FINAL TERMS

dated 13 November 2026

in connection with the Base Prospectus dated 28 April 2026
(as supplemented from time to time)

of

UBS AG
(a corporation limited by shares established under the laws of Switzerland)
acting through its London Branch



for the offer

of

up to 1,000 units Gearing Certificates

ISIN CH1625834838
Valor 162583483

linked to

MerQube Absolute Return Equity Fund Basket 6% ER Index (EUR)

* equals the product structure "Gearing Securities"

These final terms (the "**Final Terms**") have been prepared for the purpose of Article 8 (4) of the Regulation (EU) 2017/1129 of the European Parliament and of the Council of 14 June 2017 on the prospectus to be published when securities are offered to the public or admitted to trading on a regulated market, and repealing Directive 2003/71/EC, as amended (the "**Prospectus Regulation**"). The Final Terms must be read in conjunction with the base prospectus dated 28 April 2026, as supplemented from time to time (the "**Base Prospectus**", together with the Final Terms, the "**Prospectus**"). The Base Prospectus comprises a securities note (the "**Securities Note**"), dated 28 April 2026, as supplemented from time to time, and the registration document of UBS AG dated 24 April 2026, as supplemented from time to time, (as approved by the Federal Financial Services Supervisory Authority (*Bundesanstalt für Finanzdienstleistungsaufsicht* – "**BaFin**")), (the "**Registration Document**"). Terms used herein shall be deemed to be defined as such for the purposes of the Conditions (the "**Conditions**") set forth in the Base Prospectus.

These Final Terms must be read in conjunction with the Base Prospectus, including all information incorporated by reference therein and any supplement(s) thereto. 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 supplemented from time to time. In addition, an issue-specific summary for the individual issue of Securities is annexed to these Final Terms. The Base Prospectus, any supplement to the Base Prospectus and these Final Terms will be available for viewing at www.ubs.com/keyinvest (or any successor address notified by the Issuer to the Securityholders for this purpose by way of publication on www.ubs.com/keyinvest). Copies may be obtained during normal business hours at the registered offices of the Issuer.

TABLE OF CONTENTS

	PAGE:
PART A – PRODUCT TERMS	**3**
PART B – OFFERING AND SALE	**14**
I. Offering for Sale and Issue Price	14
II. Subscription, Purchase and Delivery of the Securities	15
PART C – OTHER INFORMATION	**16**
I. Applicable specific risks	16
II. Listing and Trading	16
III. Further commissions paid by the Issuer	16
IV. Any interests, including conflicting ones, of natural and legal persons involved that are material to the issue/offer of the Securities	16
V. Rating	17
VI. Consent to Use of Prospectus	17
VII. Indication of Yield	17
VIII. Other information about the Securities	17
PART D – COUNTRY SPECIFIC INFORMATION	**18**
PART E – INFORMATION ABOUT THE UNDERLYING	**19**
ANNEX TO THE FINAL TERMS: ISSUE SPECIFIC SUMMARY	**20**

PART A – PRODUCT TERMS

The following "**Product Terms**" of the Securities shall, for the relevant Securities, complete and put in concrete terms the General Conditions for the purposes of such Securities and must be read in conjunction with the General Conditions.

The Product Terms are composed of

Part 1: Key Terms and Definitions of the Securities

Part 2: Special Conditions of the Securities

Product Terms and General Conditions together constitute the "**Conditions**" of the relevant Securities.

Part 1: Product Terms: Key Terms and Definitions of the Securities

The Securities use the following definitions and have, subject to an adjustment according to the Conditions of the Securities, the following key terms, both as described below in alphabetical order. The following does not represent a comprehensive description of the Securities, and should be read in conjunction with the Special Conditions of the Securities. The following use of the symbol "*" in the Key Terms and Definitions of the Securities indicates that the relevant determination will be made by the Calculation Agent or the Issuer, as the case may be, and will be published without undue delay thereafter in accordance with the applicable legal requirements of the relevant jurisdiction.

A.

Additional Termination Event: Additional Termination Event means the occurrence of a Change in Law and/or a Hedging Disruption and/or an Increased Cost of Hedging.

Aggregate Preceding Coupon Amounts: Aggregate Preceding Coupon Amounts means in relation to a Coupon Observation Date or, as the case may be, the Valuation Date, an amount equal to the aggregate amount of all Coupon Amounts (if any) attributable to all Coupon Observation Dates (if any) preceding such Coupon Observation Date or, as the case may be, the Valuation Date, provided that if there are no preceding Coupon Observation Dates and/or no Coupon Amount has been attributable to any Coupon Observation Date prior to such Coupon Observation Date or, as the case may be, the Valuation Date, then the Aggregate Preceding Coupon Amounts for such Coupon Observation Date or, as the case may be, the Valuation Date shall be zero.

B.

Banking Day: The Banking Day means each day on which the banks in Stockholm, Sweden, are open for business and the Clearing System settles securities dealings.

C.

Calculation Agent: The Calculation Agent means UBS AG, Bahnhofstrasse 45, 8001 Zurich, Switzerland, and Aeschenvorstadt 1, 4051 Basel, Switzerland, acting through its London Branch, 5 Broadgate, London EC2M 2QS, United Kingdom.

Calculation Amount: The Calculation Amount per Security equals SEK 100,000.00.

CA Rules: CA Rules means the Swedish Central Securities Depositories and Financial Instruments Accounts Act (*lag (1998:1479) om värdepapperscentraler och kontoföring av finansiella instrument*), as amended from time to time, as well as any regulation and operating procedure applicable to and/or issued by the Clearing System.

Change in Law: Change in Law means that at the reasonable discretion of the Issuer due to

(i) the coming into effect of changes in laws or regulations (including but not limited to tax laws) or

(ii) a change in relevant case law or administrative practice (including but not limited to the administrative practice of the tax authorities),

(A) the holding, acquisition or sale of the Underlying is or becomes wholly or partially illegal or

(B) the costs associated with the obligations under the Securities have increased substantially (including but not limited to an increase in tax obligations, the reduction of tax benefits or negative consequences with regard to tax treatment),

if such changes become effective on or after the Issue Date of the Securities.

Clearing System: Clearing System means Euroclear Sweden AB, P.O. Box 191, 101 23 Stockholm, Sweden, or any successor in this capacity.

Coupon Amount: The Coupon Amount$_{(i)}$ per Calculation Amount in relation to the relevant Coupon Observation Date$_{(i)}$ is calculated in accordance with the following formula:

$$CA \times P \times \text{Locked In Performance}_{CO} - \text{Aggregate Preceding Coupon Amounts}_{CO}$$

Where:

"**CA**" means the Calculation Amount.

"**P**" means the Participation Factor.

"**Locked In Performance$_{CO}$**" means the Locked In Performance on the relevant Coupon Observation Date$_{(i)}$.

"**Aggregate Preceding Coupon Amounts$_{CO}$**" means the Aggregate Preceding Coupon Amounts in relation to the relevant Coupon Observation Date$_{(i)}$.

The term "Coupon Amount" shall also refer to all Coupon Amounts$_{(i=1)}$ to $_{(i=n)}$.

For the avoidance of doubt, the Coupon Amount may even be equal to zero.

Coupon Observation Date: The Coupon Observation Date$_{(i)}$ means each Underlying Calculation Date during the period commencing on the Fixing Date (excluding) and ending on the Valuation Date (excluding).

The term "Coupon Observation Date" shall also refer to all Coupon Observation Dates$_{(i=1)}$ to $_{(i=n)}$.

Coupon Payment Date: The Coupon Payment Date$_{(i)}$ means the tenth Banking Day after the relevant Coupon Observation Date$_{(i)}$.

The term "Coupon Payment Date" shall also refer to all Coupon Payment Dates$_{(i=1)}$ to $_{(i=n)}$.

E. EU Benchmarks Regulation: The EU Benchmarks Regulation means Regulation (EU) 2016/1011 of the European Parliament and of the Council of 8 June 2016 on indices used as benchmarks in financial instruments and financial contracts or to measure the performance of investment funds, as amended.

Expiration Date: The Expiration Date means 30 December 2032.

Unless already redeemed, repurchased and/or declared void, any rights conferred by the Securities shall be deemed exercised for the purpose of Article 2 (m) ii) of the Prospectus Regulation on the Expiration Date without requiring any exercise notice, transfer of the Securities or the fulfilment of any other prerequisites.

F.
Fixing Date:

The Fixing Date means 30 December 2026.

If this day is not an Underlying Calculation Date in relation to the Underlying, the immediately succeeding Underlying Calculation Date is the relevant Fixing Date in relation to the Underlying.

In the case of an early closure or an extension of the Subscription Period the Fixing Date may be changed accordingly.

Fixing Time:

The Fixing Time equals the time of the official determination of the closing price of the Underlying by the Index Administrator.

G.
Governing Law:

German law governed Securities. Any reference to reasonable discretion in the Conditions shall be construed as references to reasonable discretion in accordance with § 315 BGB or §§ 315, 317 BGB, as the case may be.

H.
Hedging Disruption:

Hedging Disruption means that the Issuer is not able to

(i) close, continue or carry out transactions or acquire, exchange, hold or sell assets (respectively) which at the reasonable discretion of the Issuer are needed by the Issuer in order to provide protection against price risk or other risks with regard to obligations under the Securities, or

(ii) realise, reclaim or pass on proceeds from such transactions or assets (respectively),

under conditions which are economically substantially equal to those on the Issue Date of the Securities.

I.
Increased Cost of Hedging:

Increased Cost of Hedging means that the Issuer has to pay a substantially higher amount of taxes, duties, expenditures and fees (with the exception of broker fees) compared to the Issue Date in order to

(i) close, continue or carry out transactions or acquire, exchange, hold or sell assets (respectively) which at the reasonable discretion of the Issuer are needed in order to provide protection against price risk or other risks with regard to obligations under the Securities, or

(ii) realise, reclaim or pass on proceeds from such transactions or assets, respectively,

with increased costs due to a deterioration of the creditworthiness of the Issuer not to be considered Increased Cost of Hedging.

Initial Payment Date: The Initial Payment Date means 15 January 2027.

In the case of an early closure or an extension of the Subscription Period the Initial Payment Date may be changed accordingly.

Issue Date: The Issue Date means 15 January 2027.

In the case of an early closure or an extension of the Subscription Period the Issue Date may be changed accordingly.

Issuer: The Issuer means UBS AG, Bahnhofstrasse 45, 8001 Zurich, Switzerland, and Aeschenvorstadt 1, 4051 Basel, Switzerland, acting through its London Branch, 5 Broadgate, London EC2M 2QS, United Kingdom.

Issuing Agent: The Issuing Agent means Skandinaviska Enskilda Banken AB (publ) (SEB), Kungsträdgårdsgatan 8, S-106 40 Stockholm, Sweden, or any successor in this capacity. As long as any Security is outstanding, there will at all times be an Issuing Agent duly authorised as such under the CA Rules with regard to the Securities.

L.

