



**Final Terms dated 11 March 2020**

**Credit Suisse AG, London Branch**

**Legal Entity Identifier (LEI): ANGGYXNX0JLX3X63JN86**

**Trigger Return Equity-linked Securities due March 2025**

linked to **Cie Generale des Etablissements Michelin** (the "Securities")

Series SPLB2020-1ERE

ISIN: XS2116516019

issued pursuant to the Trigger Redeemable and Phoenix Securities Base Prospectus

as part of the **Structured Products Programme for the issuance of Notes, Certificates and Warrants**

## **PART A – CONTRACTUAL TERMS**

Terms used herein shall be deemed to be defined as such in the General Conditions, the Product Conditions and the applicable Asset Terms (as may be amended and/or supplemented up to, and including, the Issue Date), set forth in the Base Prospectus dated 12 July 2019, as supplemented on 20 August 2019, 30 September 2019, 22 October 2019, 3 December 2019, 6 January 2020 and 2 March 2020 and by any further supplements up to, and including, the later of the Issue Date and the date of listing of the Securities, which together constitute a base prospectus for the purposes of Directive 2003/71/EC, as amended or superseded (the "**Prospectus Directive**"). This document constitutes the Final Terms of the Securities described herein for the purposes of Article 5.4 of the Prospectus Directive and must be read in conjunction with such Base Prospectus as so supplemented. A summary of the Securities is annexed to these Final Terms. Full information on the Issuer and the offer of the Securities is only available on the basis of the combination of these Final Terms and the Base Prospectus as so supplemented. Copies of the Base Prospectus and each supplement may be obtained from the registered office of the Issuer and the offices of the Agents specified herein.

These Final Terms comprise the final terms for the issue and admission to trading on the regulated market of the Luxembourg Stock Exchange of the Securities.

The Final Terms will be available for viewing on the website of the Luxembourg Stock Exchange (<http://www.bourse.lu>).

1	Series Number:	SPLB2020-1ERE
2	Tranche Number:	Not Applicable
3	Applicable General Terms and Conditions:	General Note Conditions
4	Type of Security:	Trigger Return Securities
5	Settlement Currency:	Euro (" <b>EUR</b> ")
6	Institutional:	Not Applicable

### **PROVISIONS RELATING TO NOTES AND CERTIFICATES**

Applicable

7	Aggregate Nominal Amount:	
	(i) Series:	EUR 30,000,000.00
	(ii) Tranche:	Not Applicable
8	Issue Price:	100% of the Aggregate Nominal Amount
9	Specified Denomination:	EUR 1,000.00
10	Minimum Transferable Number of Securities:	One Security

11	Transferable Number of Securities:	Not Applicable
12	Minimum Trading Lot:	Not Applicable
13	Issue Date:	12 March 2020
14	Maturity Date:	5 Currency Business Days following the Final Fixing Date (expected to be 06 March 2025)
15	Coupon Basis:	Applicable: Other Coupon Provisions
16	Redemption/Payment Basis:	Equity-linked
17	Put/Call Options:	Not Applicable

**PROVISIONS RELATING TO WARRANTS** Not Applicable

*(Paragraphs 18 to 28 have been intentionally deleted)*

**PROVISIONS RELATING TO COUPON AMOUNTS**

29	Fixed Rate Provisions (General Note Condition 4 or General Certificate Condition 4):	Not Applicable
30	Floating Rate Provisions (General Note Condition 4 or General Certificate Condition 4):	Not Applicable
31	Premium Provisions (General Note Condition 4 or General Certificate Condition 4):	Not Applicable
32	Other Coupon Provisions (Product Condition 2):	Applicable
(i)	Coupon Payment Event:	Applicable
(a)	Coupon Amount:	If a Coupon Payment Event has occurred:  Memory Coupon  If no Coupon Payment Event has occurred: zero
(b)	Coupon Payment Event:	On the relevant Coupon Observation Date, the Level (with regard to the Valuation Time) of the Underlying Asset is at or above the Coupon Threshold of such Underlying Asset corresponding to such Coupon Observation Date
(c)	Coupon Call/Coupon Put:	Not Applicable
(d)	Memory Coupon:	Applicable
	- Coupon Rate:	2.15%
	- t:	In respect of a Coupon Payment Date, the number of Coupon Observation Dates falling in the period commencing on, but excluding, the Issue Date and ending on, and including, such Coupon Payment Date
(ii)	Double No-Touch:	Not Applicable
(iii)	Double No-Touch Accrual:	Not Applicable
(iv)	Double No-Touch Memory:	Not Applicable
(v)	Range Accrual:	Not Applicable
(vi)	Step-Up:	Not Applicable
(vii)	Snowball:	Not Applicable
(viii)	Aggregate Coupon:	Not Applicable
(ix)	Aggregate Memory Coupon:	Not Applicable
(x)	Coupon Cap:	Not Applicable
(xi)	Coupon Floor:	Not Applicable

(xii) FX Adjusted:	Not Applicable
(xiii) Coupon Payment Date(s):	In respect of a Coupon Observation Date, 5 Currency Business Days following such Coupon Observation Date
(xiv) Coupon Threshold:	In respect of a Coupon Observation Date and the Underlying Asset, an amount equal to 55% of the Strike Price of such Underlying Asset
(xv) Coupon Observation Date(s):	In respect of the Underlying Asset and a Coupon Payment Date, each of: 27 August 2020 27 February 2021 27 August 2021 27 February 2022 27 August 2022 27 February 2023 27 August 2023 27 February 2024 27 August 2024 27 February 2025
(xvi) Coupon Observation Date subject to Valuation Date adjustment:	Valuation Date adjustment applicable in respect of all Coupon Observation Dates
(xvii) Coupon Observation Period(s):	Not Applicable
(xviii) Coupon Fixing Price:	Not Applicable
(xix) Coupon Fixing Price Cap:	Not Applicable
(xx) Coupon Fixing Price Floor:	Not Applicable
(xxi) Coupon Observation Averaging Dates:	Not Applicable
(xxii) Knock-in Coupon Cut-Off:	Not Applicable
(xxiii) Lock-in Coupon:	Not Applicable

#### PROVISIONS RELATING TO REDEMPTION/SETTLEMENT

33	Redemption Amount or (in the case of Warrants) Settlement Amount (Product Condition 3):	Single Factor Phoenix
(i)	Redemption Option Percentage:	Applicable: 100 per cent.
(ii)	Redemption Performance:	Not Applicable
(iii)	Redemption Amount Cap/Floor:	Applicable
	- Redemption Amount Cap 1:	An amount equal to 100 per cent. of the Nominal Amount
	- Redemption Amount Floor 1:	Not Applicable
	- Redemption Amount Cap 2:	Not Applicable
	- Redemption Amount Floor 2:	Not Applicable
(iv)	Redemption Strike Price:	In respect of the Underlying Asset, an amount equal to 100 per cent. of the Strike Price of such Underlying Asset
(v)	Redemption FX Adjustment:	Not Applicable
(vi)	PPT:	Not Applicable
(vii)	Strike:	Not Applicable
34	Initial Setting Date:	Not Applicable
35	Initial Averaging Dates:	Not Applicable
36	Final Fixing Date:	27 February 2025
37	Averaging Dates:	Not Applicable

