

Termsheet as of 06/11/2020

PRIVATE PLACEMENT Yield-Enhancement Products SSPA Product Type: 1260

## **Express Certificate on Amazon, Paypal, Pinterest**

Increased Downside Risk | Multi Barrier Observation at maturity only | Autocallable | 1.455% Conditional Coupon Amount | Memory Coupon | Quanto EUR

Final Fixing Date 07/11/2022; issued in EUR; Not listed ISIN CH0579770105 | Swiss Security Number 57977010

Investors should read the section "Significant Risks" below as well as the section "Risk Factors" of the relevant Programme. Investing in this product may put Investor's capital at risk. Investor may lose some or all of its investment.

Even though translation into other languages might be available, it is only the Final Termsheet and Programme in English which are legally binding.

This Product is a derivative instrument according to Swiss law. It does not qualify as unit of a collective investment scheme pursuant to art. 7 et seqq. of the Swiss Federal Act on Collective Investment Schemes (CISA) and is therefore neither registered nor supervised by the Swiss Financial Market Supervisory Authority FINMA. Investors do not benefit from the specific investor protection provided under the CISA

In addition, investors are subject to the credit risk of the Issuer

This Product may be distributed or offered in or from Switzerland only to professional clients within the meaning of article 4 et seq. of the Financial Services Act (FinSA), as amended from time to time, and only marketing efforts commonly deployed for the market with such a selected investors' universe may be used to be a selected investors. This document is not a prospectus within the meaning of article 1156 of the Swiss Code of Obligations (CO) or article 40 et seqq. of the FinSA.

#### I. PRODUCT DESCRIPTION

#### **Product Description**

This Product offers the Investor a periodic opportunity to receive a Conditional Coupon Amount (with memory effect). In addition, the Product can also be early redeemed if the relevant conditions are met on any of the pre-defined Autocall Observation Dates. If no Early Redemption and no Barrier Event have occurred, the Investor will receive on the Redemption Date a Cash Settlement equal to the Denomination multiplied by 33.00%. If a Barrier Event has occurred, the redemption of the Product will depend on the value of the Underlying with the Worst Performance reduced by 67.00%, as described in section "Redemption".

UNDERLYING								
Underlying	Related Exchange	Bloomberg Ticker	Initial (100%)	Fixing Level	Barrier	Level (67.00%)*	Coupo (67.00°	
AMAZON.COM INC	NASDAQ	AMZN UQ	USD	3322.00	USD	2225.74	USD	2225.74
PAYPAL HOLDINGS INC	NASDAQ	PYPL UQ	USD	204.56	USD	137.06	USD	137.06
PINTEREST INC- CLASS A	NYSE American LLC	PINS UN	USD	63.47	USD	42.52	USD	42.52

# PRODUCT DETAILS

57977010 **Swiss Security Number** ISIN CH0579770105

**Issue Price** 

Issue Size EUR 10'000'000 (can be increased at any time)

EUR 1'000 Denomination **Settlement Currency FUR** 

**Currency Protection** Quanto EUR

Bondfloor at issuance 100.00% (implied Yield p.a.: 0.00%)

Conditional Coupon Amount 1 455%

Provided that on the relevant Coupon Observation Date a Coupon Trigger Event has occurred, the Investor will receive

on the relevant Coupon Payment Date a Conditional Coupon Amount according to the following formula:

<sup>\*</sup> levels are expressed in percentage of the Initial Fixing Level

Initial Fixing Pate	Barrier Observation	Barrier Level Amazon	, · · · · · · · · · · · · · · · · · · ·	Barrier Level Pinterest	Final Fixing Date	Redemption Date
05/11/2020 OVER	07/11/2022	(67.00%)		(67.00%)	07/11/2022	16/11/2022



Where:

"n" is the number of the last Coupon Payment Date where a Conditional Coupon Amount has been paid. If no Coupon Payment has been made upon the current Coupon Observation Date, the value of "n" will be equal to zero.

"N" is the number of the current Coupon Observation Date, according to the table below.