Lock In Event: A Lock In Event in relation to a Coupon Observation Date$_{(i)}$ occurs, if the Locked In Performance is on such Coupon Observation Date (i) **equal to or higher than** 5 % **and at the same time** (ii) **higher** than the Locked In Performance on the immediately preceding Coupon Observation Date, provided that if there are no preceding Coupon Observation Dates, such Locked In Performance is deemed to be equal to zero.

Lock In Factor: The Lock In Factor equals in relation to the relevant Coupon Observation Date the highest integer number less than or equal to the result of the following formula:

$$\frac{\text{Highest Percentage Increase}}{5\ \%}$$

Where:

"**Highest Percentage Increase**" means on any Coupon Observation Date the relevant Percentage Increase in respect of all Coupon Observation Dates up to (and including) such Coupon Observation Date, as determined by the Calculation Agent.

Locked In Performance: The Locked In Performance in relation to each Coupon Observation Date$_{(i)}$ is calculated in accordance with the following formula:

$$\text{Max}(0, \text{Lock In Factor} \times 5\%)$$

M.
Maturity Date:

The Maturity Date means, subject to the occurrence of a Market Disruption in accordance with § 11 of the Conditions of the Securities:

(i) 17 January 2033;

(ii) in the case of a termination by the Issuer in accordance with § 8 of the Conditions of the Securities the tenth Banking Day after the Termination Date.

If the Maturity Date would fall on a day which is not a Banking Day, the payment date shall be postponed to the next day which is a Banking Day.

Minimum Trading Size: The Minimum Trading Size equals 1 Security.

P.
Participation Factor: The Participation Factor equals 100 % (indicative), subject to a minimum of 80 %.

The Participation Factor will be fixed on the Fixing Date.*

Paying Agent: The Paying Agent means UBS AG, Bahnhofstrasse 45, 8001 Zurich, Switzerland, and Aeschenvorstadt 1, 4051 Basel, Switzerland, acting through its London Branch, 5 Broadgate, London EC2M 2QS, United Kingdom, and Skandinaviska Enskilda Banken AB (publ) (SEB), Kungsträdgårdsgatan 8, S-106 40 Stockholm, Sweden. The term "Paying Agent" shall also refer to all Paying Agents including the Principal Paying Agent.

Percentage Increase: The Percentage Increase on the Coupon Observation Date$_{(i)}$ is calculated in accordance with the following formula:

$$\frac{\text{Price}_{(\text{Max})(\text{Obs})}}{\text{Price}_{(\text{Initial})}} - 1$$

Where:

"**Price$_{(\text{Max})\ (\text{Obs})}$**" means the highest Price of the Underlying on all Coupon Observation Dates from the Fixing Date (excluding) to the current Coupon Observation Date (including).

"**Price $_{(\text{Initial})}$**" means the Reference Level of the Underlying.

Price of the Underlying: The Price of the Underlying means the official closing price of the Underlying as calculated and published by the Index Administrator.

One (1) unit of the Underlying Currency equals one (1) unit SEK, "**Quanto SEK**".

Principal Paying Agent: The Principal Paying Agent means UBS AG, Bahnhofstrasse 45, 8001 Zurich, Switzerland, and Aeschenvorstadt 1, 4051 Basel, Switzerland, acting through its London Branch, 5 Broadgate, London EC2M 2QS, United Kingdom.

R.
Redemption Currency: The Redemption Currency means Swedish Krona ("**SEK**").

Reference Level: The Reference Level of the Underlying equals the Price of the Underlying on the Fixing Date at the Fixing Time.

One (1) unit of the Underlying Currency equals one (1) unit SEK, "**Quanto SEK**".

The Reference Level of the Underlying will be fixed on the Fixing Date at the Fixing Time.*

S.
Securities: Securities means the Gearing Certificates issued by the Issuer in the Issue Size with the following product features:

Participation Factor:	Applicable
Leverage Factor:	Not applicable
Multiplier:	Not applicable
Multiplication Factor:	Not applicable
Leverage:	Applicable
Reverse Structure:	Not applicable
Express Structure:	Not applicable
Thresholds, Barriers or Levels:	Applicable
Maximum Amount:	Not applicable
Relevant Underlying:	Not applicable
Physical Delivery:	Not applicable
Final Lock-In:	Not applicable
Target Volatility Strategy:	Not applicable
Notional Investor:	Not applicable
Automatic Termination:	Not applicable
Currency Conversion:	Not applicable
Dual Currency:	Not applicable
Capital Protection:	Not applicable
No predefined term:	Not applicable
Time-lagged Valuation:	Not applicable
Minimum Exercise Size:	Not applicable
Securityholder's Termination Right:	Not applicable
Quanto:	Applicable
Consideration of Components:	Not applicable
Individual Determination:	Applicable
Collective Determination:	Not applicable
Benchmark Adjustment:	Applicable
Price Dividend Adjustment:	Not applicable

The Securities are being issued in uncertificated and dematerialised form to be registered in book-entry form at the Clearing System (also the "**Swedish Securities**").

The Securities will not be represented by definitive securities.

Settlement Cycle: The Settlement Cycle means the number of business days in which settlement will customarily occur following a transaction in units of the Components comprised in the Index.

Settlement Price:	The Settlement Price of the Underlying equals the Price of the Underlying on the Valuation Date at the Valuation Time. One (1) unit of the Underlying Currency equals one (1) unit SEK, "**Quanto SEK**".
Strike:	The Strike of the Underlying equals 100 % of the Reference Level. One (1) unit of the Underlying Currency equals one (1) unit SEK, "**Quanto SEK**". The Strike of the Underlying will be fixed on the Fixing Date at the Fixing Time.*
T. **Termination Amount:**	The Termination Amount equals an amount in the Redemption Currency, which is determined by the Calculation Agent at its reasonable discretion and considering the then prevailing Price of the Underlying as the fair market price of a Security at the occurrence of the termination of the Securities.
Term of the Securities:	The Term of the Securities means the period commencing on the Fixing Date and ending on the Expiration Date at the Valuation Time.
U. **Underlying:**	The Underlying equals the MerQube Absolute Return Equity Fund Basket 6% ER Index (EUR) (Bloomberg: MQFDAER6, RIC: .MQFDAER6) (the "**Index**"), as maintained, calculated and published by MerQube UK Limited (the "**Index Administrator**"). In this context, the individual underlying values or components of the Underlying are referred to as a "**Component**" or, as the case may be, the "**Components**". To avoid currency fluctuations in relation to the Underlying that is denominated in a currency other than the Redemption Currency, the Price of the Underlying is expressed on a quanto SEK basis, i.e. the Underlying Currency relating to the Underlying is considered according to amount as a SEK price without conversion in relation to the Price of the Underlying or the Settlement Price (one (1) unit of the Underlying Currency equals one (1) unit SEK, "**Quanto SEK**").
Underlying Calculation Date:	The Underlying Calculation Date means each day, on which the Index Administrator determines, calculates and publishes the official price of the Index.
Underlying Currency:	The Underlying Currency in relation to the Underlying means Euro ("**EUR**"). One (1) unit of the Underlying Currency equals one (1) unit SEK, "**Quanto SEK**".
V. **Valuation Date:**	The Valuation Date means the Expiration Date.

If this day is not an Underlying Calculation Date in relation to the Underlying, the immediately succeeding Underlying Calculation Date is the relevant Valuation Date in relation to the Underlying.

Valuation Time: The Valuation Time equals the time of the official determination of the closing price of the Underlying by the Index Administrator.

Part 2: Product Terms: Special Conditions of the Securities

§ 1
Security Right

(1) Security Right of the Securityholders

The Issuer hereby warrants to the Securityholder (§ 4 (2)) of each Security relating to the Price of the Underlying in accordance with these Conditions that such Securityholder shall have the right (the "**Security Right**") to receive the Settlement Amount (§ 1 (2)) in the Redemption Currency commercially rounded to two decimal places (the "**Redemption Amount**").

(2) Settlement Amount

The "**Settlement Amount**" is determined as follows:

(a) If the Settlement Price of the Underlying is **higher than the Strike**, the Settlement Amount is calculated in accordance with the following formula:

$$\text{Max}\left(0, \text{CA} \times \text{P} \times \left(\frac{\text{Settlement Price} - \text{Strike}}{\text{Reference Level}}\right) - \text{Aggregate Preceding Coupon Amounts}_{\text{Final}}\right)$$

Where:

"**CA**" means the Calculation Amount.
"**P**" means the Participation Factor.
"**Aggregate Preceding Coupon Amounts$_{\text{Final}}$**" means the Aggregate Preceding Coupon Amounts in relation to the Valuation Date.

(b) If the Settlement Price of the Underlying is **equal to or lower than the Strike**, the Securities expire worthless and the Settlement Amount is equal to zero.

(3) Determinations and Calculations in connection with the Security Right

Any determinations and calculations in connection with the Security Right, in particular the calculation of the Redemption Amount, will be made by the Calculation Agent. Determinations and calculations made in this respect by the Calculation Agent shall (save in the case of manifest error) be final, conclusive and binding on the Issuer and the Securityholders.

§ 2
Coupon Amount

(1) Coupon Amount

Furthermore, the Securityholder has the following right:

(a) If on a Coupon Observation Date **a Lock In Event has occurred**, the Securityholder is entitled to receive the payment of the respective Coupon Amount (as defined in the section "Conditions of the Securities – Product Terms Part 1: Key Terms and Definitions of the Securities") in the Redemption Currency on the relevant Coupon Payment Date. Such Coupon Amount is calculated by the Calculation Agent on each Coupon Observation Date.

(b) If on a Coupon Observation Date a **Lock In Event has not occurred**, the Securityholder will not receive payment of a Coupon Amount on the relevant Coupon Payment Date.

(2) Payment of the Coupon Amount

The relevant Coupon Amount shall be paid on the respective Coupon Payment Date. The provisions of these Conditions relating to the Redemption Amount (§ 1 (1)) shall apply *mutatis mutandis* to the payment of the Coupon Amount.

§ 3

Intentionally left blank

PART B – OFFERING AND SALE

I. Offering for Sale and Issue Price

Offering for Sale and Issue Price:

The Gearing Certificates (the "**Securities**", and each a "**Security**") are issued by the Issuer in the Issue Size.

It has been agreed that, on or after the respective Issue Date of the Securities, the Manager may purchase Securities and shall place the Securities for sale at the Issue Price under terms subject to change in the Public Offer Jurisdictions (as defined in "VI. Consent to Use of Prospectus" below) during the Subscription Period (as defined in "II. Subscription, Purchase and Delivery of the Securities" below).

The Issue Price was fixed at the Start of the public offer of the Securities (as defined in "II. Subscription, Purchase and Delivery of the Securities" below). After closing of the Subscription Period (as defined in "II. Subscription, Purchase and Delivery of the Securities" below) the selling price will then be adjusted on a continual basis to reflect the prevailing market situation.

The Manager (as defined below) shall be responsible for coordinating the entire Securities offering.

Issue Size:

The Issue Size means up to 1,000 Securities.

The Issue Size will be fixed after the end of the Subscription Period.*

Aggregate Amount of the Issue:

Issue Price (without consideration of the offering premium) x Issue Size.