- 38 Final Price: In respect of the Underlying Asset, the Level (with regard to the Valuation Time) of such Underlying Asset on the Final Fixing Date
- (i) Final Price Cap: Not Applicable
- (ii) Final Price Floor: Not Applicable
- 39 Strike Price: EUR 99.65
- (i) Strike Cap: Not Applicable
- (ii) Strike Floor: Not Applicable
- 40 Knock-in Provisions: Applicable
- (i) Knock-in Event: On the Knock-in Observation Date, the Level (with regard to the Valuation Time) of the Underlying Asset is below the Knock-in Barrier
- (ii) Knock-in Barrier: In respect of the Knock-in Observation Date and the Underlying Asset, an amount equal to 55% of the Strike Price of such Underlying Asset
- (iii) Knock-in Observation Date(s): In respect of the Underlying Asset, 27 February 2025
- (iv) Knock-in Observation Date subject to Valuation Date adjustment: Valuation Date adjustment applicable in respect of the Knock-in Observation Date
- (v) Knock-in Observation Period: Not Applicable
- (vi) Knock-in Fixing Price: Not Applicable
- (vii) Redemption Participation: Not Applicable
- (viii) Floor: Not Applicable
- (ix) Knock-out Event Override Condition: Not Applicable
- 41 Knock-out Provisions: Not Applicable
- 42 Trigger Redemption (Product Condition 3(c)): Applicable
- (i) Trigger Event: On any Trigger Barrier Observation Date, the Level (with regard to the Valuation Time) of the Underlying Asset is at or above the Trigger Barrier
- (ii) Trigger Barrier Redemption Date(s): In respect of a Trigger Barrier Observation Date, as specified in the table below in respect of such Trigger Barrier Observation Date
- (iii) Trigger Barrier Redemption Amount: In respect of a Trigger Barrier Redemption Date, as specified in the table below in respect of such Trigger Barrier Redemption Date
- (iv) Trigger Barrier: As specified in the table below in respect of such Trigger Barrier Observation Date
- (v) Trigger Barrier Observation Date: In respect of the Underlying Asset and a Trigger Barrier Redemption Date, as specified in the table below in respect of such Trigger Barrier Redemption Date
- (vi) Trigger Barrier Observation Date subject to Valuation Date adjustment: Valuation Date adjustment applicable in respect of all Trigger Barrier Observation Dates
- (vii) Trigger Barrier Observation Period(s): Not Applicable

n	Trigger Barrier Observation Date <sub>n</sub>	Trigger Barrier <sub>n</sub>	Trigger Barrier Redemption Amount <sub>n</sub>	Trigger Barrier Redemption Date <sub>n</sub>
1	27 August 2020	An amount equal to 85% of the Strike Price of such Underlying Asset	An amount equal to 100 per cent. of the Nominal Amount	5 Currency Business Days following the occurrence of a Trigger Event
2	27 February 2021	An amount equal to 85% of the Strike Price of such Underlying Asset	An amount equal to 100 per cent. of the Nominal Amount	5 Currency Business Days following the occurrence of a Trigger Event

3	27 August 2021	An amount equal to 85% of the Strike Price of such Underlying Asset	An amount equal to 100 per cent. of the Nominal Amount	5 Currency Business Days following the occurrence of a Trigger Event
4	27 February 2022	An amount equal to 85% of the Strike Price of such Underlying Asset	An amount equal to 100 per cent. of the Nominal Amount	5 Currency Business Days following the occurrence of a Trigger Event
5	27 August 2022	An amount equal to 85% of the Strike Price of such Underlying Asset	An amount equal to 100 per cent. of the Nominal Amount	5 Currency Business Days following the occurrence of a Trigger Event
6	27 February 2023	An amount equal to 85% of the Strike Price of such Underlying Asset	An amount equal to 100 per cent. of the Nominal Amount	5 Currency Business Days following the occurrence of a Trigger Event
7	27 August 2023	An amount equal to 85% of the Strike Price of such Underlying Asset	An amount equal to 100 per cent. of the Nominal Amount	5 Currency Business Days following the occurrence of a Trigger Event
8	27 February 2024	An amount equal to 85% of the Strike Price of such Underlying Asset	An amount equal to 100 per cent. of the Nominal Amount	5 Currency Business Days following the occurrence of a Trigger Event
9	27 August 2024	An amount equal to 85% of the Strike Price of such Underlying Asset	An amount equal to 100 per cent. of the Nominal Amount	5 Currency Business Days following the occurrence of a Trigger Event
10	27 February 2025	An amount equal to 85% of the Strike Price of such Underlying Asset	An amount equal to 100 per cent. of the Nominal Amount	5 Currency Business Days following the occurrence of a Trigger Event

- (viii) Knock-in Event Override Condition: Not Applicable
- (ix) Trigger Barrier Fixing Price: Not Applicable
- (x) Trigger Coupon Override Condition: Not Applicable
- (xi) Trigger Knock-out Barrier: Not Applicable
- (xii) Trigger Knock-out Event: Not Applicable
- (xiii) Trigger Knock-out Observation Period Start Date(s): Not Applicable
- (xiv) Trigger Knock-out Observation Period End Date(s): Not Applicable
- 43 Lock-in Redemption: Not Applicable
- 44 Single Factor Trigger Redeemable (Step-Up) / Single Factor Trigger Redeemable (Star) / Worst of Redeemable (Step-Up) / Worst of Trigger Redeemable (Star): Not Applicable
- 45 Details relating to Instalment Securities: Not Applicable
- 46 Physical Settlement Provisions (Product Condition 4): Not Applicable
- 47 Put Option: Not Applicable
- 48 Call Option: Not Applicable
- 49 Unscheduled Termination Amount:

	(i) Unscheduled Termination at Par:	Not Applicable
	(ii) Minimum Payment Amount:	Not Applicable
	(iii) Deduction for Hedge Costs:	Not Applicable
50	Payment Disruption:	Not Applicable
51	Interest and Currency Rate Additional Disruption Event:	Not Applicable

#### UNDERLYING ASSET(S)

52 List of Underlying Asset(s): Applicable

i	Underlying Asset <sub>i</sub>	Weight <sub>i</sub>	Composite <sub>i</sub>
1	The ordinary shares of Cie Generale des Etablissements Michelin (the " <b>Cie Generale des Etablissements Michelin Shares</b> ")	Not Applicable	Not Applicable

