subscription or purchase, of the Products may not be circulated or distributed, nor may the Products be offered or sold, or be made the subject of an invitation for subscription or purchase, whether directly or indirectly, to persons in Singapore other than (i) to an institutional investor (as defined in Section 274 of the SFA, (ii) to a relevant person (as defined in Section 275(2) of the SFA) pursuant to Section 275(1) of the SFA, or any person pursuant to Section 275(1) of the SFA, and in accordance with the conditions specified in Section 275 of the SFA and (where applicable) Regulation 3 of the Securities and Futures (Classes of Investors) Regulations 2018, or (iii) otherwise pursuant to, and in accordance with the conditions of, any other applicable provision of the SFA.

Where the Products are subscribed or purchased under Section 275 of the SFA by a relevant person which is:

- (a) a corporation (which is not an accredited investor (as defined in Section 4A of the SFA)) the sole business of which is to hold investments and the entire share capital of which is owned by one or more individuals, each of whom is an accredited investor; or
- (b) a trust (where the trustee is not an accredited investor) whose sole purpose is to hold investments and each beneficiary of the trust is an individual who is an accredited investor,

securities or securities-based derivatives contracts (each term as defined in Section 2(1) of the SFA) of that corporation or the beneficiaries' rights and interest (howsoever described) in that trust shall not be transferred within six months after that corporation or that trust has acquired the Products pursuant to an offer made under Section 275 of the SFA except:

- (1) to an institutional investor or to a relevant person defined in Section 275(2) of the SFA, or to any person arising from an offer referred to in Section 275(1A) or Section 276(4)(c)(ii) of the SFA;
- (2) where no consideration is or will be given for the transfer;
- (3) where the transfer is by operation of law;
- (4) as specified in Section 276(7) of the SFA; or
- (5) as specified in Regulation 37A of the Securities and Futures (Offers of Investments) (Securities and Securities-based Derivatives Contracts) Regulations 2018.

Pursuant to section 309B(1)(c) of the SFA, UBS AG hereby notifies the relevant persons (as defined in the SFA) that the Products are classified as "*capital markets products*" other than prescribed capital markets products" (as defined in the SFA and the Securities and Futures (Capital Markets Products) Regulations 2018) and "*Specified Investment Products*" (as defined in the MAS Notice SFA 04-N12: Notice on the Sale of Investment Products and MAS Notice FAA-N16: Notice on Recommendations on Investment Products).

UΚ

An offer of the Products to the public in the United Kingdom may only be made in accordance with the following exemptions as set out in the UK Prospectus Regulation and/or FSMA (as applicable):

- (a) Qualified investors: at any time to any person which is a qualified investor as defined in the UK Prospectus Regulation;
- (b) Fewer than 150 offerees: at any time to fewer than 150 natural or legal persons (other than qualified investors as defined in the UK Prospectus Regulation);
- (c) Other exempt offers: at any time in any other circumstances falling within section 86 of the FSMA,

provided that no such offer of Securities referred to in (a) to (c) above shall require the publication of a prospectus pursuant to section 85 of the FSMA, or supplement a prospectus pursuant to Article 23 of the UK Prospectus Regulation.

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For the purposes of the forgoing provisions, the expression an "offer of Securities to the public" in relation to any Securities means the communication in any form and by any means of sufficient information on the terms of the offer and the Securities to be offered so as to enable an investor to decide to purchase or subscribe for the Securities; the expression "UK Prospectus Regulation" means Regulation (EU) 2017/1129 as it forms part of domestic law by virtue of the European Union (Withdrawal) Act 2018 (as amended) (the "EUWA"); and "FSMA" means the Financial Services and Markets Act 2000.

USA

This Product may not be sold or offered within the United States or to U.S. persons.

Kingdom of Bahrain

In relation to investors in the Kingdom of Bahrain, Products issued in connection with the Product Documentation and related offering documents must be in registered form and must only be marketed to existing account holders and accredited investors as defined by the Central Bank of Bahrain (the "CBB") in the Kingdom of Bahrain where such investors make a minimum investment of at least US\$ 100,000, or any equivalent amount in other currency or such other amount as the CBB may determine.

The Product Documentation does not constitute an offer of Products in the Kingdom of Bahrain in terms of Article 81 of the Central Bank and Financial Institutions Law 2006 (decree Law No. 64 of 2006). The Product Documentation and related offering documents have not been and will not be registered as a prospectus with the CBB. Accordingly, no Products may be offered, sold or made the subject of an invitation for subscription or purchase nor will the Product Documentation or any other related document or material be used in connection with any offer, sale or invitation to subscribe or purchase securities, whether directly or indirectly, to persons in the Kingdom of Bahrain, other than as marketing to accredited investors for an offer outside Bahrain.

The CBB has not reviewed, approved or registered the Product Documentation or related offering documents and it has not in any way considered the merits of the Products to be marketed for investment, whether in or outside the Kingdom of Bahrain. Therefore, the CBB assumes no responsibility for the accuracy and completeness of the statements and information contained in the Product Documentation and expressly disclaims any liability whatsoever for any loss howsoever arising from reliance upon the whole or any part of the content of the Product Documentation.

No offer of Products will be made to the public in the Kingdom of Bahrain and the Product Documentation must be read by the addressee only and must not be issued, passed to, or made available to the public generally.

Each Manager has represented and agreed, and each further distributor appointed will be required to represent and agree, that it has not offered or sold, and will not offer or sell any Products except as marketing to persons in Bahrain who are "accredited investors" for an offer outside Bahrain. For this purpose, an accredited investor means:

- (a) an individual holding financial assets (either singly or jointly with a spouse) of 1,000,000 U.S. Dollars or more, excluding that person's principal place of residence;
- (b) a company, a partnership, a trust or other commercial undertaking, which has financial assets available for investment of not less than 1,000,000 U.S. Dollars; or
- (c) a government, supranational organisation, central bank or other national monetary authority or a state organisation whose main activity is to invest in financial instruments (such as a state pension fund).

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