Issue Date:

The Issue Date means 15 January 2027.

In the case of an early closure or an extension of the Subscription Period the Issue Date may be changed accordingly.

Issue Price; Offering Premium:

The Issue Price equals SEK 11,700.00 per Security, plus an offering premium of up to SEK 2,000.00 per Security.

The Issue Price of SEK 11,700.00 includes product specific entry costs equal to approximately SEK 2,000.00 per Security.

Manager:

The Manager means UBS Europe SE, Bockenheimer Landstrasse 2-4, 60306 Frankfurt am Main, Federal Republic of Germany (LEI 5299007QVIQ7IO64NX37).

* The use of the symbol "*" indicates that the relevant determination will be made by the Calculation Agent or the Issuer, as the case may be, and will be published without undue delay thereafter in accordance with the applicable legal requirements of the relevant jurisdiction.

Estimated total expenses of the issue/offer of the Securities:	The total expenses of the issue and/or offer are not separately identifiable and included in the general operating expenses of the Issuer.
Estimated net amount of the proceeds:	The net amount of the proceeds is not quantifiable.

II. Subscription, Purchase and Delivery of the Securities

Subscription, Purchase and Delivery of the Securities:	The Securities may be subscribed from the Manager during normal banking hours during the Subscription Period. The Issue Price per Security is payable on the Initial Payment Date. The Issuer reserves the right to early close or to extend the Subscription Period if market conditions so require. After the Initial Payment Date, the appropriate number of Securities shall be credited to the investor's account in accordance with the rules of the corresponding Clearing System. If the Subscription Period is closed early or is extended, the Initial Payment Date may also be brought forward or postponed.
Subscription Period:	13 November 2026 until 18 December 2026 (17:30 Stockholm time) The Issuer reserves the right to early close or to extend the Subscription Period by giving notice to the investors if market conditions so require.
Start of the public offer of the Securities:	13 November 2026 in Sweden
Prohibition of Sales to EEA Retail Investors:	Not Applicable
Initial Payment Date:	The Initial Payment Date means 15 January 2027. In the case of an early closure or an extension of the Subscription Period the Initial Payment Date may be changed accordingly.

PART C – OTHER INFORMATION

I. Applicable specific risks

Applicable specific risks:

The following specific risk factors, which are described in the Securities Note under the heading "Material risks relating to the Securities" and "Material risks relating to the Underlying" related to the following product feature(s) are applicable to the Securities:

"risks related to Securities linked to an **Underlying**"

"product feature "**Participation Factor**""

"product feature "**Leverage**""

"product feature "**Thresholds, Barriers or Levels**""

"product feature "**Securityholder's Termination Right**" does **not** apply"

"product feature "**Quanto**""

"risks related to an **index** as the Underlying"

II. Listing and Trading

Listing and Trading:

The Issuer intends to apply for listing of the Securities on the multilateral trading facility Nasdaq First North Sweden (the "**Securities Exchange**").

First Exchange Trading Day:

The First Exchange Trading Day means the Issue Date.

Last Exchange Trading Day:

The Last Exchange Trading Day means 30 December 2032.

III. Further commissions paid by the Issuer

Further commissions paid by the Issuer:

Not applicable

IV. Any interests, including conflicting ones, of natural and legal persons involved that are material to the issue/offer of the Securities

Any interests, including conflicting ones, of natural and legal persons involved that are material to the issue/offer of the Securities:

UBS AG, and/or its holding company and/or the subsidiaries of both companies (the "**UBS Group Companies**") may receive a fee of up to 2 % p.a. from the funds (or their managers or another related entity) being Components of the Underlying, calculated based on the total value of investments in the relevant fund made by UBS Group Companies as a whole, clients of UBS Group Companies, and entities for whom UBS Group Companies arrange certain transactions.

V. Rating

Ratings: The Securities have not been rated.

VI. Consent to Use of Prospectus

The Issuer consents to the use of the Base Prospectus together with the relevant Final Terms in connection with a public offer of the Securities (a "**Public Offer**") by any financial intermediary (each an "**Authorised Offeror**") which is authorised to make such offers under the Markets in Financial Instruments Directive (Directive 2014/65/EU).

Offer Period: Subscription Period (as defined in "II. Subscription, Purchase and Delivery of the Securities" above)

Public Offer Jurisdiction: Sweden

VII. Indication of Yield

Yield: Not Applicable

VIII. Other information about the Securities

Procedure for redemption of Securities: As specified in § 1 of the Conditions of the Securities in the section "Part A – Product Terms, Part 2: Special Conditions of the Securities" of these Final Terms and in § 5 of the General Conditions of the Securities of the Securities Note dated 28 April 2026, as supplemented from time to time.

Disturbing events that affect the Underlying: As specified in § 11 of the General Conditions of the Securities of the Securities Note dated 28 April 2026, as supplemented from time to time.

Adjustment rules for taking into account events that affect the Underlying: As specified in § 6 (g) and § 6 (o) of the General Conditions of the Securities of the Securities Note dated 28 April 2026, as supplemented from time to time.

Explanation of how the Underlying affects the Securities: As specified in the section "Part A – Product Terms, Part 2: Special Conditions of the Securities" of these Final Terms.

PART D – COUNTRY SPECIFIC INFORMATION

Additional Paying Agent(s) (if any):	Not applicable

PART E – INFORMATION ABOUT THE UNDERLYING

MerQube Absolute Return Equity Fund Basket 6 % ER Index (EUR) (Bloomberg: MQFDAER6 / RIC: .MQFDAER6)

The MerQube Absolute Return Equity Fund Basket 6 % ER Index (EUR) (the "**Index**") is a rules-based excess return index designed to provide indirect exposure to an equally weighted basket of EUR-denominated mutual funds. The Index incorporates a volatility control mechanism that adjusts the exposure to the underlying funds, based on the realised volatility of the Base Index.

The MerQube Absolute Return Equity Fund Basket ER Index (EUR) (the "**Base Index**") reflects the performance of an equally weighted basket of the underlying mutual funds, rebalanced daily, in excess of the Euro 3-Month Interbank Offered Rate (EURIBOR 3M). Prior to 25 September 2025, the base index comprised two equally weighted mutual funds. From 25 September 2025, the Base Index comprises three equally weighted mutual funds.

The Index targets an annualised volatility of 6 % through the volatility control mechanism defined in the MerQube Mutual Fund Volatility Target Index Series Master Methodology, using a 20-business-day volatility observation window, a two-business-day lag, and a maximum allocation of 200 %. No currency hedging is applied, as all underlying funds are denominated in EUR.

The above information is in essence an extract of the description of the Index as available on the internet page www.merqube.com/indices.

Further information (including the methodology) as well as information about the past and the further performance and the volatility of the Underlying can be obtained by electronic means and free of charge from the internet page www.merqube.com/indices.

Disclaimer

The MerQube Absolute Return Equity Fund Basket 6 % ER Index (EUR) ("**Index**") is a product of MerQube, Inc. and has been licensed for use by UBS AG, London Branch ("**UBS**"). The Index is administered, compiled and published without regard to UBS or to any investors. Neither MerQube Inc., nor its third party licensors make any representation or warranty, express or implied, of any kind as to any Index or data or results to be obtained therefrom, including as to the ability of any Index to accurately represent the asset class or market sector that it purports to represent, and they expressly disclaim all warranties of merchantability and fitness for a particular purpose. MerQube, Inc. does not guarantee the timeliness, accurateness, or completeness of any Index or any data or calculations related to any Index. To the maximum extent allowed by law, MerQube, Inc. and its respective data providers, partners, employees, subcontractors, agents, suppliers and vendors ('protected parties') shall have no liability or responsibility, contingent or otherwise, for any injury or damages, whether caused by the negligence of a protected party or otherwise, arising in connection with any Indices or any data or values included therein and shall not be liable for any lost profits, losses, punitive, incidental or consequential damages. Redistribution or reproduction of any Indices in whole or in part are prohibited without written permission of MerQube, Inc. The financial products and services of UBS are not sponsored, endorsed, sold or promoted by MerQube, Inc. Investors in UBS's products do not acquire any interest in any Indices and do not enter into any relationship of any kind with MerQube upon making any investment in UBS's products. Neither MerQube nor its data providers are investment advisers. Inclusion of a security within any financial index is not a recommendation by MerQube or its data providers to buy, sell or hold any security, nor is it investment advice. MerQube is a trademark of MerQube, Inc. For more information on any of MerQube's indices please visit www.merqube.com.

ANNEX TO THE FINAL TERMS: ISSUE SPECIFIC SUMMARY

Section A – Introduction and warnings

Warnings

(a) The Summary should be read as an introduction to the Prospectus.

(b) Any decision to invest in the Securities should be based on a consideration of the Prospectus as whole by the investor.

(c) **The Securities are not capital protected and there is no minimum redemption amount.** Accordingly, the investor could lose all or part of the invested capital.

(d) Where a claim relating to the information contained in the Prospectus is brought before a court, the plaintiff investor might, under national law, have to bear the costs of translating the Prospectus before the legal proceedings are initiated.

(e) Civil liability attaches only to those persons who have tabled the Summary, including any translation thereof, but only where the Summary is misleading, inaccurate or inconsistent, when read together with the other parts of the Prospectus, or where it does not provide, when read together with the other parts of the Prospectus, key information in order to aid investors when considering whether to invest in the Securities.

(f) You are about to purchase a product that is not simple and may be difficult to understand.

Introductory Information

Name and ISIN of the Securities:

Gearing Certificates (the "**Securities**") with ISIN CH1625834838.

Identity and contact details of the Issuer:

UBS AG, Bahnhofstrasse 45, CH-8001 Zurich, Switzerland, and Aeschenvorstadt 1, CH-4051 Basel, Switzerland, acting through its London Branch, 5 Broadgate, London EC2M 2QS, United Kingdom. Telephone +41 (0)44 239 7676, LEI BFM8T61CT2L1QCEMIK50.

Identity and contact details of the offeror:

UBS Europe SE, Bockenheimer Landstrasse 2-4, 60306 Frankfurt am Main, Federal Republic of Germany. Telephone: +49 (0)69 1369 8989, LEI 5299007QVIQ7IO64NX37.

Competent authority that approved the Securities Note:

Swedish Financial Supervisory Authority (Finansinspektionen) ("**SFSA**"), Box 7821, 103 97 Stockholm, Sweden, telephone +46 (0)8 408 980 00.

Competent authority that approved the Registration Document:

Federal Financial Services Supervisory Authority (*Bundesanstalt für Finanzdienstleistungsaufsicht*) ("**BaFin**"), Marie-Curie-Straße 24-28, 60439 Frankfurt am Main, Federal Republic of Germany, telephone +49 (0) 228 41080.

Date of approval of the Prospectus:

28 April 2026

Section B - Key Information on the Issuer

Who is the Issuer of the Securities?