53 Equity-linked Securities: Applicable

Single Share, Share Basket or Multi-Asset Basket: Single Share

(i)	Share Issuer:	Cie Generale des Etablissements Michelin
(ii)	Share:	The Cie Generale des Etablissements Michelin Shares
(iii)	ISIN:	FR0000121261
(iv)	Bloomberg Code:	ML FP Equity
(v)	Information Source:	<a href="http://www.euronext.com">http://www.euronext.com</a>
(vi)	Exchange:	Euronext Paris
(vii)	Related Exchange:	All Exchanges
(viii)	Maximum Days of Disruption:	Eight Scheduled Trading Days as specified in Asset Term 1
(ix)	Adjustment basis for Share Basket and Reference Dates:	Not Applicable
(x)	Adjustment basis for Single Share and Averaging Reference Dates:	Not Applicable
(xi)	Trade Date:	27 February 2020
(xii)	Jurisdictional Event:	Not Applicable
(xiii)	Jurisdictional Event Jurisdiction(s):	Not Applicable
(xiv)	Share Substitution:	Applicable
(xv)	Additional Disruption Events:	
	(a) Change in Law:	Change in Law Option 1 Applicable
	(b) Foreign Ownership Event:	Not Applicable
	(c) FX Disruption:	Not Applicable
	(d) Insolvency Filing:	Applicable
	(e) Hedging Disruption:	Applicable
	(f) Increased Cost of Hedging:	Not Applicable
	(g) Loss of Stock Borrow:	Not Applicable
	(h) Increased Cost of Stock Borrow:	Not Applicable

54 Equity Index-linked Securities: Not Applicable

55 Commodity-linked Securities: Not Applicable

56 Commodity Index-linked Securities: Not Applicable

57 ETF-linked Securities: Not Applicable

58	FX-linked Securities:	Not Applicable
59	FX Index-linked Securities:	Not Applicable
60	Inflation Index-linked Securities:	Not Applicable
61	Interest Rate Index-linked Securities:	Not Applicable
62	Cash Index-linked Securities:	Not Applicable
63	Multi-Asset Basket-linked Securities:	Not Applicable
64	Valuation Time:	As determined in accordance with Equity-linked Securities Asset Term 1

## GENERAL PROVISIONS

65	(i) Form of Securities:	Bearer Securities
	(ii) Global Security:	Applicable
	(iii) NGN Form:	Not Applicable
	(iv) Intended to be held in a manner which would allow Eurosystem eligibility:	No
	(v) The Issuer intends to permit indirect interests in the Securities to be held through CREST Depository Interests to be issued by the CREST Depository:	Not Applicable
66	Financial Centre(s):	Not Applicable
67	Business Centre(s):	Not Applicable
68	Listing and Admission to Trading:	Application has been made for the Securities to be listed on the Official List of the Luxembourg Stock Exchange and admitted to trading on the regulated market of the Luxembourg Stock Exchange with effect from the Issue Date provided, however, no assurance can be given that such application for listing and admission to trading will be granted (or, if granted, will be granted by the Issue Date or any specific date thereafter)
69	Security Codes and Ticker Symbols:	
	ISIN:	XS2116516019
	Common Code:	211651601
	Swiss Security Number:	52686522
	Telekurs Ticker:	Not Applicable
	WKN Number:	Not Applicable
70	Clearing and Trading:	
	Clearing System(s) and any relevant identification number(s):	Euroclear Bank S.A./N.V. and Clearstream Banking, société anonyme
71	Delivery:	Delivery against payment
72	Agents:	
	Calculation Agent:	Credit Suisse International One Cabot Square London E14 4QJ United Kingdom
	Fiscal Agent:	The Bank of New York Mellon, acting through its London Branch One Canada Square London E14 5AL United Kingdom
	Paying Agent(s):	The Bank of New York Mellon, acting through its London Branch One Canada Square London E14 5AL United Kingdom

	Additional Agents:	Not Applicable
73	Dealer(s):	Credit Suisse International
74	Specified newspaper for the purposes of notices to Securityholders:	Not Applicable
75	871(m) Securities:	The Issuer has determined that the Securities (without regard to any other transactions) should not be treated as transactions that are subject to U.S. withholding tax under section 871(m)
76	Prohibition of Sales to EEA and UK Retail Investors:	Not Applicable
77	Additional Provisions:	Not Applicable

## PART B – OTHER INFORMATION

### Interests of Natural and Legal Persons involved in the Issue

So far as the Issuer is aware, no person involved in the issue of the Securities has an interest material to the issue, save for any fees payable to the distributor(s).

The Dealer will pay a fee to the distributor(s) in connection with the issue of up to 0.4% of the Specified Denomination per Security upfront.

The Securities will be sold by the Dealer to the distributor(s) at a discount of up to 1% of the Issue Price. Such discount represents the fee retained by the distributor(s) out of the Issue Price paid by investors. The Issue Price and the terms of the Securities take into account such fees and may be more than the market value of the Securities on the Issue Date.

### Performance of Share/Index/Commodity/Commodity Index/ETF Share/FX Rate/FX Index/Inflation Index/Interest Rate Index/Cash Index and other information concerning the Underlying Asset(s)

Information on the Underlying Asset, including information about past and future performance as well as volatility, can be found on the following website:

Cie Generale des Etablissements Michelin: <http://www.euronext.com>

The information appearing on such website does not form part of these Final Terms.

### POST-ISSUANCE INFORMATION

The Issuer will not provide any post-issuance information with respect to the Underlying Asset, unless required to do so by applicable law or regulation.

### REASONS FOR THE ISSUE, ESTIMATED NET PROCEEDS AND TOTAL EXPENSES

- |                                 |  |
|---------------------------------|--|
| (i) Reasons for the issue:      | See "Use of Proceeds" section in the Base Prospectus.                                  |
| (ii) Estimated net proceeds:    | Not Applicable.  |
| (iii) Estimated total expenses: | Not Applicable; there are no estimated expenses charged to the investor by the Issuer. |

Signed on behalf of the Issuer:

## SUMMARY OF THE SECURITIES

Summaries are made up of disclosure requirements known as "**Elements**". These Elements are numbered in sections A – E (A.1 – E.7).

This Summary contains all the Elements required to be included in a summary for these types of Securities and the relevant Issuer. Because some Elements are not required to be addressed, there may be gaps in the numbering sequence of the Elements.

Even though an Element may be required to be inserted in the summary because of the type of Securities and Issuer, it is possible that no relevant information can be given regarding such Element. In this case a short description of the Element is included in the summary and marked as "Not applicable".

