

Private Placement

12 Months EUR Memory Phoenix Autocall Certificates Linked to iShares® Bitcoin Trust

Term Sheet

Investors should read the section “**Significant Risks**” below as well as the section “**Risk Factors**” of the Programme. **Investors are subject to the credit risk of the Issuer.** Until the Issue Date, the terms of this Termsheet are indicative and may be adjusted anytime. The Issuer is not obliged to issue the Product.

PRODUCT DESCRIPTION

Product Description	This Product offers the investor a pre-defined conditional Coupon Amount with memory effect on the relevant Coupon Payment Date(s). In addition, the Certificates can also be redeemed early if the relevant conditions are met on any of the pre-defined Early Redemption Observation Dates. If no Early Redemption has occurred, the Redemption at maturity will depend on the performance of the Underlying. If no Barrier Event has occurred (European observation), the investor will receive a Cash Settlement equal to the Nominal Amount. Otherwise, the investor will receive a Cash Settlement calculated as the Nominal Amount multiplied by the Performance of the Underlying, as described under "Redemption".
Market expectation of the Investor	The investor expects a sideways or moderate rather than large rise in the Underlying(s). The investor expects that no Barrier Event will occur.
EUSIPA / SSPA Code	1260 – Barrier Express

PRODUCT DETAILS

ISIN	IT0006764606
CFI Code	DEEVRS
Issue Price	EUR 10,000.00
Issue Size	Up to 1,000 Certificates
Nominal Amount	EUR 10,000
Settlement Currency	EUR
Minimum Investment	1 Certificate

DATES

Initial Fixing Date	8 July 2024
Issue Date	11 July 2024
Final Fixing Date	8 July 2025
Redemption Date	17 July 2025

UNDERLYING

i	Underlying	Related Exchange	Reference Currency	Bloomberg Ticker	Initial Fixing Level (100%)*	Strike Level (100.00%)*	Barrier Level (60.00%)*
1	iShares® Bitcoin Trust	Nasdaq Stock Exchange	USD	IBIT UQ Equity	USD 32.16	USD 32.16	USD 19.296

* as determined on or about the Initial Fixing Date (levels are expressed in percentage of the Initial Fixing Level).

GENERAL INFORMATION

Issuer	Marex Financial, 155 Bishopsgate, London, EC2M 3TQ, United Kingdom.
Issuer Rating	BBB (S&P Global).
Supervision of the Issuer	The Issuer is authorised and regulated in the United Kingdom by the Financial Conduct Authority ("FCA").

Calculation Agent Marex Financial.
Principal Programme Agent BNP Paribas Securities Services, 3 rue d'Antin, 75002 Paris, France.

COUPON

Coupon Amount Provided that no Early Redemption has occurred on any one of the previous Early Redemption Observation Dates (N), the investor will receive on each Coupon Payment Date (n) an amount per Certificate in the Settlement Currency according to the following formula:

1. If the official closing price of the Underlying (i) on the relevant Coupon Determination Date (n) is equal to or higher than the corresponding Coupon Barrier:

Nominal Amount x Sum of Coupon Rates – Previously Paid Coupons

2. Otherwise, if the official closing price of the Underlying (i) on the relevant Coupon Determination Date (n) is lower than the corresponding Coupon Barrier then there will be no Coupon Amount payable.

Where,

Sum of Coupon Rates means the sum of all Coupon Rates(j) for the preceding and current Coupon Payment Dates (n).

Previously Paid Coupons means the sum of all Coupon Amounts due on any Coupon Payment Date (n) preceding such Coupon Payment Date (n) (provided that if no previous Coupon Amount have been paid prior to such Coupon Payment Date (n), then the sum of Previously Paid Coupon shall be zero).

Coupon Payment Dates

n	Coupon Barrier*	Coupon Rate _j	Coupon Determination Date	Coupon Payment Date
1	60.00%	4.00%	08 October 2024	18 October 2024
2	60.00%	4.00%	08 January 2025	17 January 2025
3	60.00%	4.00%	08 April 2025	17 April 2025
4	60.00%	4.00%	08 July 2025	17 July 2025

* levels are expressed as a percentage of the Initial Fixing Level.

The Coupon Determination Dates (n) are subject to Market Disruption Event provisions and the Coupon Payment Dates (n) are subject to the Business Day Convention.

EARLY REDEMPTION

Automatic Early Redemption Event

An Automatic Early Redemption Event occurs if the official closing price of the Underlying (i) is higher than the relevant Autocall Level (N) on any Early Redemption Observation Date (N) (including the Early Redemption Observation Date (N) which falls on the Final Fixing Date).