Domicile and legal form of the Issuer

UBS AG is incorporated and domiciled in Switzerland, with its registered offices at Bahnhofstrasse 45, 8001 Zurich, Switzerland and Aeschenvorstadt 1, 4051 Basel, Switzerland, and operates under the Swiss Code of Obligations as an *Aktiengesellschaft*, a corporation limited by shares. UBS AG's Legal Entity Identifier (LEI) code is BFM8T61CT2L1QCEMIK50.

Principal activities of the Issuer

The purpose of UBS AG is the operation of a bank. Its scope of operations extends to all types of banking, financial, advisory, trading and service activities in Switzerland and abroad. UBS AG may borrow and invest money on the capital markets. It may provide loans, guarantees and other kinds of financing and security for group companies.

Major shareholders of the Issuer

UBS Group AG owns 100% of the outstanding shares of UBS AG.

Identity of the key managing directors of the Issuer

The key managing directors of the issuer are the members of the issuer's Executive Board ("**EB**"). These are: Sergio P. Ermotti, George Athanasopoulos, Michelle Bereaux, Aleksandar Ivanovic, Robert Karofsky, Iqbal Khan, Barbara Levi, Beatriz Martin Jimenez, Stefan Seiler, Todd Tuckner, Marco Valla and Damian Vogel.

Identity of the statutory auditors of the Issuer

The statutory auditors of the issuer are Ernst & Young Ltd, Aeschengraben 27, 4051 Basel, Switzerland.

What is the key financial information regarding the Issuer?

UBS AG derived the selected consolidated financial information included in the table below for the years ended 31 December 2024 and 31 December 2025 from the Annual Report 2025. The selected consolidated financial information included in the table below for the six months ended 30 June 2026 and 30 June 2025 was derived from the UBS AG 30 June 2026 Interim Report. The consolidated financial statements were prepared in accordance with IFRS Accounting Standards issued by the International Accounting Standards Board ("**IASB**").

	As of or for the 6 months ended		As of or for the year ended	
USD million, except where indicated	30.6.26	30.6.25	31.12.25	31.12.24
	unaudited		*audited, except where indicated*	
Results [1]				
Income Statement				
Total revenues	27,510	23,798	47,688	42,323
of which: Net interest income	4,079	2,912	6,354	4,678
of which: Other net income from financial instruments measured at fair value through profit or loss	7,624	7,298	13,952	12,959
of which: Net fee and commission income	15,227	13,156	27,400	23,438
of which: Other income	580	432	(17)	1,248
Credit loss expense / (release)	197	275	549	544
Operating expenses	21,211	21,322	43,038	39,346
Operating profit / (loss) before tax	6,101	2,201	4,101	2,433
Net profit / (loss) attributable to shareholders	4,713	2,220	3,541	1,481
Balance sheet				
Total assets	1,707,065		1,617,173	1,568,060
of which: Loans and advances to customers	667,391		658,760	587,347
Total financial liabilities measured at amortized cost	1,113,888		1,099,169	1,054,796
of which: customer deposits	790,201		796,330	749,476
of which: debt issued measured at amortized cost	109,939		100,207	101,104
of which: subordinated debt	310		328	689
Total financial liabilities measured at fair value through profit or loss	491,632		415,001	401,555
of which: debt issued designated at fair value	114,496		107,544	102,567
Total liabilities	1,618,463		1,527,994	1,473,394
Total equity	88,602		89,179	94,666
of which: Equity attributable to shareholders	88,275		88,845	94,003
Profitability and growth				
Return on equity (%)	10.5	4.7	3.8	1.9*
Return on tangible equity (%)	11.3	5.0	4.0	2.0*
Return on common equity tier 1 capital (%)	13.3	6.2	5.0	2.2*
Cost / income ratio (%)	77.1	89.6	90.2	93.0*
Net profit growth (%)	112.3	199.2	139.0	(55.0)*
Resources				
Common equity tier 1 capital [2]	71,637	69,829	70,394	73,792
Risk-weighted assets [2]	500,420	498,327	489,775*	495,110*

Common equity tier 1 capital ratio (%) [2]	14.3	14.0	14.4*	14.9*
Going concern capital ratio (%) [2]	18.9	17.8	18.4*	18.1*
Total loss-absorbing capacity ratio (%) [2]	37.7	36.5	36.8*	36.7*
Leverage ratio denominator [2]	1,650,139	1,660,097	1,622,921*	1,523,277*
Common equity tier 1 leverage ratio (%) [2]	4.3	4.2	4.3*	4.8*
Liquidity coverage ratio (%) [3]	172.5	179.4	176.2*	186.1*
Net stable funding ratio (%)	114.7	120.9	115.7*	124.1*
Other				
Invested assets (USD billion) [4]	7,326	6,618	7,005	6,087
Personnel (full-time equivalents)	59,594	62,958	61,899*	68,982*

* unaudited

[1] Profit and loss information and other flow-based information for the year ended 31 December 2025 is based entirely on consolidated data following the merger of UBS AG and Credit Suisse AG. Comparative information for the year ended 31 December 2024 includes seven months of consolidated data following the merger (June to December 2024) and five months of pre-merger UBS AG data only (January to May 2024). Balance sheet information as at 31 December 2025 and 31 December 2024 includes post-merger consolidated information.
[2] Based on the Swiss systemically relevant bank framework.
[3] The disclosed ratios are provided for the quarter ended on the date provided and represent quarterly averages. They have been calculated based on an average of 60 data points in the second quarter of 2026, 61 data points in the second quarter of 2025, 64 data points in the fourth quarter of 2025 and 64 data points in the fourth quarter of 2024.
[4] Consists of invested assets for Global Wealth Management, Asset Management (including invested assets from associates) and Personal & Corporate Banking.

What are the key risks that are specific to the Issuer?

Credit risk in relation to UBS AG as Issuer

Each investor in securities issued by UBS AG as Issuer is exposed to the credit risk of UBS AG. The assessment of UBS AG's creditworthiness may be affected by a number of factors and developments. These include UBS Group AG's acquisition of Credit Suisse Group AG and the integration of the group, substantial changes in regulation and UBS AG's success in executing its strategic plans, UBS's reputation, operational risks, risk management and control processes, market conditions and macroeconomic climate, credit risk exposure to clients and counterparties, material legal and regulatory risks, and liquidity and funding management.

If UBS AG experiences severe financial difficulties, FINMA has the power to open restructuring or liquidation proceedings or impose protective measures in relation to UBS Group AG, UBS AG or UBS Switzerland AG, and such proceedings or measures may have a material adverse effect on UBS AG's creditors. If restructuring or liquidation proceedings are instituted against UBS AG, holders of securities may suffer a substantial or **total loss** on the securities.

Section C – Key Information on the Securities

What are the main features of the Securities?

Type and form of the Securities

The Securities are certificates with no capital protection. The Securities are issued in the form of securities in uncertificated and dematerialised book-entry form under Swedish law. The contents (other than the form) of the Securities as well as all rights and duties arising from the Securities are governed by German law.

Rights attached to the Securities; payment profile at scheduled maturity

The Securities allow investors to participate disproportionately (in a leveraged manner) in any performance of the Underlying.

The Securities provide Securityholders at maturity with a claim for payment of the Redemption Amount in the Redemption Currency. In particular, the Redemption Amount, if any, to be received by the Securityholder at maturity of the Securities depends on the performance of the Underlying and whether or not the Settlement Price of the Underlying is higher than the Strike.

The "**Redemption Amount**", commercially rounded to two decimal places, in respect of the Securities is determined as of the Valuation Date as follows:

(a) If the Settlement Price of the Underlying is **higher than the Strike**, the Securityholder will receive on the Maturity Date a Redemption Amount in the Redemption Currency which is calculated as the result of (A) the product of (a) the Calculation Amount, (b) the Participation Factor and (c) the quotient of (i) the Settlement Price of the Underlying

minus the Strike divided by (ii) the Reference Level, minus (B) the Aggregate Preceding Coupon Amounts in relation to the Valuation Date. Such Redemption Amount is floored at zero.

(b) If the Settlement Price of the Underlying is **equal to or lower than the Strike**, the Securities expire worthless and the Redemption Amount is equal to zero.

Coupon

If **a Lock In Event has occurred** on a Coupon Observation Date, Securityholders are entitled to receive payment of a Coupon Amount in the Redemption Currency on the relevant Coupon Payment Date.

For this purpose, a "**Lock In Event**" shall have occurred, if the Locked In Performance is on the relevant Coupon Observation Date (i) **equal to or higher** than 5% **and at the same time** (ii) **higher** than the Locked In Performance on the immediately preceding Coupon Observation Date, as determined by the Calculation Agent. The respective Coupon Amount in relation to such Coupon Observation Date is calculated as the result of (A) the product of (a) the Calculation Amount, (b) the Participation Factor and (c) the Locked In Performance on such Coupon Observation Date minus (B) the Aggregate Preceding Coupon Amounts in relation to the relevant Coupon Observation Date. *For the avoidance of doubt*, the Coupon Amount may even be equal to zero.

If a **Lock In Event has not occurred** on a Coupon Observation Date, Securityholders will not receive payment of a Coupon Amount on the relevant Coupon Payment Date.

The Securities are currency hedged at maturity, i.e. although the Price of the Underlying is determined in the Underlying Currency, such Price of the Underlying will be converted 1:1 into the Redemption Currency (Quanto SEK).

Underlying:	The underlying described in the table below under "Further details of the Underlying"
Price of the Underlying:	The official closing price of the Underlying as determined by the Price Source (Quanto SEK)
Calculation Agent:	UBS AG, acting through its London Branch, 5 Broadgate, London EC2M 2QS, United Kingdom
Reference Level:	Price of the Underlying on the Fixing Date (Quanto SEK)
Settlement Price:	Price of the Underlying on the Valuation Date (Quanto SEK)
Participation Factor:	Indicatively 100 %, subject to a minimum of 80 %. The Participation Factor will be determined on the Fixing Date.
Aggregate Preceding Coupon Amounts:	In relation to a Coupon Observation Date or, as the case may be, the Valuation Date, an amount equal to the aggregate amount of all Coupon Amounts (if any) attributable to all Coupon Observation Dates (if any) preceding such Coupon Observation Date or, as the case may be, the Valuation Date, provided that if there are no preceding Coupon Observation Dates and/or no Coupon Amount has been attributable to any Coupon Observation Date prior to such Coupon Observation Date or, as the case may be, the Valuation Date, then the Aggregate Preceding Coupon Amounts for such Coupon Observation Date or, as the case may be, the Valuation Date shall be zero.
Coupon Observation Date(s):	Each Underlying Calculation Date during the period from, but excluding, the Fixing Date to, but excluding, the Valuation Date.
Coupon Payment Date(s):	The tenth banking day after the relevant Coupon Observation Date(i).
Locked In Performance:	In respect of each Coupon Observation Date calculated as the higher of (A) zero and (B) the relevant Lock In Factor multiplied with 5 %.
Lock In Factor:	In respect of each Coupon Observation Date, the highest integer number less than or equal to the quotient of (A) the highest percentage increase of the Underlying compared to its Reference Level as determined by the Calculation Agent, divided by (B) 5 %.
Underlying Calculation Date:	Each day, on which the Price Source determines, calculates and publishes the official price of the Underlying.
Fixing Date:	30.12.2026
Issue Date:	15.01.2027
Initial Payment Date:	15.01.2027
Valuation Date:	30.12.2032
Maturity Date:	17.01.2033
Calculation Amount:	SEK 100,000
Redemption Currency:	Swedish Krona ("**SEK**")

Note: Each of the above dates is subject to adjustments in accordance with the business day convention and / or market disruption event provisions. Moreover and in the case of an extension or shortening of the Subscription Period, the Issue Date, the Fixing Date and/or the Initial Payment Date may be changed accordingly.