<b>Section A – Introduction and Warnings</b>		
<b>A.1</b>	<b>Introduction and Warnings:</b>	<p>This Summary should be read as an introduction to the Base Prospectus. Any decision to invest in Securities should be based on consideration of the Base Prospectus as a whole by the investor.</p> <p>Where a claim relating to the information contained in the Base Prospectus is brought before a court, the plaintiff investor might, under the national legislation of the relevant Member State, have to bear the costs of translating the Base Prospectus before the legal proceedings are initiated.</p> <p>Civil liability only attaches to those persons who have tabled the summary including any translation thereof, but only if the summary is misleading, inaccurate or inconsistent when read together with the other parts of the Base Prospectus or it does not provide, when read together with the other parts of the Base Prospectus, key information in order to aid investors when considering whether to invest in the Securities.</p>
<b>A.2</b>	<b>Consent(s):</b>	Not applicable; the Issuer does not consent to the use of the Base Prospectus for any subsequent resale of the Securities.
<b>Section B - Issuer</b>		
<b>B.1</b>	<b>Legal and commercial name of the Issuer:</b>	Credit Suisse AG (" <b>CS</b> "), acting through its London Branch (the " <b>Issuer</b> ").
<b>B.2</b>	<b>Domicile and legal form of the Issuer, legislation under which the Issuer operates and country of incorporation of Issuer:</b>	CS is incorporated under Swiss law as a corporation ( <i>Aktiengesellschaft</i> ) in Zurich, Switzerland and operates under Swiss law.
<b>B.4b</b>	<b>Known trends with respect to the Issuer and the industries in which it operates:</b>	Not applicable - there are no known trends, uncertainties, demands, commitments or events that are reasonably likely to have a material effect on the prospects of the Issuer for its current financial year.
<b>B.5</b>	<b>Description of group and Issuer's position within the group:</b>	CS is a Swiss bank and a wholly owned subsidiary of Credit Suisse Group AG, a global financial services company. CS has a number of subsidiaries in various jurisdictions.
<b>B.9</b>	<b>Profit forecast or estimate:</b>	Not applicable; no profit forecasts or estimates have been made by the Issuer.
<b>B.10</b>	<b>Qualifications in audit report on</b>	Not applicable; there were no qualifications in the audit report on historical financial information.

	historical financial information:																																																																															
B.12	Selected key financial information; no material adverse change and description of significant change in financial position of the Issuer:	<div><div><b>CS</b></div><div>The tables below set out summary information relating to CS which is derived from the audited consolidated balance sheets of CS as of 31 December 2018 and 2017, and the related audited consolidated statements of operations of CS for each of the years in the three-year period ended 31 December 2018, the unaudited condensed consolidated balance sheet of CS as of 31 December 2019, and the related unaudited condensed consolidated statements of operations for the twelve-month periods ended 31 December 2019 and 2018.</div></div> <table><tr><th colspan="4">Summary information – CS consolidated statements of operations</th></tr><tr><th><i>In CHF million</i></th><th colspan="3"><i>Year ended 31 December (audited)</i></th></tr><tr><th></th><th><b>2018</b></th><th><b>2017</b></th><th><b>2016</b></th></tr><tr><td>Net revenues</td><td>20,820</td><td>20,965</td><td>20,393</td></tr><tr><td>Provision for credit losses</td><td>245</td><td>210</td><td>252</td></tr><tr><td>Total operating expenses</td><td>17,719</td><td>19,202</td><td>22,630</td></tr><tr><td>Income/(loss) before taxes</td><td>2,856</td><td>1,553</td><td>(2,489)</td></tr><tr><td>Income tax expense</td><td>1,134</td><td>2,781</td><td>400</td></tr><tr><td>Net income/(loss)</td><td>1,722</td><td>(1,228)</td><td>(2,889)</td></tr><tr><td>Net income/(loss) attributable to non-controlling interests</td><td>(7)</td><td>27</td><td>(6)</td></tr><tr><td>Net income/(loss) attributable to shareholders</td><td>1,729</td><td>(1,255)</td><td>(2,883)</td></tr></table> <table><tr><th><i>In CHF million</i></th><th colspan="2"><i>Twelve-month period ended 31 December (unaudited)</i></th></tr><tr><th></th><th><b>2019</b></th><th><b>2018</b></th></tr><tr><td>Net revenues</td><td>22,686</td><td>20,820</td></tr><tr><td>Provision for credit losses</td><td>324</td><td>245</td></tr><tr><td>Total operating expenses</td><td>17,969</td><td>17,719</td></tr><tr><td>Income before taxes</td><td>4,393</td><td>2,856</td></tr><tr><td>Income tax expense</td><td>1,298</td><td>1,134</td></tr><tr><td>Net income</td><td>3,095</td><td>1,722</td></tr><tr><td>Net income/(loss) attributable to non-controlling interests</td><td>14</td><td>(7)</td></tr><tr><td>Net income attributable to shareholders</td><td>3,081</td><td>1,729</td></tr></table> <div><div><b>Summary information – CS consolidated balance sheets</b></div><table><tr><th><i>In CHF million</i></th><th><i>31 December 2019 (unaudited)</i></th><th><i>31 December 2018 (audited)</i></th><th><i>31 December 2017 (audited)</i></th></tr></table></div>	Summary information – CS consolidated statements of operations				<i>In CHF million</i>	<i>Year ended 31 December (audited)</i>				<b>2018</b>	<b>2017</b>	<b>2016</b>	Net revenues	20,820	20,965	20,393	Provision for credit losses	245	210	252	Total operating expenses	17,719	19,202	22,630	Income/(loss) before taxes	2,856	1,553	(2,489)	Income tax expense	1,134	2,781	400	Net income/(loss)	1,722	(1,228)	(2,889)	Net income/(loss) attributable to non-controlling interests	(7)	27	(6)	Net income/(loss) attributable to shareholders	1,729	(1,255)	(2,883)	<i>In CHF million</i>	<i>Twelve-month period ended 31 December (unaudited)</i>			<b>2019</b>	<b>2018</b>	Net revenues	22,686	20,820	Provision for credit losses	324	245	Total operating expenses	17,969	17,719	Income before taxes	4,393	2,856	Income tax expense	1,298	1,134	Net income	3,095	1,722	Net income/(loss) attributable to non-controlling interests	14	(7)	Net income attributable to shareholders	3,081	1,729	<i>In CHF million</i>	<i>31 December 2019 (unaudited)</i>	<i>31 December 2018 (audited)</i>	<i>31 December 2017 (audited)</i>
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<i>In CHF million</i>	<i>31 December 2019 (unaudited)</i>	<i>31 December 2018 (audited)</i>	<i>31 December 2017 (audited)</i>																																																																													