#### DATES

 Initial Fixing Date
 05/11/2020

 Issue Date
 16/11/2020

 Last Trading Day
 07/11/2022

Final Fixing Date 07/11/2022 (subject to Market Disruption Event provisions)

Redemption Date 16/11/2022 (subject to Settlement Disruption Event provisions)

Conditional Coupon
Observation and Conditional
Coupon Payment Dates

N/n	Coupon Observation Date(s)	Coupon Trigger Level <sup>a</sup>	Coupon Payment Date(s)	Conditional Coupon Rate <sub>i</sub>
1	08/02/2021	67.00%	11/02/2021	1.455%
2	07/05/2021	67.00%	12/05/2021	1.455%
3	09/08/2021	67.00%	12/08/2021	1.455%
4	08/11/2021	67.00%	11/11/2021	1.455%
5	07/02/2022	67.00%	10/02/2022	1.455%
6	09/05/2022	67.00%	12/05/2022	1.455%
7	08/08/2022	67.00%	11/08/2022	1.455%
8	07/11/2022*	67.00%	16/11/2022**	1.455%

<sup>&</sup>lt;sup>a</sup>levels are expressed in percentage of the Initial Fixing Level

#### Autocall Observation and Early Redemption Dates

	Autocall Observation Date	Autocall Trigger Level <sup>a</sup>	Early Redemption Date	Early Redemption Amount
1	08/02/2021	95.00%	11/02/2021	EUR 330.00
2	07/05/2021	94.00%	12/05/2021	EUR 330.00
3	09/08/2021	94.00%	12/08/2021	EUR 330.00
4	08/11/2021	90.00%	11/11/2021	EUR 330.00
5	07/02/2022	90.00%	10/02/2022	EUR 330.00
6	09/05/2022	90.00%	12/05/2022	EUR 330.00
7	08/08/2022	90.00%	11/08/2022	EUR 330.00
8	07/11/2022*	90.00%	16/11/2022**	EUR 330.00

<sup>&</sup>lt;sup>a</sup>levels are expressed in percentage of the Initial Fixing Level

If any of the above-mentioned Autocall/Coupon Observation Dates is not an Exchange Business Day for an Underlying, the next following Exchange Business Day for that Underlying shall be the respective Autocall/Coupon Observation Date. General Terms and Conditions apply also to the Autocall/Coupon Observation Dates as if they were Final Fixing Dates. If any of the above-mentioned Early Redemption or Coupon Payment Dates is not a Business Day, the next following Business Day will apply. For the avoidance of doubt, a Coupon Payment Date will never be later than the Early Redemption Date.

# REDEMPTION

Provided that no Early Redemption has occurred on one of the previous Autocall Observation Dates, the Investor is entitled to receive the Conditional Coupon Amount(s) on the relevant Coupon Payment Date(s), subject to the Conditional Coupon Amount provisions.

Provided that no Early Redemption has occurred on one of the pre-defined Autocall Observation Dates, the Investor is entitled to receive from the Issuer on the Redemption Date per Product:

Scenario 1 If a Barrier Event has NOT occurred the Investor will receive a Cash Settlement in the Settlement Currency equal to:

Denomination × 33.00%

Scenario 2 If a Barrier Event has occurred, the Investor will receive a Cash Settlement in the Settlement Currency according to

the following formula:

Denomination × MAX[0; Worst Performance - 67.00%]

Initial Fixing Level Official close of the respective Underlying on the Initial Fixing Date on the Related Exchange, as determined by the

Calculation Agent.

Final Fixing Level Official close of the respective Underlying on the Final Fixing Date on the Related Exchange, as determined by the

Calculation Agent.

<sup>\*</sup>the last Coupon Observation Date equals the Final Fixing Date

<sup>\*\*</sup>the last Coupon Payment Date equals the Redemption Date

<sup>\*</sup>the last Autocall Observation Date equals the Final Fixing Date

<sup>\*\*</sup>the last Early Redemption Date equals the Redemption Date

**Worst Performance** For each Underlying the performance is calculated by dividing its Final Fixing Level by the respective Initial Fixing Level.