Further details of the Underlying

Underlying	**Underlying Currency**	**Price Source (Index Administrator)**	**Strike**
MerQube Absolute Return Equity Fund Basket 6% ER Index (EUR) (Bloomberg: MQFDAER6 / RIC: .MQFDAER6)	Euro ("**EUR**")*	MerQube UK Limited	100 % of the Reference Level*

*) (Quanto SEK)

The Issuer is entitled to terminate the Securities with immediate effect if an (extraordinary) termination event occurs. Examples of (extraordinary) termination events include the discontinuation of the determination/publication of the Price of an Underlying or the occurrence of a change in law. In such case, the payable termination amount payable to Securityholders may be significantly lower than the capital invested by Securityholders for purchasing the Securities (including the transaction costs).

Relative seniority of the Securities in the Issuer's capital structure in the event of insolvency

The Securities constitute direct, unsecured and unsubordinated obligations of the Issuer, ranking pari passu among themselves and with all other present and future unsecured and unsubordinated obligations of the Issuer, other than obligations preferred by mandatory provisions of law.

Restrictions on the free transferability of the Securities

The Securities are freely transferable.

Where will the Securities be traded?

It is intended that application for listing of the Securities on the multilateral trading facility Nasdaq First North Sweden will be made.

What are the key risks that are specific to the Securities?

The Securityholders are exposed to the risk of a bail-in. In case FINMA as supervisory authority in respect of the Issuer exercises resolution measures against the Issuer and writes down or converts the Securities into common equity of the Issuer, Securityholders would have no further claim against the Issuer under the Securities.

The Securities are not protected by any statutory or voluntary deposit guarantee scheme. The Issuer's obligations under the Securities are not protected by any statutory or voluntary deposit protection scheme or compensation scheme. Further, no third party guarantees or commitments have been provided in respect of the Issuer's obligations under the Securities. Accordingly, in the event of insolvency of the Issuer, investors may thus experience **a total loss of their investment in the Securities**.

Specific risks related to the dependence on the Underlying. The Redemption Amount payable in accordance with the Conditions of the Securities depends on the performance of the Underlying. If the Underlying performs favourably, Securityholders should be aware that the Redemption Amount reflects only the favourable performance of the Underlying in excess of the performance already locked in until before the Valuation Date and which triggered, accordingly, the payment of the respective Coupon Amount. However, in particular, an unfavourable performance of the Underlying could reduce the Redemption Amount payable to the Securityholders. If the Settlement Price of the Underlying is equal to or lower than the Strike, Securityholders will not receive any payments on the Maturity Date and will suffer **a total loss of the invested capital**.

Specific risks related to the "leverage" effect of the Securities. Due to the so-called "leverage" effect of the Securities, potential investors bear the risk that any change in the value of the Underlying may result in a disproportionate change in the value of the Securities. The Securities, consequently, also involve disproportionate loss exposure if the price of the Underlying develops unfavourably.

Specific risks related to the Participation Factor. If the Participation Factor is lower than 100 %, Securityholders participate in the relevant performance of the Underlying only by the proportion of the lower Participation Factor and, thus, any Redemption Amount and any Coupon Amount would be lower than in the case where the Participation Factor is equal to or higher than 100 %.

Specific risks related to currency exchange rates. Potential investors should be aware that the Settlement Price of the Underlying determined on the basis of an Underlying Currency other than the Redemption Currency needs to be converted into the Redemption Currency by using a currency exchange rate fixed at the time of issuance of the Securities (so-called "quanto"-feature). Potential investors should be aware that there may be favourable developments in the value of the Underlying Currency against the Redemption Currency. Therefore, the "quanto"-feature of the Securities may preclude the investors from participating in such favourable developments (i.e., because the fixed currency exchange rate used for the purposes of valuing the Underlying in the Redemption Currency is less favourable than the currency exchange rate prevailing in the market at such time) and, therefore, reduce the value of the Securities.

Specific risks related to no further participation in the performance of the Underlying following the termination and early redemption of the Securities. Potential investors should be aware that the Securities may, pursuant to the Conditions of the Securities, be terminated and redeemed early in a number of circumstances prior to the Valuation Date. In case of such termination and early redemption of the Securities, the Securityholder is entitled to demand the payment of an amount in the Redemption Currency in relation to this termination and early redemption. However, such amount can be considerably below the amount which would be payable at the scheduled end of the term of the Securities and, if it is lower than the invested capital, Securityholders may even suffer **a total loss of the invested capital**.

Specific risks related to reinvestment. The Securityholders bear the risk that the cash amount received by the Securityholder following a termination and early redemption of the Securities (if any) can only be reinvested by such

Securityholder for a term comparable with the scheduled term of the Securities only at market conditions which are less favourable than those prevailing at the time of the acquisition of the Securities. As a result, the yield achieved by this reinvestment may be significantly lower than the return expected by the Securityholder with the purchase of the Securities. Moreover, the likelihood of a loss of such amounts reinvested may have increased significantly.

Specific risks related to the linkage of the payment of conditional Coupon Amounts to the performance of the Underlying. Whether Securityholders are entitled to receive any Coupon Amount in accordance with the Conditions of the Securities and also the amount of such Coupon Amount, depends on the performance of the Underlying. Any Coupon Amount reflects a premature, i.e. during the lifetime of the Securities, payment of the relevant Locked In Performance of the Underlying in relation to a Coupon Observation Date, in excess of the aggregate of any Coupon Amounts already accrued on any previous Coupon Observation Date. Securityholders bear the risk that no Lock In Event occurs on any of the Coupon Observation Dates and that, as a result, they do not receive any payment of a Coupon Amount in respect of the Securities.

Specific risks related to the pricing of the Securities. Potential investors bear the risk that the market price of the Securities may fluctuate during the term of the Securities, including, without limitation, as a result of any changes in the performance of the Underlying or any changes in the volatility of the Underlying. Accordingly, Securityholders bear the risk that if they can sell any Securities prior to their due date, the sale proceeds may fall below (including significantly below) the amount of capital initially invested in the Securities and investors would then **lose some or all of the invested capital**.

Specific risks related to the trading in the Securities / Illiquidity. Potential investors bear the risk that there is no liquid market for trading in the Securities. Due to their structured nature and linkage to the Underlying, the Securities would generally have a more limited secondary market than conventional debt securities. This means that they may not be able to sell the Securities at a time of their own choosing. This could, in turn, result in potential investors receiving a lower sale price than they would have received had a liquid market existed.

Specific risks related to potential conflicts of interest of the Issuer and its affiliates. The Issuer and its affiliates may have commercial interests that conflict with those of the Securityholders (e.g. as a result of the Issuer's involvement in other transactions or the Issuer's existing business relationship with the issuer of an Underlying) and that may impact the value and/or trading of the Securities. In turn, this could result in Securityholders receiving less when selling any Securities they hold than they would have received but for such conflicts of interest and/or even suffering a partial loss of the invested capital.

Specific risks related to hedging transactions entered into by the Issuer. If the Issuer enters into hedging transactions in connection with the Securities and such hedging transactions are unwound, this could have an impact on the price of the Underlying and, therefore, on any amounts payable to the Securityholders in respect of the Securities. In such cases, Securityholders could even suffer **a partial loss of the invested capital**.

Risk of fluctuations in the value of the Underlying. Securityholders are subject to the risks related to the Underlying in respect of the Securities, whose performance is subject to fluctuations. Therefore, Securityholders cannot foresee the value of the Securities on a certain day in the future. Likewise, the historical data on an Underlying does not allow for any conclusions to be drawn about the future performance of an Underlying and the Securities. An Underlying may have only a short operating history or may have been in existence only for a short period of time and may deliver results over the longer term that may be lower than originally expected. When the Securities are redeemed, exercised or otherwise disposed of on a certain day, substantial losses in value might occur in comparison to a disposal at a later or earlier point in time. The more volatile an Underlying is, the less predictable the amount to be received by the Securityholders. In case of an unfavourable development of the price of an Underlying, the **amount received** by the Securityholders **may be very low or even be equal to zero**.

Section D – Key Information on the offer of Securities to the public and/or the admission to trading on a regulated market

Under which conditions and timetable can I invest in this Security?

It has been agreed that, on or after the respective Issue Date of the Securities, the Manager may purchase Securities and shall place the Securities for sale in Sweden (the "**Public Offer Jurisdiction(s)**") at an amount equal to SEK 11,700 (the "**Issue Price**") plus an offering premium of up to SEK 2,000 under terms subject to change in the Public Offer Jurisdiction(s) during the Subscription Period. The Issue Price was fixed at the start of the public offer of the Securities. After closing of the Subscription Period, the selling price will then be adjusted on a continual basis to reflect the prevailing market situation.

The total expenses of the issue and/or offer are not separately identifiable and included in the general operating expenses of the Issuer.

The Securities may be subscribed from the Manager during normal banking hours between 13 November 2026 and 18 December 2026 (17:30 Stockholm time) (the "**Subscription Period**"). The Issue Price per Security is payable on the Initial Payment Date. The Issuer reserves the right to early close or to extend the Subscription Period if market conditions so require.

Who is the offeror and/or the person asking for admission to trading?

Offeror: UBS Europe SE, a stock corporation incorporated under German law and domiciled in Germany (the "**Manager**").

Why is this Prospectus being produced?

Use and estimated net amount of the proceeds

The Issuer intends to issue and offer the Securities to the public in order to raise funding for general business purposes of the UBS Group. The net amount of the proceeds is not quantifiable.

Underwriting agreement(s)

It has been agreed that the Manager shall underwrite the Securities on or after the respective Issue Date by means of an underwriting agreement and shall place them for sale under terms subject to change in the Public Offer Jurisdiction(s).

Most material conflicts of interest

The Issuer and affiliated companies may participate in transactions related to the Securities in some way, for their own account or for account of a client. Such transactions may not serve to benefit the Securityholders and may have a positive or negative effect on the value of the Underlying, and consequently on the value of the Securities. Furthermore, companies affiliated with the Issuer may become counterparties in hedging transactions relating to obligations of the Issuer stemming from the Securities. As a result, conflicts of interest can arise between companies affiliated with the Issuer, as well as between these companies and investors, in relation to obligations regarding the calculation of the price of the Securities and other associated determinations.

Within the context of the offering and sale of the Securities, the Issuer or any of its affiliates may directly or indirectly pay fees in varying amounts to third parties, such as distributors or investment advisors, or receive payment of fees in varying amounts, including those levied in association with the distribution of the Securities, from third parties. Potential investors should be aware that the Issuer may retain fees in part or in full.