		<table><tr><td>Total assets</td><td>790,459</td><td>772,069</td><td>798,372</td></tr><tr><td>Total liabilities</td><td>743,696</td><td>726,075</td><td>754,822</td></tr><tr><td>Total shareholders' equity</td><td>46,120</td><td>45,296</td><td>42,670</td></tr><tr><td>Non-controlling interests</td><td>643</td><td>698</td><td>880</td></tr><tr><td>Total equity</td><td>46,763</td><td>45,994</td><td>43,550</td></tr><tr><td>Total liabilities and equity</td><td>790,459</td><td>772,069</td><td>798,372</td></tr></table> <p>There has been no material adverse change in the prospects of the Issuer and its consolidated subsidiaries since 31 December 2018.</p> <p>Not applicable; there has been no significant change in the financial position of the Issuer and its consolidated subsidiaries since 31 December 2019.</p>	Total assets	790,459	772,069	798,372	Total liabilities	743,696	726,075	754,822	Total shareholders' equity	46,120	45,296	42,670	Non-controlling interests	643	698	880	Total equity	46,763	45,994	43,550	Total liabilities and equity	790,459	772,069	798,372
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B.13	Recent events particular to the Issuer which are to a material extent relevant to the evaluation of the Issuer's solvency:	Not applicable; there are no recent events particular to the Issuer which are to a material extent relevant to the evaluation of the Issuer's solvency.																								
B.14	Issuer's position in its corporate group and dependency on other entities within the corporate group:	See Element B.5 above.  Not applicable; CS is not dependent upon other members of its group.																								
B.15	Issuer's principal activities:	CS' principal activities are the provision of financial services in the areas of private banking, investment banking and asset management.																								
B. 16	Ownership and control of the Issuer:	CS is a wholly owned subsidiary of Credit Suisse Group AG.																								
Section C – Securities																										
C.1	Type and class of securities being offered and security identification number(s):	The securities (the " <b>Securities</b> ") are notes. The Securities are Trigger Return Securities. The Securities may be early redeemed following the occurrence of a Trigger Event and will pay coupon amounts depending on the performance of the underlying asset(s).  The Securities of a Series will be uniquely identified by <b>ISIN</b> : XS2116516019; <b>Common Code</b> : 211651601.																								
C.2	Currency:	The currency of the Securities will be Euro (" <b>EUR</b> ") (the " <b>Settlement Currency</b> ").																								
C.5	Description of restrictions on free transferability of the Securities:	The Securities have not been and will not be registered under the U.S. Securities Act of 1933 (the " <b>Securities Act</b> ") and may not be offered or sold within the United States or to, or for the account or benefit of, U.S. persons except in certain transactions exempt from the registration requirements of the Securities Act and applicable state securities laws.  No offers, sales or deliveries of the Securities, or distribution of any offering material relating to the Securities, may be made in or from any jurisdiction except in circumstances that will result in compliance with any applicable laws and regulations.																								

C.8	Description of rights attached to the securities, ranking of the securities and limitations to rights:	<p><b>Rights:</b> The Securities will give each holder of Securities (a "<b>Securityholder</b>") the right to receive a potential return on the Securities (see Element C.18 below). The Securities will also give each Securityholder the right to vote on certain amendments.</p> <p><b>Ranking:</b> The Securities are unsubordinated and unsecured obligations of the Issuer and will rank equally among themselves and with all other unsubordinated and unsecured obligations of the Issuer from time to time outstanding.</p> <p><b>Limitation to Rights:</b></p> <ul style="list-style-type: none"> <li>The Issuer may redeem the Securities early for illegality reasons or following certain events affecting the Issuer's hedging arrangements and/or the underlying asset(s). The Securities may be redeemed early following an event of default. In each such case, the amount payable in respect of each Security on such early redemption will be equal to the Unscheduled Termination Amount, and no other amount shall be payable in respect of each Security on account of interest or otherwise.</li> </ul> <p>Where:</p> <ul style="list-style-type: none"> <li><b>Unscheduled Termination Amount:</b> in respect of each Security, an amount (which may be greater than or equal to zero) equal to the value of such Security immediately prior to it becoming due and payable following an event of default or, in all other cases, as soon as reasonably practicable following the determination by the Issuer to early redeem the Security, as calculated by the calculation agent using its then prevailing internal models and methodologies. For the avoidance of doubt, if a Security is redeemed following an event of default, the Unscheduled Termination Amount shall not take account of any additional or immediate impact of the event of default itself on the Issuer's creditworthiness (including, but not limited to, an actual or anticipated downgrade in its credit rating).</li> <li>The Issuer may adjust the terms and conditions of the Securities without the consent of Securityholders following certain events affecting the Issuer's hedging arrangements and/or the underlying asset(s), or may early redeem the Securities at the Unscheduled Termination Amount as described above (and no other amounts shall be payable in respect of the Securities on account of interest or otherwise following such determination by the Issuer).</li> <li>The terms and conditions of the Securities contain provisions for convening meetings of Securityholders to consider any matter affecting their interests, and any resolution passed by the relevant majority at a meeting will be binding on all Securityholders, whether or not they attended such meeting or voted for or against the relevant resolution. In certain circumstances, the Issuer may modify the terms and conditions of the Securities without the consent of Securityholders.</li> <li>The Securities are subject to the following events of default: if the Issuer fails to pay any amount due in respect of the Securities within 30 days of the due date, or if any events relating to the insolvency or winding up of the Issuer occur.</li> <li>The Issuer may at any time, without the consent of the Securityholders, substitute for itself as Issuer under the Securities any company with which it consolidates, into which it merges or to which it sells or transfers all or substantially all of its property.</li> <li><b>Governing Law:</b> The Securities are governed by English law.</li> </ul>
C.11	Admission to trading:	Application has been made to admit the Securities to trading on the regulated market of the Luxembourg Stock Exchange.
C.15	Effect of the underlying instrument(s) on value of investment:	<p>The value of the Securities and whether any Coupon Amount is payable on a Coupon Payment Date will depend on the performance of the underlying asset(s) on the Coupon Observation Date corresponding to such Coupon Payment Date.</p> <p>The value of the Securities and whether the Securities will redeem early on a Trigger Barrier Redemption Date will depend on the performance of the underlying asset(s) on the Trigger Barrier Observation Date corresponding to such Trigger Barrier Redemption Date.</p>

		<p>The value of the Securities and the Redemption Amount payable in respect of Securities being redeemed on the Maturity Date will depend on the performance of the underlying asset(s) on the Knock-in Observation Date and on the Final Fixing Date.</p> <p>See Element C.18. below for details on how the value of the Securities is affected by the value of the underlying asset(s).</p>
C.16	<b>Scheduled Maturity Date or Settlement Date:</b>	The scheduled maturity date (the " <b>Maturity Date</b> ") of the Securities is 5 currency business days following the Final Fixing Date (expected to be 06 March 2025).
C.17	<b>Settlement Procedure:</b>	<p>The Securities will be delivered by the Issuer against payment of the issue price. Settlement procedures will depend on the clearing system for the Securities and local practices in the jurisdiction of the investor.</p> <p>The Securities are cleared through Euroclear Bank S.A./N.V. and Clearstream Banking, société anonyme.</p>
C.18	<b>Return on Derivative Securities:</b>	<p>The return on the Securities will derive from:</p> <ul style="list-style-type: none"> <li>the Coupon Amount(s) payable (if any);</li> <li>the potential payment of a Trigger Barrier Redemption Amount following early redemption of the Securities due to the occurrence of a Trigger Event; and</li> <li>unless the Securities have been previously redeemed or purchased and cancelled, the payment of the Redemption Amount on the Maturity Date of the Securities.</li> </ul> <p style="text-align: center;"><b><u>COUPON AMOUNT(S)</u></b></p> <p>If a Coupon Payment Event has occurred in respect of a Coupon Observation Date, the Coupon Amount payable on the Coupon Payment Date corresponding to such Coupon Observation Date shall be an amount equal to (a) the <i>product</i> of (i) the Nominal Amount, (ii) the Coupon Rate, and (iii) the number of Coupon Observation Dates that have occurred <i>minus</i> (b) the <i>sum</i> of the Coupon Amounts (if any) paid in respect of such Security on each Coupon Payment Date preceding such Coupon Payment Date.</p> <p>If no Coupon Payment Event has occurred in respect of a Coupon Observation Date, the Coupon Amount payable on the Coupon Payment Date corresponding to such Coupon Observation Date shall be zero.</p> <p>The Coupon Amount(s) payable (if any) shall be rounded down to the nearest transferable unit of the Settlement Currency.</p> <p>Where:</p> <ul style="list-style-type: none"> <li><b>Coupon Observation Date(s):</b> in respect of the underlying asset and a Coupon Payment Date, each of: <ul style="list-style-type: none"> <li>27 August 2020</li> <li>27 February 2021</li> <li>27 August 2021</li> <li>27 February 2022</li> <li>27 August 2022</li> <li>27 February 2023</li> <li>27 August 2023</li> <li>27 February 2024</li> </ul> </li> </ul>