Early Redemption Amount and Dates

If an Automatic Early Redemption Event occurs on any Early Redemption Observation Date (N), the Certificates will be automatically redeemed at the relevant Early Redemption Amount on the corresponding Early Redemption Date, as specified in the below table.

N	Autocall Level*	Early Redemption Amount**	Early Redemption Observation Date	Early Redemption Date
1	100.00%	100.00%	08 October 2024	18 October 2024
2	97.00%	100.00%	08 January 2025	17 January 2025
3	94.00%	100.00%	08 April 2025	17 April 2025
4	91.00%	100.00%	08 July 2025	17 July 2025

* levels are expressed as a percentage of the Initial Fixing Level.

** amounts are expressed as a percentage of the Nominal Amount.

The Early Redemption Observation Date(s) (N) are subject to Market Disruption Event provisions and the Early Redemption Dates (N) are subject to the Business Day Convention.

REDEMPTION

Formula	<p>Provided that no Early Redemption Event has occurred on any one of the pre-defined Early Redemption Observation Dates (N) (including the Early Redemption Observation Date (N) which falls on the Final Fixing Date), the investor is entitled to receive from the Issuer on the Redemption Date an amount per Certificate in the Settlement Currency as determined by the Calculation Agent as follows:</p> <p>1) If a Barrier Event has NOT occurred, the investor will receive a Cash Settlement equal to:</p> <p style="text-align: center;">Nominal Amount</p> <p>2) If a Barrier Event HAS occurred, the investor will receive a Cash Settlement equal to:</p> <p style="text-align: center;">Nominal Amount × Final Performance</p>
Initial Fixing Level	Official closing price of the Underlying on the Initial Fixing Date on the Related Exchange as determined by the Calculation Agent.
Relevant Fixing Level	For each relevant date, the official closing price of the Underlying on that date on the Related Exchange as determined by the Calculation Agent.
Final Fixing Level	The Relevant Fixing Level of the Underlying on the Final Fixing Date.
Barrier Event	A Barrier Event occurs if the Final Fixing Level of the Underlying is at or below its Barrier Level.
Performance	On any relevant date, the performance of the Underlying is calculated as the Relevant Fixing Level divided by the Initial Fixing Level.
Final Performance	The Performance on the Final Fixing Date.

FURTHER INFORMATION

Programme	Base Prospectus dated 29 September 2023, as supplemented on 5 June 2024, including the relevant Pricing Supplement of the Product.
Notices	All notices concerning the Securities, including adjustments and corrections to the terms and conditions will be published on www.marexfp.com and notified to Monte Titoli.
Listing/Exchange	The Certificates may be listed on EuroTLX (a multilateral trading facility organised and managed by Borsa Italiana). No assurances are given that such listing will be obtained.
Business Days for payment purposes	TARGET.
Business Day Convention	Following.
Secondary Market	<p>Under normal market conditions the Issuer will endeavour to quote secondary prices with a 0.001% bid and offer spread.</p> <p>The securities may only be sold to a third party with the prior consent of the Issuer and only in the form of a private placement. Thus, investors must contact the Issuer before they resell the Securities.</p>
Quoting Type	<p>Currency quotation.</p> <p>The securities are quoted dirty and any accrued interest is included in the secondary market price.</p>
Settlement Type	Cash Settlement.
Selling Restrictions	<p>No action has been or will be taken to permit a public offering of the Products or possession or distribution of any offering material in relation to the Products in any jurisdiction, where such action for that purpose is required. Consequently, any offer, sale or delivery of the Products, or distribution or publication of any offering material relating to the Products, may only be made in or from any jurisdiction in compliance with applicable laws and regulations not imposing any obligations on the Issuer.</p> <p>Possible limitations resulting from legal restrictions with regard to cross border communication and cross-border business concerning the Products and related information remain reserved. Most important jurisdictions where the Products may not be publicly distributed are EEA, UK, Hong Kong and Singapore. The Swiss Public Offer Selling Restriction applies.</p>

The Products may not be offered or sold within the United States or to, or for the account or benefit of US persons (as defined in Regulation S). Detailed information on Selling Restrictions is published in the Programme which is available on www.marex.com.