SUMMARY in the Swedish language

Avsnitt A – Inledning och varningar	
Varningar	
(a)	Sammanfattningen bör läsas som en inledning till prospektet.
(b)	Eventuellt beslut att investera i värdepapperen bör baseras på en bedömning av Prospektet i dess helhet av investeraren.
(c)	**Värdepapperen är inte kapitalskyddade, och det finns inget lägsta inlösenbelopp**. Investeraren kan följaktligen förlora hela eller en del av det investerade kapitalet.
(d)	Om ett krav gällande informationen i detta Prospekt framförs inför domstol kan käranden (investeraren), enligt nationell lagstiftning, bli skyldig att stå för kostnaderna för översättning av prospektet innan de rättsliga förfarandena inleds.
(e)	Civilrättsligt ansvar kan endast åläggas de personer som lagt fram Sammanfattningen, inklusive översättningar av den, men endast om Sammanfattningen är vilseledande, oriktig eller oförenlig med de andra delarna av Prospektet eller om den inte, tillsammans med de andra delarna av Prospektet, ger basfakta som är till hjälp för investerare när de överväger att investera i Värdepapperen.
(f)	Du står i begrepp att köpa en produkt som inte är enkel och som kan vara svår att förstå.
Inledande information	
Namn på och ISIN-kod för Värdepapperen: *Gearing Certificates* ("**Värdepapperen**") med ISIN-kod CH1625834838. **Identitet och kontaktuppgifter för Emittenten:** UBS AG, Bahnhofstrasse 45, CH-8001 Zürich, Schweiz, och Aeschenvorstadt 1, CH-4051 Basel, Schweiz, verksam genom sin Londonfilial, 5 Broadgate, London EC2M 2QS, Storbritannien, telefon +41 (0)44 239 7676, LEI BFM8T61CT2L1QCEMIK50. **Identitet och kontaktuppgifter för erbjudaren:** UBS Europe SE, Bockenheimer Landstrasse 2-4, 60306 Frankfurt am Main, Förbundsrepubliken Tyskland, telefon: +49 (0)69 1369 8989, LEI 5299007QVIQ7IO64NX37. **Behörig myndighet som godkänt Värdepappersnoten:** Finansinspektionen, Box 7821, 103 97 Stockholm, Sweden, telefon +46 (0)8 408 980 00. **Behörig myndighet som godkänt Registreringsdokumentet:** Federal Financial Services Supervisory Authority (Bundesanstalt für Finanzdienstleistungsaufsicht) ("**BaFin**"), Marie-Curie-Straße 24-28, 60439 Frankfurt am Main, Förbundsrepubliken Tyskland, telefon +49 (0) 228 41080. **Datum för Prospektets godkännande:** 28 april 2026	

Avsnitt B – Nyckelinformation om emittenten
Vem är värdepappernas emittent?
Emittentens domicil och juridiska form UBS AG har upprättats och har sin hemvist i Schweiz med sina registrerade kontor på Bahnhofstrasse 45, 8001 Zürich, Schweiz och Aeschenvorstadt 1, 4051 Basel, Schweiz och verkar under schweiziska obligationsrättsliga lagverket som ett *Aktiengesellschaft*, ett bolag med begränsat ansvar. UBS AG:s legala identitetsbeteckning är BFM8T61CT2L1QCEMIK50. **Emittentens huvudsakliga verksamhet** UBS AG:s verksamhet är bankrörelse. Dess verksamhet sträcker sig över alla typer av banktjänster, finansiella tjänster, rådgivningstjänster och handelsaktiviteter i Schweiz och utomlands. UBS AG kan låna och investera på penning- och kapitalmarknader. Det kan tillhandahålla lån, garantier och andra former av finansiering och säkerheter för koncernföretagen. **Emittentens största aktieägare** UBS Group AG äger 100 % av de utestående aktierna i UBS AG. **Nyckelpersoner i emittentens ledningsgrupp** Emittentens ledande nyckelpersoner är medlemmar i emittentens Executive Board ("**EB**"). Dessa är: Sergio P. Ermotti, George Athanasopoulos, Michelle Bereaux, Aleksandar Ivanovic, Robert Karofsky, Iqbal Khan, Barbara Levi, Beatriz Martin Jimenez, Stefan Seiler, Todd Tuckner, Marco Valla och Damian Vogel.

Emittentens lagstadgade revisorer

Emittentens lagstadgade revisorer är Ernst & Young Ltd, Aeschengraben 27, 4051 Basel, Schweiz.

Vad är emittentens finansiella nyckelinformation?

UBS AG har hämtat den utvalda konsoliderade finansiella informationen, som visas i tabellen nedan, för åren som avslutades den 31 december 2024 och den 31 december 2025 från årsredovisningen 2025. Den utvalda konsoliderade finansiella informationen inkluderad i tabellen nedan för halvåren som slutade 30 juni 2026 och 30 juni 2025 erhölls från UBS AG 30 juni 2026 interimsrapport. De konsoliderade finansiella räkenskaperna har tagits fram i enlighet med IFRS Accounting Standards, utfärdade av International Accounting Standards Board ("**IASB**").

	Per eller för halvåret som avslutades		Per eller för året som slutade	
USD miljoner, förutom där indikerat	30.6.26	30.6.25	31.12.25	31.12.24
	oreviderat		*Reviderat, förutom där indikerat*	
Resultat [1]				
Resultaträkning				
Totala intäkter	27 510	23 798	47 688	42 323
varav: Räntenetto	4 079	2 912	6 354	4 678
varav: Övriga nettointäkter av finansiella instrument värderade till verkligt värde i resultaträkningen	7 624	7 298	13 952	12 959
varav: Nettoavgift och provisionsintäkter	15 227	13 156	27 400	23 438
varav: Övriga intäkter	580	432	(17)	1 248
Kreditförlustkostnad / (frigörande)	197	275	549	544
Rörelsekostnader	21 211	21 322	43 038	39 346
Rörelsevinst / (förlust) före skatt	6 101	2 201	4 101	2 433
Nettovinst / (förlust) hänförlig till aktieägare	4 713	2 220	3 541	1 481
Balansräkning				
Totala tillgångar	1 707 065		1 617 173	1 568 060
av vilket: Utlåning och förskott till kunder	667 391		658 760	587 347
Summa finansiella skulder som värderats till upplupet anskaffningsvärde	1 113 888		1 099 169	1 054 796
av vilket: kundinsättningar	790 201		796 330	749 476
av vilket: emitterad skuld värderad till upplupet anskaffningsvärde	109 939		100 207	101 104
av vilket: efterställd skuld	310		328	689
Summa finansiella skulder värderade till verkligt värde via resultaträkningen	491 632		415 001	401 555
av vilket: skuld emitterad till verkligt värde	114 496		107 544	102 567
Summa skulder	1 618 463		1 527 994	1 473 394
Summa eget kapital	88 602		89 179	94 666
av vilket: Eget kapital hänförligt till aktieägare	88 275		88 845	94 003
Lönsamhet och tillväxt				
Avkastning på eget kapital (%)	10,5	4,7	3,8	1,9*
Avkastning på synligt eget kapital (%)	11,3	5,0	4,0	2,0*
Avkastning på kärnprimärkapital (%)	13,3	6,2	5,0	2,2*
Kostnads / intäktsrelation (%)	77,1	89,6	90,2	93,0*
Nettovinsttillväxt (%)	112,3	199,2	139,0	(55,0)*
Resurser				
Primärkapital (Common equity tier 1 capital) [2]	71 637	69 829	70 394	73 792

Riskvägda tillgångar [2]	500 420	498 327	489 775*	495 110*
Primärkapitalrelation (Common equity tier 1 capital ratio) (%) [2]	14,3	14,0	14,4*	14,9*
Kapitalrelation enligt going concern (%) [2]	18,9	17,8	18,4*	18,1*
Total förlustabsorberingskvot (%) [2]	37,7	36,5	36,8*	36,7*
Nämnaren i bruttosoliditetsgraden [2]	1 650 139	1 660 097	1 622 921*	1 523 277*
Bruttosoliditetsgrad baserad på kärnprimärkapital (%) [2]	4,3	4,2	4,3*	4,8*
Likviditetstäckningsgrad (%) [3]	172,5	179,4	176,2*	186,1*
Stabil nettofinansieringskvot (%)	114,7	120,9	115,7*	124,1*
Övrigt				
Investerade tillgångar (USD miljarder) [4]	7 326	6 618	7 005	6 087
Anställda (motsvarande heltidstjänster)	59 594	62 958	61 899*	68 982*

* oreviderat

[1] Resultatinformation och annan flödesbaserad information för räkenskapsåret som slutade den 31 december 2025 baseras helt och hållet på konsoliderade data efter sammanslagningen av UBS AG och Credit Suisse AG. Jämförande information för året som slutade den 31 december 2024 omfattar sju månaders konsoliderade data efter sammanslagningen (juni till december 2024) och fem månaders data för enbart UBS AG före sammanslagningen (januari till maj 2024). Uppgifterna i balansräkningen per den 31 december 2025 och den 31 december 2024 omfattar konsoliderad information efter sammanslagningen.
[2] Baserat på det schweiziska ramverket för systemviktiga banker.
[3] De redovisade nyckeltalen redovisas för kvartalet som avslutades den angivna dagen och visar kvartalsgenomsnitt. De har beräknats utifrån ett genomsnitt av 60 datapunkter under andra kvartalet 2026, 61 datapunkter under andra kvartalet 2025, 64 datapunkter under fjärde kvartalet 2025 och 64 datapunkter under fjärde kvartalet 2024.
[4] Består av investerade tillgångar inom Global Wealth Management, Asset Management (inklusive investerade tillgångar från intresseföretag) och Personal & Corporate Banking.

Vilka är de viktigaste riskerna som är specifika för emittenten?

Kreditrisk i relation till UBS AG som emittent
Varje investerare i värdepapper som emitterats av UBS AG är utsatt för UBS AG:s kreditrisk. Bedömningen av UBS AG:s kreditvärdighet kan påverkas av ett antal faktorer och utvecklingar. Dessa omfattar UBS Group AG:s förvärv av Credit Suisse Group AG och integrationen av koncernen, betydande förändringar i regleringen och UBS AG:s framgångar i genomförandet av sina strategiska planer, UBS:s anseende, operativa risker, riskhantering och kontrollprocesser, marknadsvillkor och makroekonomiskt klimat, kreditexponering mot klienter och motparter, väsentliga rättsliga och lagstiftningsmässiga risker, samt likviditets- och finansieringshantering.

Om UBS AG hamnar i allvarliga finansiella svårigheter har FINMA befogenhet att starta omstrukturerings- eller likvideringsförfaranden eller införa skyddsåtgärder gentemot UBS Group AG, UBS AG eller UBS Switzerland AG och sådana förfaranden eller åtgärder kan ha en väsentlig negativ inverkan på UBS AG:s borgenärer. Om omstrukturerings- eller avvecklingsförfaranden beslutas gentemot UBS AG, kan innehavare av värdepapper lida en väsentlig eller **fullständig förlust** av värdepapperna.