27 August 2024

27 February 2025

in each case subject to adjustment.

- **Coupon Payment Date(s):** in respect of a Coupon Observation Date, 5 currency business days following such Coupon Observation Date.
- **Coupon Payment Event:** if on the relevant Coupon Observation Date, the Level of the underlying asset at the Valuation Time is at or above the Coupon Threshold of such underlying asset corresponding to such Coupon Observation Date.
- **Coupon Rate:** 2.15%
- **Coupon Threshold:** in respect of a Coupon Observation Date and the underlying asset, an amount equal to 55% of its Strike Price.
- **Level:** in respect of the underlying asset and any day, the price of such underlying asset quoted on the relevant exchange.
- **Nominal Amount:** EUR 1,000.00.
- **Strike Price:** in respect of the underlying asset, EUR 99.65.
- **Valuation Time:** in respect of the underlying asset, the scheduled closing time on the exchange.

#### **TRIGGER BARRIER REDEMPTION AMOUNT**

Unless the Securities have been previously redeemed or purchased and cancelled, if a Trigger Event has occurred, the Issuer shall redeem the Securities on the Trigger Barrier Redemption Date at the Trigger Barrier Redemption Amount in respect of such Trigger Barrier Redemption Date, together with any Coupon Amount payable on such Trigger Barrier Redemption Date. For the avoidance of doubt, no Redemption Amount shall be payable upon the occurrence of a Trigger Event on the Trigger Barrier Redemption Date or thereafter.

Where:

- **Trigger Barrier:** in respect of a Trigger Barrier Observation Date and the underlying asset, as specified in the table below corresponding to such Trigger Barrier Observation Date.
- **Trigger Barrier Observation Date(s):** in respect of the underlying asset and a Trigger Barrier Redemption Date, in each case subject to adjustment, as specified in the table below corresponding to such Trigger Barrier Redemption Date.
- **Trigger Barrier Redemption Amount:** an amount equal to 100 per cent. of the Nominal Amount.
- **Trigger Barrier Redemption Date(s):** in respect of each Trigger Barrier Observation Date, as specified in the table below corresponding to such Trigger Barrier Observation Date.

<b>Trigger Barrier Observation Date<sub>n</sub></b>	<b>Trigger Barrier<sub>n</sub></b>	<b>Trigger Barrier Redemption Date<sub>n</sub></b>
27 August 2020	An amount equal to 85% of the Strike Price of the underlying asset	5 currency business days following the occurrence of a Trigger Event
27 February 2021	An amount equal to 85% of the Strike Price of the underlying asset	5 currency business days following the occurrence of a Trigger Event
27 August 2021	An amount equal to 85% of the Strike Price of the underlying asset	5 currency business days following the occurrence of a Trigger Event

27 February 2022	An amount equal to 85% of the Strike Price of the underlying asset	5 currency business days following the occurrence of a Trigger Event
27 August 2022	An amount equal to 85% of the Strike Price of the underlying asset	5 currency business days following the occurrence of a Trigger Event
27 February 2023	An amount equal to 85% of the Strike Price of the underlying asset	5 currency business days following the occurrence of a Trigger Event
27 August 2023	An amount equal to 85% of the Strike Price of the underlying asset	5 currency business days following the occurrence of a Trigger Event
27 February 2024	An amount equal to 85% of the Strike Price of the underlying asset	5 currency business days following the occurrence of a Trigger Event
27 August 2024	An amount equal to 85% of the Strike Price of the underlying asset	5 currency business days following the occurrence of a Trigger Event
27 February 2025	An amount equal to 85% of the Strike Price of the underlying asset	5 currency business days following the occurrence of a Trigger Event

- **Trigger Event:** if on the relevant Trigger Barrier Observation Date, the Level of the underlying asset at the Valuation Time is at or above the Trigger Barrier of such underlying asset.

#### **REDEMPTION AMOUNT**

Unless the Securities have been previously redeemed or purchased and cancelled (including following a Trigger Event), the Issuer shall redeem the Securities on the Maturity Date.

The Issuer shall redeem the Securities on the Maturity Date at the redemption amount (the "**Redemption Amount**"), which shall be an amount rounded down to the nearest transferable unit of the Settlement Currency determined in accordance with paragraph (a) or (b) below:

- (a) if a Knock-in Event has occurred, an amount equal to the *product* of (i) the Nominal Amount and (ii) the Final Price *divided* by the Redemption Strike Price, subject to a maximum amount equal to 100 per cent. of the Nominal Amount; or
- (b) if no Knock-in Event has occurred, an amount equal to the *product* of (i) the Nominal Amount and (ii) 100 per cent.

Where:

- **Final Fixing Date:** in respect of the underlying asset, 27 February 2025, subject to adjustment.
- **Final Price:** in respect of the underlying asset, the Level of such underlying asset at the Valuation Time on the Final Fixing Date.
- **Knock-in Barrier:** in respect of the Knock-in Observation Date and the underlying asset, an amount equal to 55% of its Strike Price.
- **Knock-in Event:** if on the Knock-in Observation Date, the Level of the underlying asset at the Valuation Time is below the Knock-in Barrier of such underlying asset.
- **Knock-in Observation Date(s):** in respect of the underlying asset, 27 February 2025, subject to adjustment.
- **Redemption Strike Price:** in respect of the underlying asset, an amount equal to 100 per cent. of the Strike Price of such underlying asset.