Clearing	Monte Titoli.
Offer	Private Placement only; no public offer.
Prohibition of sales in the EEA	No offer to retail investors in the EEA.
Prohibition of sales in the UK	No offer to retail investors in the UK.
Prohibition of Offer to Private Clients in Switzerland	No offer to retail investors in Switzerland.
Form	Registered.
Governing Law / Jurisdiction	English / England
Section 871 (m)	The Issuer has determined that the Products will not be subject to withholding under Section 871 (m) of the U.S. Internal Revenue Code.

TARGET MARKET

Positive Target Market	Target Market Category	Positive TM
	INVESTOR TYPE	Professional Client & Eligible Counterparty
	KNOWLEDGE AND EXPERIENCE	Informed & Advanced
	ABILITY TO BEAR LOSSES	No Capital Guarantee
	RISK TOLERANCE	High
	INVESTMENT OBJECTIVES	Income
	DISTRIBUTION STRATEGY	Self Directed, Investment Advice & Portfolio Management
	Time Horizon	Short Term
	May be terminated early?	YES
Negative Target Market	Target Market Category	Negative TM
	INVESTOR TYPE	Retail

The Target Market Category is based on “Target Market Section” of the European MiFID Template - Version 4.0 definitions
<https://www.bvi.de/en/services/samples-and-working-aids/european-mifid-template-emt/>

TAXATION

Investors and prospective investors are advised to consult with their tax advisers with respect to the tax consequences of the purchase, ownership, disposition, lapse or exercise or redemption of a Product in light of their particular circumstances. The Issuer hereby expressly excludes any liability in respect of any possible tax implications.

Information with regards to FATCA (Foreign Account Tax Compliance Act)

Any payment under this Product may be subject to withholding tax (such as, inter alia, withholding related to FATCA or 871 (m) of the US Tax Code). Any payments due under this Product are net of such tax. If an amount in respect of Section 871 (m) of the U.S. Tax Code were to be deducted or withheld from interest, principal or other payments on the Products, none of the Issuer, any Paying Agent or any other person would be required to pay additional amounts as a result of the deduction or withholding of such tax, i.e. the investor would receive a significant lower amount than he would have received without such deduction or withholding.

PRODUCT DOCUMENTATION

Notices to investors in connection with this Product shall be validly given in accordance with the terms and conditions of the Programme.

During the whole term of this Product, the Product Documentation can be ordered free of charge from the Calculation Agent/the Issuer at 155 Bishopsgate, London, EC2M 3TQ (United Kingdom), via telephone (+44 (0)207-650-4404*) or via e-mail (sales@marexfp.com). Please note that all calls made to numbers marked with an asterisk (*) are recorded. By calling such number, your consent to the recording is deemed given.

SIGNIFICANT RISKS

Risk Factors Relating to the Product

The risk of loss related to this Product is similar to an investment in the Underlying.

Therefore, the investor could lose the total capital invested if the value of the Underlying falls to zero on the Final Fixing Date.

Risk Factors Relating to the Underlying

Investors should note that the amount payable under the Certificates depends on the performance of the Underlying Asset. The Underlying Asset is the iShares® Bitcoin Trust. This is a Delaware statutory trust that issues shares representing fractional undivided beneficial interests in its net assets. Investors are therefore directed to the section "5.3 Risks associated with Exchange Traded Funds as Underlying Asset" in the Base Prospectus. The Underlying Asset is an Exchange Traded Fund (ETF) recently approved by the US Securities and Exchange Commission (SEC). Therefore, the risk factor below in relation to the iShares® Bitcoin Trust should be noted. Further the Underlying Asset seeks to reflect generally the performance of the price of Bitcoin. Bitcoin can be classified as a cryptocurrency asset ("Cryptocurrency Asset"). Therefore, specific risks associated with Cryptocurrency Assets, including Bitcoin should be noted.

Specific risks relating to the iShares® Bitcoin Trust

Investors should be aware that while the US Securities and Exchange Commission (SEC) has approved several spot Bitcoin ETFs in the United States, such as the Underlying Asset, these Bitcoin ETFs are not permitted and will not be permissible in the EU. This is among others due to the fact that under the Undertakings for Collective Investment in Transferable Securities (UCITS) Directive, ETFs in the EU which exclusively invest in bitcoin or any single asset are prevented from approval by a competent authority. Investors should be aware of these limitations and should not compare the Underlying Asset with ETFs licensed under the UCITS Directive. Further risks in relation to the Underlying Asset are mentioned in the SEC registration statement. This includes risks in relation to the structure of iShares® Bitcoin Trust's assets. The SEC registration statement is available for download here: https://www.sec.gov/Archives/edgar/data/1980994/000143774923034772/bit20231215_s1a.htm.