The Worst Performance corresponds to the lowest of all so calculated values, as determined by the Calculation Agent.

**Barrier Event** A Barrier Event shall be deemed to occur if at least one of the Underlyings' Final Fixing Levels is at or below the

respective Barrier Level, as reasonably determined by the Calculation Agent.

**Early Redemption** Provided that on one of the pre-defined Autocall Observation Dates the official close of all Underlyings is above their

Autocall Trigger Level, an Early Redemption will occur and the Product will expire immediately.

The Investor will receive on the relevant Early Redemption Date a Cash Settlement which equals the Early Redemption

Amount. No further payments will be made.

**Coupon Trigger Event** A Coupon Trigger Event shall be deemed to occur, if on any Coupon Observation Date all Underlyings close above their

respective Coupon Trigger Level, as reasonably determined by the Calculation Agent.

ESG SCORES	
Underlying	ESG Scores
AMAZON.COM INC	A
PAYPAL HOLDINGS INC	B+
PINTEREST INC- CLASS A	С

# GENERAL INFORMATION

Leonteg Securities AG, Guernsey Branch, St Peter Port, Guernsey Issuer

(Rating: Fitch BBB- with stable outlook, JCR BBB+ with stable outlook, Supervisory Authority: FINMA / GFSC)

Lead Manager Leonteg Securities AG, Zurich, Switzerland **Calculation Agent** Leonteq Securities AG, Zurich, Switzerland **Paying Agent** Leonteg Securities AG, Zurich, Switzerland

**Distribution Fees** Up to 0.50% p.a. (incl. VAT, if any. Reference is made to section "Remunerations to Third Parties" herein and to the

General Terms and Conditions of the Programme.)

Listing/Exchange Not listed

**Secondary Market** Daily price indications will be available from 09:15 - 17:15 CET on www.leonteq.com, Refinitiv [SIX Symbol]=LEOZ or

[ISIN]=LEOZ and Bloomberg [ISIN] Corp or on LEOZ.

Products may only be sold to a third party with the prior consent of the Lead Manager and only in form of a private Resale

placement. Thus, Investors must contact the Lead Manager before they resell the Products.

**Quoting Type** Secondary market prices are quoted dirty; accrued interest is included in the prices.

**Quotation Type** Secondary market prices are quoted in percentage.

Cash Settlement Settlement Type EUR 1'000 Minimum Investment Minimum Trading Lot FUR 1'000

**Selling Restrictions** This Product may be distributed or offered in or from Switzerland only to professional clients within the meaning of article 4 et seq. of the Financial Services Act (FinSA), as amended from time to time, and only marketing efforts commonly deployed for the market with such a selected investors' universe may be used. No action has been or will

be taken to permit a public offering of the Products or possession or distribution of any offering material in relation to the Products in any jurisdiction, where such action for that purpose is required. Consequently, any offer, sale or delivery of the Products, or distribution or publication of any offering material relating to the Products, may only be made in or from any jurisdiction in compliance with applicable laws and regulations not imposing any obligations on the Issuing Parties or the Lead Manager. Possible limitations resulting from legal restrictions with regard to cross-border communication and cross-border business concerning the Products and related information remain reserved.

Most important jurisdictions where the Products may not be publicly distributed are EEA, UK, Hong Kong and Singapore.

The products may not be offered or sold within the United States or to, or for the account or benefit of US persons (as

defined in Regulation S).

Detailed information on Selling Restrictions is published in the Programme which is available on www.leonteq.com

and can be ordered free of charge from the Lead Manager.

Clearing SIX SIS Ltd, Euroclear, Clearstream

SIX SIS Ltd Depository **Public Offering only in** N/A

Uncertificated Security / Book-entry Form

Governing Law / Jurisdiction Swiss / Zurich

The definition "Issuing Party/Parties" as used herein, means the Issuer, as indicated in section "General Information".