Avsnitt C – basfakta om Värdepapperen

Vilka är Värdepapperens huvudegenskaper?

Typ av Värdepapper och deras form

Värdepapperen är certifikat utan kapitalskydd. Värdepapperen emitteras i form av värdepapper i ocertifierad och icke fysisk bokningsform enligt svensk lagstiftning. Värdepapperens innehåll (utom formen) samt alla rättigheter och skyldigheter som följer av Värdepapperen regleras av tysk lag.

Rättigheter som följer med Värdepapperen; utbetalningsprofil vid planenlig löptid

Värdepapperen ger investerare möjlighet att oproportionerligt (med hjälp av hävstång) delta i all utveckling av den underliggande.

När Värdepapperen förfaller till betalning har Värdepappersinnehavaren krav på betalning av Inlösenbeloppet i Inlösenvalutan. I synnerhet beror storleken på det eventuella Inlösenbelopp som Värdepappersinnehavaren ska erhålla när Värdepapperen förfaller till betalning på utvecklingen av den Underliggande och på huruvida Avräkningskursen för den Underliggande är högre än Lösenpriset.

"**Inlösenbeloppet**", för Värdepapperen, avrundat till två decimaler enligt sedvanliga avrundningsregler, fastställs per Värderingsdagen enligt följande:

(a) Om Avräkningskursen för den Underliggande är högre än Lösenpriset, erhåller Värdepappersinnehavaren på Förfallodagen ett Inlösenbelopp i Inlösenvalutan, som beräknas som (A) produkten av (a) Beräkningsbeloppet, (b)

Deltagandegraden och (c) kvoten av (i) Avräkningskursen för den Underliggande minus Lösenpriset dividerat med (ii) Referensnivån, minus (B) de Sammanlagda Föregående Kupongbeloppen avseende Värderingsdagen. Inlösenbeloppet kan inte understiga noll.

(b) Om Avräkningskursen för den Underliggande är lika med eller lägre än Lösenpriset, förfaller Värdepapperen utan värde och Inlösenbeloppet är lika med noll.

Kupong

Om **en Inlåsningshändelse har inträffat** på en Kupongobservationsdag har Värdepappersinnehavarna rätt att erhålla betalning av ett Kupongbelopp i Inlösenvalutan på den relevanta Kupongbetalningsdagen.

För detta ändamål ska en "**Inlåsningshändelse**" anses ha inträffat om den Inlåsta Utvecklingen på den relevanta Kupongobservationsdagen (i) är **lika med eller högre** än 5 % **och samtidigt** (ii) är **högre** än den Inlåsta Utvecklingen på den närmast föregående Kupongobservationsdag, enligt Beräkningsagentens fastställande. Det respektive Kupongbeloppet avseende en sådan Kupongobservationsdag beräknas som (A) produkten av (a) Beräkningsbeloppet, (b) Deltagandegraden och (c) den Inlåsta Utvecklingen på sådan Kupongobservationsdag minus (B) de Sammanlagda Föregående Kupongbeloppen avseende den relevanta Kupongobservationsdagen. *För undvikande av tvivel* kan Kupongbeloppet även vara lika med noll.

Om en **Inlåsningshändelse inte har inträffat** på en Kupongobservationsdag kommer Värdepappersinnehavarna inte att erhålla något Kupongbelopp på den relevanta Kupongbetalningsdagen.

Värdepapperen är valutahedgade vid löptidens utgång, dvs. även om Priset på den Underliggande fastställs i den Underliggande Valutan, omräknas Priset på den Underliggande med kvoten 1:1 till Inlösenvalutan (Quanto SEK).

Underliggande:	Den underliggande beskrivs i tabellen nedan under "Mer information om den Underliggande"
Priset på den Underliggande:	Den officiella stängningskursen för den Underliggande enligt vad som fastställs av Priskälla (Quanto SEK)
Beräkningsagent:	UBS AG, agerar genom sitt Londonkontor, 5 Broadgate, London EC2M 2QS, Storbritannien
Referensnivå:	Priset på den Underliggande på Fastställelsedagen (Quanto SEK)
Avräkningskurs:	Priset på den Underliggande på Värderingsdagen (Quanto SEK)
Deltagandegrad:	Indikativt 100 %, men minst 80 %. Deltagandegrad fastställs på Fastställelsedagen.
Sammanlagda Föregående Kupongbelopp:	Avseende en Kupongobservationsdag eller, i förekommande fall, Värderingsdagen, ett belopp som motsvarar summan av samtliga Kupongbelopp (om några) hänförliga till samtliga Kupongobservationsdagar (om några) som föregår denna Kupongobservationsdag eller, i förekommande fall, Värderingsdagen, förutsatt att om det inte finns några föregående Kupongobservationsdagar och/eller inget Kupongbelopp har varit hänförligt till någon Kupongobservationsdag före denna Kupongobservationsdag eller, i förekommande fall, Värderingsdagen, ska de Sammanlagda Föregående Kupongbeloppen för denna Kupongobservationsdag eller, i förekommande fall, Värderingsdagen vara noll.
Kupongobservationsdag(ar):	Varje Beräkningsdag för den Underliggande under perioden från, men exklusive, Fastställelsedagen till, men exklusive, Värderingsdagen.
Kupongbetalningsdag(ar):	Den tionde bankdagen efter den relevanta Kupongobservationsdagen(i).
Inlåst Utveckling:	För varje Kupongobservationsdag beräknas denna som det högsta av (A) noll och (B) den relevanta Inlåsningsfaktorn multiplicerad med 5 %.
Inlåsningsfaktor:	För varje Kupongobservationsdag, det största heltal som är mindre än eller lika med kvoten av (A) den största procentuella ökningen av den Underliggande jämfört med dess Referensnivå, enligt Beräkningsagentens fastställande, dividerat med (B) 5 %.
Beräkningsdag för den Underliggande:	Varje dag då Priskällan fastställer, beräknar och publicerar den officiella kursen för den Underliggande.
Fastställelsedag:	30.12.2026
Emissionsdag:	15.01.2027
Initial Betalningsdag:	15.01.2027
Värderingsdag:	30.12.2032
Förfallodag:	17.01.2033
Beräkningsbelopp:	SEK 100 000
Inlösenvaluta:	Svenska kronor ("**SEK**")

Obs: Vart och ett av ovanstående datum är föremål för förändring i enlighet med kriterierna för behandling av andra dagar än bankdagar och/eller bestämmelser för marknadsstörande händelser. Dessutom om Teckningsperioden förlängs eller förkortas kan Emissionsdagen, Fastställelsedagen och/eller den Initiala Betalningsdagen komma att förändras i enlighet därmed.

Mer information om den Underliggande

Underliggande	**Underliggande Valuta**	**Priskälla (Indexadministratör)**	**Lösenpris**
MerQube Absolute Return Equity Fund Basket 6% ER Index (EUR) (Bloomberg: MQFDAER6 / RIC: .MQFDAER6)	Euro ("**EUR**")*	MerQube UK Limited	100 % av Referensnivån*

*) (Quanto SEK)

Emittenten är berättigad till att säga upp Värdepapperen med omedelbar verkan om en (extraordinär) händelse som föranleder uppsägning av Värdepapperen inträffar. Exempel på (extraordinära) händelser som föranleder uppsägning av Värdepapperen inkluderar att fastställandet/publiceringen av Priset på en Underliggande upphör eller att en lagändring inträffar. Det betalbara beloppet vid uppsägning av Värdepapperen som är betalbart till Värdepappersinnehavarna kan i sådant fall vara avsevärt lägre än det kapital som investerades av Värdepappersinnehavarna vid förvärvet av Värdepapperen (inklusive transaktionskostnader).

Värdepapperens relativa senioritet i Emittentens kapitalstruktur i händelse av insolvens

Värdepapperen utgör direkta, icke-säkerställda och icke-efterställda förpliktelser för Emittenten, som rangordnas lika sinsemellan och med alla andra nuvarande och framtida icke-säkerställda och icke-efterställda förpliktelser för Emittenten, annat än skyldigheter som har företräde enligt tvingande lagstiftning.

Restriktioner för den fria överlåtbarheten för Värdepapperen

Värdepapperen är fritt överlåtbara.

Var kommer Värdepapperen att handlas?

Vi avser att ansöka om notering av Värdepapperen på den multilaterala handelsplattformen *Nasdaq First North Sweden*.

Vilka är de allvarligaste riskerna som är specifika för Värdepapperen?

Värdepappersinnehavarna är exponerade för risken för skuldnedskrivning. I händelse av att FINMA, i egenskap av tillsynsmyndighet för finansmarknaderna i fråga om Emittenten, vidtar resolutionsåtgärder mot denne och gör en nedskrivning av värdet på Värdepapperen, eller konverterar Värdepapperen till eget kapital, har inte Värdepappersinnehavarna några ytterligare krav mot Emittenten av Värdepapperen.

Det finns inget i lag föreskrivet system för garanti av insättningar eller något insättningsgarantisystem på frivillig basis som ger dig som investerare skydd för Värdepapperen. Emittentens förpliktelser som är förenade med Värdepapperen garanteras inte genom något lagstadgat eller frivilligt system för garanti av insättningar, eller genom kompensationsplaner av något slag. Vidare har inga garantier eller löften från tredje part utfärdats beträffande Emittentens förpliktelser som är förenade med Värdepapperen. Om Emittenten blir insolvent kan följaktligen Värdepappersinnehavare lida **en total förlust av sina investeringar i Värdepapperen**.

Specifika risker som hänför sig till beroendet av den Underliggande. Det Inlösenbelopp som ska betalas enligt Villkoren för Värdepapperen beror på utvecklingen för den Underliggande. Om den Underliggande utvecklas gynnsamt bör Värdepappersinnehavarna vara medvetna om att Inlösenbeloppet endast återspeglar den gynnsamma utveckling för den Underliggande som överstiger den utveckling som redan har låsts in fram till, men exklusive, Värderingsdagen och utlöst betalning av ett motsvarande Kupongbelopp. En ogynnsam utveckling för den Underliggande kan dock i synnerhet minska det Inlösenbelopp som ska betalas till Värdepappersinnehavarna. Om Avräkningskursen för den Underliggande är lika med eller lägre än Lösenpriset, kommer Värdepappersinnehavarna inte att erhålla några betalningar på Förfallodagen och kommer att drabbas av **en total förlust av det investerade kapitalet**.

Specifika risker som hänför sig till Värdepapperens hävstångseffekt. På grund av den så kallade "hävstångseffekten" av Värdepapperen, bär potentiella investerare risken att alla förändringar i värdet på den Underliggande kan resultera i oproportionerliga förändringar i Värdepappernas värde. Följaktligen medför även Värdepapperna oproportionerlig exponering för förlust, om priset på den Underliggande utvecklas oförmånligt.

Specifika risker som hänför sig till Deltagandegraden. Om Deltagandegraden är lägre än 100 %, deltar Värdepappersinnehavaren i den relevanta utvecklingen av den Underliggande endast med andelen av den lägre Deltagandegraden anger. Därmed blir eventuella Inlösenbelopp och Kupongbelopp lägre än om Deltagandegraden är lika med eller högre än 100 %.