Specific risks associated with Cryptocurrency Assets

The market value of Cryptocurrency Assets and of the Bitcoin is not related to any specific company, government or asset. The valuation of bitcoin depends on future expectations for the value of the Bitcoin network, the number of Bitcoin transactions, and the overall usage of Bitcoin as an asset. This means that a significant amount of the value of Bitcoin is speculative, which could lead to increased volatility. Investors could experience significant gains, losses and/or volatility in the trust's holdings, depending on the valuation of Bitcoin.

General risks associated with the volatility of Cryptocurrency Assets and with Bitcoin in particular

Investors should note that the value of Cryptocurrency Assets may change significantly over the course of a day. Changes and advances in technology, fraud, theft, cyber-attacks and regulatory changes, among others, may increase volatility significantly, increasing the risk of losses in respect of Certificates linked to one or more Cryptocurrency Assets. Additionally, the market for Cryptocurrency Assets is still in an early stage, with a limited number of market participants, which may remain limited over the lifetime of the Certificates. A small number of market participants could trigger potentially significant (and adverse) price swings and illiquidity, events that could have a material adverse effect on the return and value of the Certificates and their liquidity.

Several factors may affect the price of Cryptocurrency Assets, such as Bitcoin. These factors include, but are not limited to: supply and demand, investors' expectations regarding the rate of inflation, interest rates, currency exchange rates, or future regulatory measures (if any) that restrict the trading of Bitcoin or its use as a form of payment. The issuance of Bitcoin is determined by a computer code, not by a central bank, and prices can be extremely volatile. For instance, during the period from 17 December 2017 to 14 December 2018, Bitcoin experienced a decline of roughly 84%. There is no assurance that Bitcoin will maintain its long-term value in terms of purchasing power in the future, or that acceptance of Bitcoin payments by mainstream retail merchants and commercial businesses will continue to grow. The value of the trust's investments in Bitcoin could decline rapidly, including to zero. Investors should further note that the trading hours of Cryptocurrency Assets typically exceed the trading hours of the Certificates. Investors therefore cannot invest in or divest the Certificates and react to price movements or volatility of the cryptocurrency assets outside the Certificates' trading hours.

Risks associated with competing Cryptocurrency Assets

Bitcoin is the most established Cryptocurrency Asset within the universe of Cryptocurrency Assets as well as in public perception. Hence, there is a risk that new or smaller Cryptocurrency Asset could lead to a decline in the value of Bitcoin. Due to a large number of initial coin offerings in the recent years, a large number of Cryptocurrency Assets are currently competing with each other. Due to this competition there is therefore the risk, that the importance of Bitcoin will diminish and that it may even be driven out of the market during the term of the Certificates. Investors should note that such events are associated with the risk that the value of the Underlying Asset may fall or may even become zero (0) at the time of the redemption.

Regulatory Risks

The legal qualification of Cryptocurrency Assets may differ in each jurisdiction. Cryptocurrency Assets usually do not have a function as and/or the full characteristics of a legal tender and are usually not supervised by any authority or institution such as a central bank. Consequently, there is no authority or institution which may intervene in the market of a Cryptocurrency Assets to stabilize the value or prevent, mitigate or counter-attack irrational price developments.

Compared to other assets, Cryptocurrency Assets have been in existence for a relatively short time only and various regulatory bodies in the United Kingdom and globally have or are in the process of taking a view on required regulatory actions relating to Cryptocurrency Assets and related products (e.g. regulation concerning money laundering, taxation, consumer protection, publication requirements or capital flows etc.). For example, in October 2020, the Financial Conduct Authority made rules imposing a ban on the sale of certain types of financial instrument referencing unregulated Cryptocurrency Assets to retail clients. These rules were implemented in the FCA's Conduct of Business Sourcebook. In October 2023, new rules regarding the marketing of Cryptocurrency Assets came into force, aiming to make the promotion of Cryptocurrency Assets more objective and transparent, imposing registration and/or authorisation requirements for marketing, clear risk warnings and banning incentives such as "refer a friend" bonuses. The regulatory status of Cryptocurrency Assets and blockchain technology still is unclear or unsettled in many jurisdictions. It is difficult to predict how or whether regulatory authorities may apply existing regulation with respect to such technology and its applications, including specifically (but without limitation to) Cryptocurrency Assets. It is likewise difficult to predict how or whether any legislative or regulatory authorities may implement changes to law and regulation affecting blockchain technology and its applications, including Cryptocurrency Assets.