#### TAXATION SWITZERLAND

Swiss Federal Stamp Duty For Swiss stamp duty purpose, the Product is treated as analogous to a bond. Therefore, secondary market transactions are in principle subject to Swiss stamp duty (TK22).

tax domicile in Switzerland)

Swiss Federal Income Tax For tax purposes this Product is classified as transparent, where the majority of the return of the bond part is in the (for private investors with form of a discount or of one payment on the Redemption Date (IUP). Therefore, for private Investors with tax domicile in Switzerland holding the Product as part of their private property, the increase of the value of the bond part (according to the "Modifizierte Differenzbesteuerung") at sale or at redemption is subject to the Federal Direct Tax. The present value of the bond part at issue is the Bondfloor per unit. An Investor who buys the Product at issuance and holds it until Redemption is taxed on the difference between the Bondfloor at the Issue Date and the Bondfloor at the Redemption Date

> However, any gain derived from the option is considered as capital gain and is therefore not subject to the Federal Direct Tax for such taxpayers.

The tax treatment regarding the cantonal and communal income taxes can differ from the tax treatment regarding the Federal Direct Tax. But in general the income tax treatments are corresponding.

**Swiss Withholding Tax** 

The Product is not subject to the Swiss withholding tax.

On 1 January 2017, Switzerland has implemented the Automatic Exchange of Information in Tax Matters ("AEOI") with the EU and Australia, Jersey, Guernsey, Isle of Man, Iceland, Norway, Japan, Canada and South Korea. Switzerland is also negotiating the introduction of the AEOI with other countries. In this context, the EU Savings Tax for Swiss paying agents and the Final Withholding Tax with UK and Austria was repealed.

The tax information is a non-binding summary and only provides a general overview of the potential Swiss tax consequences linked to this Product at the time of issue. Tax laws and tax interpretation may change at any time, possibly with retroactive effect.

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

#### Information with regards to bondfloor taxation

Updated bondfloor information, if a bondfloor is applicable to the Product (according to "Product Details" and "Taxation Switzerland" herein), can be found on the following web page of the Swiss Federal Tax Administration (FTA): www.ictax.admin.ch. The Investor must be aware that for tax purposes the value of the bondfloor is converted into Swiss Francs (CHF) at inception/purchase as well as at sale/redemption of the Product, in case the Product is denominated in another currency than CHF. Thus, the Investor is exposed to the foreign exchange risk with regard to the taxable income calculation and thus also the withholding tax calculation, if applicable. However, withholding tax on the bondfloor only applies if the Bondfloor at redemption (in %) is greater than the bondfloor at issuance (in %).

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

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

# PRODUCT DOCUMENTATION

The Termsheet contains a summary of information of the Product and is for information purposes only. Only the Final Termsheet together with the Issuance and Offering Programme of the relevant Issuer valid as per the Initial Fixing Date containing all further relevant terms and conditions, as such is amended from time to time (the "Programme"), shall form the entire and legally binding documentation for this Product ("Product Documentation"), and accordingly the Final Termsheet should always be read together with the Programme. Definitions used in the Final Termsheet, but not defined therein, shall have the meaning given to them in the Programme. Even though translation into other languages might be available, it is only the Final Termsheet and Programme in English which are legally binding.

This document is a termsheet prepared in view of the issuance of the products and is not a prospectus within the meaning of article 40 et seqq. of the Financial Services Act (FinSA), a private placement documentation, a basic information document according to article 60 of the FinSA or any equivalent document under the FinSA or a simplified prospectus in the meaning of the Swiss Federal Act on Collective Investment Schemes (CISA). The information contained in this document is not complete and is subject to completion and amendment. This document has not been approved by a review body pursuant to articles 51 et seqq. FinSA. This document does not, and is not intended to, constitute or contain an offer or invitation to sell, and it is not soliciting offers to buy, products in any jurisdiction where such offer or sale is not permitted.