C.19	Final reference price of underlying:	The Final Price of the underlying asset shall be determined on the Final Fixing Date.
C.20	Type of underlying:	<p>The underlying asset is a share.</p> <p>Information on the underlying asset can be found at:  <a href="http://www.euronext.com">http://www.euronext.com</a></p>
<b>Section D – Risks</b>		
D.2	Key risks that are specific to the Issuer:	<p>The Securities are general unsecured obligations of the Issuer. Investors in the Securities are exposed to the risk that the Issuer could become insolvent and fail to make the payments owing by it under the Securities.</p> <p>The Issuer is exposed to a variety of risks that could adversely affect its results of operations and financial condition, including, among others, those described below:</p> <p>All references to the Issuer set out below are describing the consolidated businesses carried out by Credit Suisse Group AG ("<b>CSG</b>") and its subsidiaries (including the Issuer) and therefore should also be read as references to CSG.</p> <p><b>Liquidity risk:</b></p> <ul style="list-style-type: none"> <li>• The Issuer's liquidity could be impaired if it is unable to access the capital markets, sell its assets, its liquidity costs increase, or as a result of uncertainties regarding the possible discontinuation of benchmark rates.</li> <li>• The Issuer's businesses rely significantly on its deposit base for funding.</li> <li>• Changes in the Issuer's ratings may adversely affect its business.</li> </ul> <p><b>Market risk:</b></p> <ul style="list-style-type: none"> <li>• The Issuer may incur significant losses on its trading and investment activities due to market fluctuations and volatility.</li> <li>• The Issuer's businesses and organisation are subject to the risk of loss from adverse market conditions and unfavourable economic, monetary, political, legal , regulatory and other developments in the countries in which it operates.</li> <li>• The Issuer may incur significant losses in the real estate sector.</li> <li>• Holding large and concentrated positions may expose the Issuer to large losses.</li> <li>• The Issuer's hedging strategies may not prevent losses.</li> <li>• Market risk may increase the other risks that the Issuer faces.</li> </ul> <p><b>Credit risk:</b></p> <ul style="list-style-type: none"> <li>• The Issuer may suffer significant losses from its credit exposures.</li> <li>• Defaults by one or more large financial institutions could adversely affect financial markets generally and the Issuer specifically.</li> <li>• The information that the Issuer uses to manage its credit risk may be inaccurate or incomplete.</li> </ul> <p><b>Risks relating to CSG's strategy:</b></p> <ul style="list-style-type: none"> <li>• CSG and its subsidiaries including the Issuer may not achieve all of the expected benefits of its strategic initiatives.</li> </ul> <p><b>Risks from estimates and valuations:</b></p> <ul style="list-style-type: none"> <li>• Estimates are based upon judgement and available information, and the Issuer's actual results may differ materially from these estimates.</li> <li>• To the extent the Issuer's models and processes become less predictive due to unforeseen market conditions, illiquidity or volatility, its ability to make accurate estimates and valuations could be adversely affected.</li> </ul> <p><b>Risks relating to off-balance sheet entities:</b></p>

		<ul style="list-style-type: none"> <li>• If the Issuer is required to consolidate a special purpose entity, its assets and liabilities would be recorded on its consolidated balance sheets and it would recognise related gains and losses in its consolidated statements of operations, and this could have an adverse impact on its results of operations and capital and leverage ratios.</li> </ul> <p><b>Country and currency exchange risk:</b></p> <ul style="list-style-type: none"> <li>• Country risks may increase market and credit risks the Issuer faces.</li> <li>• The Issuer may face significant losses in emerging markets.</li> <li>• Currency fluctuations may adversely affect the Issuer's results of operations.</li> </ul> <p><b>Operational risk:</b></p> <ul style="list-style-type: none"> <li>• The Issuer is exposed to a wide variety of operational risks, including cybersecurity and other information technology risks.</li> <li>• The Issuer may suffer losses due to employee misconduct.</li> </ul> <p><b>Risk management:</b></p> <ul style="list-style-type: none"> <li>• The Issuer's risk management procedures and policies may not always be effective, particularly in highly volatile markets.</li> </ul> <p><b>Legal and regulatory risks:</b></p> <ul style="list-style-type: none"> <li>• The Issuer's exposure to legal liability is significant.</li> <li>• Regulatory changes may adversely affect the Issuer's business and ability to execute its strategic plans.</li> <li>• Swiss resolution proceedings and resolution planning requirements may affect CSG's and the Issuer's shareholders and creditors.</li> <li>• Changes in monetary policy are beyond the Issuer's control and difficult to predict.</li> <li>• Legal restrictions on its clients may reduce the demand for the Issuer's services.</li> </ul> <p><b>Competition risks:</b></p> <ul style="list-style-type: none"> <li>• The Issuer faces intense competition in all financial services markets and for the products and services it offers.</li> <li>• The Issuer's competitive position could be harmed if its reputation is damaged.</li> <li>• The Issuer must recruit and retain highly skilled employees.</li> <li>• The Issuer faces competition from new trading technologies.</li> </ul> <p><b>Statutory powers of Swiss Financial Market Supervisory Authority FINMA in the case of a restructuring proceeding:</b></p> <ul style="list-style-type: none"> <li>• The rights of the holders of Securities issued by the Issuer may be adversely affected by Swiss Financial Market Supervisory Authority FINMA's broad statutory powers in the case of a restructuring proceeding in relation to the Issuer, including its power to convert such Securities into equity and/or partially or fully write-down such Securities.</li> </ul>
D.6	Key risks that are specific to the Securities and risk warning that investors may lose value of entire investment or part of it:	<p>The Securities are subject to the following key risks:</p> <ul style="list-style-type: none"> <li>• The issue price or the offer price of the Securities may be more than the market value of such Securities as at the issue date, and more than the price at which the Securities can be sold in secondary market transactions. The issue price or the offer price of the Securities may take into account, where permitted by law, fees, commissions or other amounts relating to the issue, distribution and sale of the Securities, or the provision of introductory services, expenses incurred by the Issuer in creating, documenting and marketing the Securities and amounts relating to the hedging of its obligations under the Securities.</li> <li>• The market value of the Securities, any Coupon Amount(s) payable and the amount payable or deliverable at maturity depend on the performance of the underlying asset(s). The performance of an underlying asset may be subject to sudden and large unpredictable changes over time (known as "volatility"), which may be affected by national or international, financial, political, military or economic events or by the activities of participants in the relevant markets. Any of these events or activities could adversely affect the value of and return on the Securities.</li> </ul>