Any forthcoming regulatory actions may result in the illegality of Cryptocurrency Assets (and products relating to such Cryptocurrency Assets) or the implementation of controls relating to the trading (and therefore liquidity) of Cryptocurrency Assets. Forthcoming regulatory actions may also restrict the availability of markets and/or market participants permitted to be engaged in transactions related to Cryptocurrency Assets. Such events could result in an adjustment of the Certificates or even in the (early) termination of the Certificates which could result in a loss to investors in relation to the Certificates. In addition, control mechanisms may increase transaction fees in Cryptocurrency Assets significantly (and therefore impact the bid/offer spread of the Certificates) that may have a negative impact on the return of the Certificates (and the secondary market price of the Certificates). Investors should ensure that investing in the Certificates complies with their local regulation.

Risks in connection with the technology and its development

The technology that Cryptocurrency Assets rely on is comparatively new and not yet fully tested. Cryptocurrency Assets are often based on decentralized networks and open source network protocols. In this context, it is possible and also necessary to update, amend or change the protocol from time to time, which can lead in a so-called "fork" of the Cryptocurrency. Generally, a fork can be described as an update for the existing protocol of a Cryptocurrency Asset. Forks can be divided in so-called "hard-forks", where the newer protocol is not compatible with the older one, and "soft-forks", where the newer protocol is compatible with the older one. Therefore, a "hard-fork" can result in a split of the chain and a creation of a new Cryptocurrency Asset. For instance, Bitcoin Cash forked from Bitcoin in 2017 after developers and the Bitcoin community disagreed on which direction the Bitcoin network should change the protocol. Investors should be aware that these changes, such as a fork, or new developments in the technology may affect the value of Cryptocurrency Assets and could have a material adverse effect on the return on and value of the Certificates and their liquidity.

Additional Risk Factors

Prospective investors should ensure that they fully understand the nature of this Product and the extent of their exposure to risks and they should consider the suitability of this Product as an investment in the light of their own circumstances and financial condition. Products involve a high degree of risk, including the potential risk of expiring worthless. Potential investors should be prepared in certain circumstances to sustain a total loss of the capital invested to purchase this Product. Prospective investors shall consider the following important risk factors and see the section "Risk Factors" of the Programme for details on all other risk factors to be considered.

This is a structured product involving derivative components. Investors should make sure that their advisors have verified that this Product is suitable for the portfolio of the investor taking into account the investor's financial situation, investment experience and investment objectives.

The terms and conditions of the Product may be subject to adjustments during the lifetime of the Product as set out in the Programme. Investors whose usual currency is not the currency in which the Product is redeemed should be aware of their possible currency risk. The value of the Product may not correlate with the value of the Underlying.

Investors should note that the Calculation Agent may determine that a hedging disruption or an increased cost of hedging event occurs in relation to the issued Securities (with such events being defined under the terms and conditions of the Programme). Investors should note that following the occurrence of such events the Issuer may adjust the Securities or redeem them early and pay to the Investors the Non-scheduled Early Repayment Amount. Investors should note that the Non-scheduled Early Repayment Amount may be significantly lower than the Issue Price or may be even zero and the investor may lose some or all of its investment.

Market Risks

The general market performance of securities is dependent, in particular, on the development of the capital markets which, for their part, are influenced by the general global economic situation as well as by the economic and political framework conditions in the respective countries (so-called market risk). Changes to market prices such as interest rates, commodity prices or corresponding volatilities may have a negative effect on the valuation of the Underlying(s) or the Product. There is also the risk of market disruptions (such as trading or stock market interruptions or discontinuation of trading) or other unforeseeable occurrences concerning the respective Underlyings and/ or their stock exchanges or markets taking place during the term or upon maturity of the Products. Such occurrences can have an effect on the time of redemption and/or on the value of the Products.

No Dividend Payment

This Product does not confer any claim to receive rights and/ or payments of the Underlying, such as dividend payments, unless explicitly stated herein, and therefore, without prejudice to any coupon or dividend payments provided for in this Termsheet, does not yield any current income. This means that potential losses in value of the Product cannot be compensated by other income.

Credit Risk of Issuer

Investors bear the credit risk of the Issuer of the Product. The value of the Products is dependent not only on the Underlyings, but also on the creditworthiness of the Issuer, which may change over the term of the Product.