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

During the whole term of this Product, the Product Documentation can be ordered free of charge from the Lead Manager at Europaallee 39, 8004 Zurich (Switzerland), via telephone (+41 58 800 1111\*), fax (+41-(0)58-800 1010) or via e-mail (termsheet@leonteq.com). Please note that all calls made to numbers marked with an asterisk (\*) are recorded. By calling such number, your consent to the recording is deemed given.

#### **II. PROSPECTS FOR PROFIT AND LOSS**

This Product falls within the category "Yield Enhancement" which means that there is an upper limit to the profit an Investor can realize with this Product. At redemption the Investor could receive a maximum amount corresponding to the invested capital (excluding any transaction or other costs) plus any additional (guaranteed and/or conditional) payments such as coupon or participation payments, bonuses or others.

On the downside, especially if the Product has forfeited any contingent capital protection (like e.g. a barrier, strike), the Investor is exposed to the development of the Underlying(s). This might (even if a stop loss event has occurred) lead to a partial or even a total loss of the investment.

Please refer to the sections "Product Description" and "Redemption" for more detailed information on the characteristics of this Product.

#### **III. SIGNIFICANT RISKS**

# RISK FACTORS RELATING TO THE PRODUCT

The Investor could lose the total capital invested even before the Underlying value falls to zero. Investors should be aware that this Product contains elevated risks compared to products without an increased downside risk.

### ADDITIONAL RISK FACTORS

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

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

The terms and conditions of the Product may be subject to adjustments during the lifetime of the Product as set out in the Programme.

Investors whose usual currency is not the currency in which the Product is redeemed should be aware of their possible currency risk.

The value of the Product may not correlate with the value of the Underlying(s).

#### Market Risks

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

#### No dividend payment

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

#### **Credit Risk of Issuing Parties**

Investors bear the credit risk of the Issuing Parties of the Product. The Products constitute unsubordinated and unsecured obligations of the relevant Issuing Party and rank pari passu with each and all other current and future unsubordinated and unsecured obligations of the relevant Issuing Party. The insolvency of an Issuing Party may lead to a partial or total loss of the invested capital.

#### **Secondary Market**

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

#### **Illiquidity Risk**

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

# ADDITIONAL INFORMATION / DISCLAIMER

#### **Prudential Supervision**

Leonteq Securities AG is authorised as securities firm and subject to prudential supervision by FINMA. Leonteq Securities AG, Guernsey Branch is regulated by the Guernsey Financial Services Commission ("GFSC").

#### Conflict of Interests

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

#### **Remunerations to Third Parties**

Depending on the circumstances the Issuer and/or Lead Manager may sell this Product to financial institutions or intermediaries at a discount to the Issue Price or reimburse a certain amount to such financial institutions or intermediaries (reference is made to section "General Information" herein).

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

Further information is available on request.

### Payment of a Coupon

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

#### No Offer

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

#### No Representation

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

# INFORMATION ON ESG SCORES

The ESG (Environmental, Social and Governance) score measures the respective Underlying's ESG performance based on reported data in the public domain. The ESG score range is divided into four quartiles from A to D (A being the top performing quartile) and each of the quartiles is further subdivided into three groups indicating if the respective Underlying is in the top ("+") or bottom third ("-") of the relevant quartile. In total, there are

12 ESG scores ranging from A+, A, A- to D+, D and D-.

The ESG score is calculated and published by Refinitiv. More detailed information about the score calculation methodology is available on www.refinitiv.com. Refinitiv does not sponsor, promote, or in any way evaluate the advisability of investing this Product.

The Issuer, the Lead Manager and/or any third party appointed by the Issuer does not guarantee the exactitude of any ESG scores. The ESG scores of the Underlying(s) may change during the lifetime of the Product but are not subject to adjustments in this document. Leonteq's ESG logo and any reference to the term "ESG" in relation to the Product does not imply any evaluation of the sustainability of the Product by the Issuer, the Lead Manager and/or any third party.

# FOR DISTRIBUTION IN SWITZERLAND

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# FOR DISTRIBUTION WITHIN THE EUROPEAN ECONOMIC AREA (EEA)

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