- If the Securities provide that any amount payable is subject to a cap, an investor's ability to participate in any change in the value of the underlying asset(s) over the term of the Securities will be limited notwithstanding any positive performance of the underlying asset(s) above such cap. Accordingly, the return on the Securities may be significantly less than if an investor had purchased the underlying asset(s) directly.
- A secondary market for the Securities may not develop and, if it does, it may not provide the investors with liquidity and may not continue for the life of the Securities. Illiquidity may have an adverse effect on the market value of the Securities. The price in the market for a Security may be less than its issue price or its offer price and may reflect a commission or a dealer discount, which would further reduce the proceeds you would receive for your Securities.
- The market value of the Securities will be affected by many factors beyond the control of the Issuer (including, but not limited to, the creditworthiness of the Issuer, the interest rates and yield rates in the market, the volatility of the underlying asset(s) (if any), etc.). Some or all of these factors will influence the value of the Securities in the market.
- Where the relevant distributor(s) may only confirm the amount or number of Securities sold to investors after the Securities have been issued, the Issuer may cancel some of the Securities if the amount or number of Securities subscribed for or purchased is less than the aggregate nominal amount or number of Securities (as applicable) issued on the issue date. The market for the Securities may be limited.
- The total size of Securities being issued on the issue date may be greater than the amount subscribed or purchased by investors as the dealer may retain some of the Securities as part of its issuing, market-making and/or trading arrangements or for the purposes of meeting future investor demand. The issue size of the Securities should not be regarded as indicative of the depth or liquidity of the market, or the demand, for the Securities.
- The levels and basis of taxation on the Securities and any reliefs from such taxation will depend on an investor's individual circumstances and could change at any time. The tax and regulatory characterisation of the Securities may change over the life of the Securities. This could have adverse consequences for investors.
- In certain circumstances (for example, if the Issuer determines that its obligations under the Securities have become unlawful or illegal, following an event of default or following certain events affecting the Issuer's hedging arrangements and/or underlying asset(s)) the Securities may be redeemed prior to their scheduled maturity. In such circumstances, the Unscheduled Termination Amount payable may be less than the original purchase price and could be as low as zero. No other amounts shall be payable in respect of the Securities on account of interest or otherwise following such determination by the Issuer.
- Following early redemption of Securities, investors may not be able to reinvest the redemption proceeds in an investment having a comparable rate of return. Investors in Securities may therefore lose some or all of their investment in such case.
- Investors will have no rights of ownership, including, without limitation, any voting rights, any rights to receive dividends or other distributions or any other rights with respect to any underlying asset referenced by the Securities.
- Investors may be exposed to currency risks because the underlying asset(s) may be denominated in a currency other than the currency in which the Securities are denominated, or the Securities and/or underlying asset(s) may be denominated in currencies other than the currency of the country in which the investor is resident. The value of the Securities may therefore increase or decrease based on fluctuations in those currencies.
- The Issuer is not obliged to maintain the listing of the Securities. If the regulated market or other market in respect of which the Securities are listed and/or admitted to trading closes, or if the relevant regulated market in respect of which the Securities are admitted to trading is replaced with a market that is not a regulated market, the Issuer may de-list the Securities or may (but is not obliged to) consent to the Securities to be admitted to trading on such replacement market instead. In the event

that there is a delay or break between the listing of the Securities on the original market or regulated market, as the case may be, and the listing of the Securities on the replacement market, there may be a negative impact on the Securities (for example this may negatively impact the liquidity of the Securities and the ability of the Securityholders to sell the Securities).

- The Issuer may apply any consequential postponement of, or any alternative provisions for, valuation of an underlying asset following certain disruption events in relation to such underlying asset, each of which may have an adverse effect on the value of and return on the Securities.
- The performance of a share is dependent upon macroeconomic factors which may adversely affect the value of Securities. The issuer of a share has no obligation to any Securityholders and may take any actions in respect of such share without regard to the interests of the Securityholders, and any of these actions could adversely affect the market value of and return on the Securities. Securityholders will not participate in dividends or other distributions paid on such share.
- The Issuer may modify the terms and conditions of the Securities without the consent of Securityholders for the purposes of (a) curing any ambiguity or correcting or supplementing any provision if the Issuer determines it to be necessary or desirable, provided that such modification is not prejudicial to the interests of Securityholders, or (b) correcting a manifest error.
- Subject to the conditions and other restrictions set out in the terms and conditions of the Securities, the Issuer may adjust the terms and conditions of the Securities without the consent of Securityholders following certain events affecting the Issuer's hedging arrangements and/or the underlying asset(s), or may early redeem the Securities at an amount which may be less than the initial investment.
- In making discretionary determinations under the terms and conditions of the Securities, the Issuer and the calculation agent may take into account the impact on the relevant hedging arrangements. Such determinations could have a material adverse effect on the value of and return on the Securities and could result in their early redemption.
- Subject to the conditions and other restrictions set out in the terms and conditions of the Securities, the Issuer may be substituted without the consent of Securityholders in favour of any affiliate of the Issuer or another company with which it consolidates, into which it merges or to which it sells or transfers all or substantially all of its property.
- Due to the ongoing deterioration of the sovereign debt of several Euro zone countries, there are a number of uncertainties regarding the stability and overall standing of the European Economic and Monetary Union. Events and developments arising from the Euro zone sovereign debt crisis may have a negative impact on the Securities.
- The Issuer is subject to a number of conflicts of interest, including: (a) in making certain calculations and determinations, there may be a difference of interest between the investors and the Issuer, (b) in the ordinary course of its business the Issuer (or an affiliate) may effect transactions for its own account and may enter into hedging transactions with respect to the Securities or the related derivatives, which may affect the market price, liquidity or value of the Securities, and (c) the Issuer (or an affiliate) may have confidential information in relation to the underlying asset(s) or any derivative instruments referencing them, but which the Issuer is under no obligation (and may be subject to legal prohibition) to disclose.

**Depending on the performance of the underlying asset(s), you may lose some or all of your investment. Investors may also lose some or all of their investment if one or more of the following occurs: (a) the Securities do not provide for scheduled repayment in full of the issue or purchase price at maturity (or over the relevant instalment dates, if applicable) or upon mandatory early redemption or optional early redemption of the Securities, (b) the Issuer fails and is unable to make payments owing under the Securities, (c) any adjustments are made to the terms and conditions of the Securities following certain events affecting the underlying asset(s) and/or the Issuer's hedging arrangements, that result in the amount payable**

		or shares delivered being reduced, or (d) investors sell their Securities prior to maturity in the secondary market at an amount that is less than the initial purchase price.
<b>Section E – Other</b>		
<b>E.2b</b>	<b>Reasons for the offer and use of proceeds:</b>	Not applicable; the net proceeds from the issue of the Securities will be used by the Issuer for its general corporate purposes (including hedging arrangements).
<b>E.3</b>	<b>Terms and conditions of the offer:</b>	The Securities have been offered to the dealer at the issue price. The Securities are not being publicly offered.
<b>E.4</b>	<b>Interests material to the issue/offer:</b>	Fees shall be payable to the distributor(s). The Issuer is subject to conflicts of interest between its own interests and those of holders of Securities, as described in Element D.6 above.
<b>E.7</b>	<b>Estimated expenses charged to the investor by the Issuer/offeree:</b>	<p>The dealer will pay a fee to the distributor(s) in connection with the issue of up to 0.4% of the Nominal Amount per Security upfront.</p> <p>The Securities will be sold by the dealer to the distributor(s) at a discount of up to 1% of the issue price.</p> <p>Such discount represents the fee retained by the distributor(s) out of the issue price paid by investors. The issue price and the terms of the Securities take into account such fees and may be more than the market value of the Securities on the issue date.</p>