The Products constitute unsubordinated and unsecured obligations of the Issuer and rank pari passu with each and all other current and future unsubordinated and unsecured obligations of the Issuer. The insolvency of the Issuer may lead to a partial or total loss of the invested capital.

Secondary Market

The Issuer or any third party appointed by the Issuer, as applicable, intends, under normal market conditions, to provide bid and offer prices for the Products on a regular basis (if specified in the section "General Information"). However, the Issuer makes no firm commitment to provide liquidity by means of bid and offer prices for the Products, and assume no legal obligation to quote any such prices or with respect to the level or determination of such prices. In special market situations, where the Issuer is unable to enter into hedging transactions, or where such transactions are very difficult to enter into, the spread between the bid and offer prices may be temporarily expanded, in order to limit the economic risks of the Issuer. Investors must be prepared to hold the Securities until the Redemption Date.

Illiquidity Risk

One or, if applicable, more of the Underlyings might be or become illiquid over the life time of the Product.

Illiquidity of an Underlying might lead to larger bid/ offer spreads of the Product and/or to an extended time period for buying and/ or selling the Underlying respective to acquire, unwind or dispose of the hedging transaction(s) or asset(s) or to realise, recover or remit the proceeds of such hedging transaction(s) or asset(s) which might implicate a postponed redemption or delivery and/ or a modified redemption amount, as reasonably determined by the Calculation Agent.

ADDITIONAL INFORMATION / DISCLAIMERS

Conflict of Interests

The Issuer and/ or any third party appointed by them, as the case may be, may from time to time, as principal or agent, have positions in, or may buy or sell, or make a market as well as be active on both sides of the market at the same time in any securities, currencies, financial instruments or other assets underlying the products to which this document relates. The Issuer's and/ or the appointed third party's trading and/ or hedging activities related to this transaction may have an impact on the price of the Underlying and may affect the likelihood that any relevant threshold (e.g. a Barrier Level/Price), if any, is reached.

Remunerations to Third Parties

Depending on the circumstances the Issuer may sell this Product to financial institutions or intermediaries at a discount to the Issue Price or reimburse a certain amount to such financial institutions or intermediaries (reference is made to section "General Information" herein). For open-end products such fees will be split linearly over ten years.

In addition, for certain services rendered by distribution partners and to increase quality and services relating to the Products, the Issuer may from time to time pay trailer fees to such third parties.

Further information is available on request.

Payment of a Coupon

If the Product stipulates the payment of a coupon, the investor is only entitled to receive the respective coupon payment, if he has purchased/not sold the Product at the latest on the business day preceding the respective Coupon Payment Date for the then prevailing price.

No Offer

The Termsheet is primarily provided for information purposes and does not constitute a recommendation, an offer or a solicitation of an offer to buy financial products.

No Representation

The Issuer and any third party appointed by them make no representation or warranty relating to any information herein which is derived from independent sources.

No Advice

This Termsheet should not be construed as investment, financial, strategic, legal, regulatory, accounting or tax advice. It does not take into account the particular investment objectives, financial situation or needs of individual investors. Certain transactions, including those involving futures, options and high yield securities, give rise to substantial risk and are not suitable for all investors. Accordingly investors should consider whether the Products described herein are suitable for their particular circumstances and should consult their own accounting, tax, investment and legal advisors before investing. Marex Financial is not acting as an advisor or fiduciary. Marex Financial does not accept any responsibility to update any opinions or other information contained in this Termsheet.

No Prospectus

This Termsheet is not, and under no circumstances is to be construed as (i) a prospectus under the EU Prospectus Regulation or UK Prospectus Regulation or according to article 35 of the FinSA, (ii) an advertisement under the EU Prospectus Regulation or the UK Prospectus Regulation or (iii) an advertisement under article 68 of the FinSA except where this document is used for the purposes of marketing.

No Bank Deposits

The Products are not bank deposits insured or guaranteed by the UK Financial Services Compensation Scheme or any other governmental agency or deposit protection fund run by public, private or community banks.

DISCLAIMER

These Certificates do not constitute any Collective Investment Schemes units in the meaning of the Swiss Federal Act on Collective Investment Schemes (CISA). Accordingly, holders of the Certificates do not benefit from the investor protection under the CISA or the approval or supervision by the Swiss Financial Market Supervisory Authority (FINMA). Investors are exposed to the credit risk of the Issuer and the Guarantor (if any). Accordingly, the value of the investment product is dependent not only on the development of the underlying assets but, among others, also the creditworthiness of the Issuer and the Guarantor (if any) which may vary over the term of the investment product.

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