Specifika risker som hänför sig till valutakurser. Potentiella investerare bör vara medvetna om att Avräkningskursen för den Underliggande som fastställs utifrån en annan Underliggande Valuta än Inlösenvalutan behöver omräknas till Inlösenvalutan enligt valutakursen som gäller vid emissionen av Värdepapperen (en så kallad quanto-egenskap). Vi vill uppmärksamma potentiella investerare på att det kan förekomma gynnsamma utvecklingar av värdet på den Underliggande Valutan i förhållande till Inlösenvalutan. Därför kan quanto-egenskapen för Värdepapperen hindra investerarna från att kunna ta del av sådana gynnsamma utvecklingar (dvs. eftersom den fasta valutakurs som används i syfte att uppskatta värdet på den Underliggande i Inlösenvalutan är mindre gynnsam än den valutakurs som råder på marknaden vid en sådan tidpunkt) och, därför, minska värdet på Värdepapperen.

Specifika risker som hänför sig till inget fortsatt deltagande i utvecklingen av den Underliggande efter uppsägning och förtida inlösen av Värdepapperen. Potentiella investerare bör vara medvetna om att Värdepapperen kan, enligt Villkoren för Värdepapperen, under flera olika omständigheter sägas upp och förtidsinlösas innan Värderingsdagen. I händelse av sådan uppsägning och förtida inlösen av Värdepapperen är Värdepappersinnehavaren berättigad till att begära utbetalning av ett belopp i Inlösenvalutan i förhållande till uppsägningen och den förtida inlösen av Värdepapperen. Sådant belopp kan emellertid vara avsevärt lägre än det belopp som skulle ha utbetalats vid det planerade

slutet av löptiden för Värdepapperen, och Värdepappersinnehavarna kan till och med lida **en total förlust av det investerade kapitalet** om beloppet är lägre än det kapital som investerats.

Specifika risker som hänför sig till återinvestering. Värdepappersinnehavarna bär risken att det kontantbelopp som erhålles av Värdepappersinnehavaren efter en uppsägning och förtida inlösen av Värdepapperen (i förekommande fall) endast kan återinvesteras av sådan Värdepappersinnehavare för en löptid jämförbar med den planenliga löptiden för Värdepapperen, och endast till marknadsvillkor som är mindre gynnsamma än de som rådde vid tidpunkten för förvärvet av Värdepapperen. Den avkastning som uppnås genom denna återinvestering kan följaktligen vara avsevärt lägre jämfört med den avkastning som Värdepappersinnehavaren förväntade sig vid förvärvet av Värdepapperen. Dessutom, kan sannolikheten för en förlust av sådana belopp som återinvesteras ha ökat avsevärt.

Specifika risker som hänför sig till kopplingen av betalningen av villkorat Kupongbelopp till utvecklingen för den Underliggande. Huruvida Värdepappersinnehavarna har rätt att erhålla något Kupongbelopp enligt Villkoren för Värdepapperen, liksom storleken på ett sådant Kupongbelopp, beror på utvecklingen för den Underliggande. Varje Kupongbelopp återspeglar en förtida betalning, dvs. under Värdepapperens löptid, av den relevanta Inlåsta Utvecklingen för den Underliggande på en Kupongobservationsdag, till den del denna överstiger summan av de Kupongbelopp som redan har upplupit på tidigare Kupongobservationsdagar. Värdepappersinnehavarna bär risken att ingen Inlåsningshändelse inträffar på någon av Kupongobservationsdagarna och att de därför inte erhåller någon betalning av ett Kupongbelopp avseende Värdepapperen.

Specifika risker som hänför sig till prissättningen av Värdepapperen. Potentiella investerare bär risken att marknadspriset på Värdepapperen kan fluktuera under Värdepapperens löptid, inklusive, utan begränsning, till följd av eventuella förändringar i utvecklingen av den Underliggande eller eventuella förändringar i volatiliteten av den Underliggande. Följaktligen bär Värdepappersinnehavarna risken att om de kan sälja Värdepapper innan deras förfallodag kan försäljningsintäkterna sjunka till under (inklusive avsevärt under) det kapitalbelopp som ursprungligen investerades i Värdepapperen, och investerarna skulle då **förlora en del av eller hela det investerade kapitalet**.

Specifika risker som hänför sig till handeln med Värdepapperen/svag likviditet. Potentiella investerare bär risken att det inte finns någon likvid marknad för handel med Värdepapperen. Generellt sett är andrahandsmarknaden för Värdepapperen mer begränsad än för konventionella skuldpapper på grund av Värdepapperens strukturerade beskaffenhet och koppling till den Underliggande. Det innebär att det inte är säkert att investeraren kan sälja Värdepapperen vid en tidpunkt efter eget val. Detta kan, i sin tur, medföra att potentiella investerare får ett lägre försäljningspris än de skulle fått om det hade funnits en likvid marknad.

Specifika risker som hänför sig till intressekonflikter för Emittenten och dess närstående bolag. Emittenten och dess närstående bolag kan ha kommersiella intressen som står i strid med Värdepappersinnehavarnas (t.ex. som ett resultat av Emittentens deltagande i andra transaktioner eller Emittentens befintliga affärsförhållande med emittenten av en Underliggande), och som kan påverka värdet på och/eller handeln med Värdepapperen. Detta kan, i sin tur, medföra att Värdepappersinnehavarna erhåller mindre när de säljer Värdepapper de innehar än de skulle erhållit om sådan intressekonflikt inte hade förelegat, och/eller till och med lida en delförlust av det investerade kapitalet.

Specifika risker som hänför sig till säkringstransaktioner som Emittenten ingått. Om Emittenten ingår säkringstransaktioner i samband med Värdepapperen och sådana säkringstransaktioner avvecklas, kan detta påverka priset på den Underliggande och därmed eventuella belopp som ska betalas till Värdepappersinnehavarna avseende Värdepapperen. I sådana fall kan Värdepappersinnehavare till och med lida **en partiell förlust av det investerade kapitalet**.

Risk för fluktuationer i värdet på den Underliggande. Värdepappersinnehavarna är exponerade mot de risker som hänför sig till den Underliggande avseende Värdepapperen, vars utveckling är föremål för fluktuationer. Värdepappersinnehavarna kan därför inte förutse värdet på Värdepapperen en viss dag i framtiden. På samma sätt gör de historiska uppgifterna om en Underliggande inte det möjligt att dra några slutsatser om den framtida utvecklingen för en Underliggande och Värdepapperen. En Underliggande kan bara ha en kort rörelsehistorik eller kan ha funnits endast under en kort tidsperiod och kan leverera resultat på längre sikt som kan vara lägre än vad som ursprungligen förväntades. När Värdepapperen löses in, när de med Värdepapperen förenade rättigheterna utövas, eller när Värdepapperen på annat sätt avyttras på en viss dag kan det uppstå en väsentlig värdeförlust jämfört med om Värdepapperen hade avyttrats vid ett senare eller tidigare tillfälle. Ju mer volatila en Underliggande är, desto mindre förutsägbart blir det belopp som Värdepappersinnehavarna ska erhålla. I händelse av en ogynnsam utveckling av priset på en Underliggande kan det **belopp som kommer att erhållas** av Värdepappersinnehavarna **vara mycket lågt, eller till och med lika med noll**.

Avsnitt D – basfakta om erbjudandet av Värdepapper för allmänheten och/eller upptagande till handel på en reglerad marknad

Enligt vilka villkor och enligt vilken tidsplan kan jag investera i detta Värdepapper?

Överenskommelse har träffats att Managern, på eller efter respektive Emissionsdag för Värdepapperen, får köpa Värdepapper och ska placera Värdepapperen för försäljning i Sverige ("**Jurisdiktion(erna) för Erbjudande till Allmänheten**"), till ett belopp som motsvarar SEK 11 700 ("**Emissionskursen**") plus en erbjudandepremie på upp till SEK 2 000 på villkor som kan komma att ändras inom Jurisdiktion(erna) för Erbjudande till Allmänheten under Teckningsperioden. Emissionskursen var fastställd vid starten för erbjudandet till allmänheten av Värdepapperen. Efter att

Teckningsperioden avslutats kommer försäljningskursen att justeras kontinuerligt för att reflektera den rådande marknadssituationen.

De sammanlagda kostnaderna för emissionen och/eller erbjudandet kan inte särskiljas och ingår i Emittentens allmänna driftskostnader.

Värdepapperen ska kunna tecknas från Managern under normala öppethållandetider för banker under 13 november 2026 och 18 december 2026 (17:30 Stockholmstid) ("**Teckningsperioden**"). Emissionskursen för varje Värdepapper ska betalas den Initiala Betalningsdagen. Emittenten förbehåller sig rätten att tidigare avsluta eller att förlänga Teckningsperioden om marknadsförhållandena så erfordrar.

Vem är erbjudaren och/eller personen som ansöker om upptagande till handel?

Erbjudare: UBS Europe SE, ett aktiebolag bildat enligt tysk rätt med säte i Tyskland ("**Manager**").

Varför har Prospektet tagits fram?

Användning och uppskattning av nettointäkt

Emittenten avser att emittera Värdepapperen och erbjuda dem för allmänheten i syfte att skaffa medel för UBS-koncernens allmänna rörelseändamål. Nettointäkterna är inte kvantifierbara.

Garantiavtal ("*underwriting agreement*")

Det har överenskommits att Managern ska garantera Värdepapperen på eller efter respektive Emissionsdag genom ett garantiavtal ("*underwriting*") och erbjuda Värdepapperen till försäljning enligt villkor med ändringar förbehållna i Jurisdiktion(erna) för Erbjudande till Allmänheten.

De mest väsentliga intressekonflikterna

Emittenten och dess närstående bolag kan ingå transaktioner som relaterar till Värdepapperen på ett eller annat sätt, antingen för egen räkning eller på uppdrag av en kund. Sådana transaktioner är inte nödvändigtvis gynnsamma för Värdepappersinnehavarna, och kan ha såväl en positiv som en negativ effekt på värdet av den Underliggande och, följaktligen, på värdet av Värdepapperen. Vidare kan bolag närstående Emittenten vara motparter i hedgningstransaktioner som relaterar till Emittentens förpliktelser under Värdepapperen. Som ett resultat kan intressekonflikter uppstå mellan bolag närstående Emittenten såväl som mellan dessa bolag och investerare, med avseende på skyldigheter beträffande beräkningen av kursen för Värdepapperen och andra därmed förknippade fastställanden.

Inom ramen för erbjudandet och försäljningen av Värdepapperen, kan Emittenten eller något av dess närstående bolag direkt eller indirekt betala arvoden av olika storlek till tredje parter, såsom distributörer eller investeringsrådgivare, eller erhålla arvoden av olika storlek, inklusive sådana som tas ut i samband med distribution av Värdepapperen, från tredje parter. Potentiella investerare bör vara medvetna om att Emittenten kan behålla arvodena helt eller delvis.