

Official Notice

Title: Announcement of Tender Offer Results (Early Expiration Deadline)

Swiss Security Number: See the table below

ISIN: See the table below

Common Code: See the table below

Swiss Security Number	ISIN	Common Code	Description of Notes	Aggregate Principal Amount Outstanding
125.591.500	CH1255915006	260025775	4.625 per cent. Fixed Rate/Fixed Rate Callable Senior Notes due March 2028	EUR 1,500,000,000
125.591.501	CH1255915014	260025856	4.750 per cent. Fixed Rate/Fixed Rate Callable Senior Notes due March 2032	EUR 1,250,000,000

Date: 29 March 2023

Reference is made to (i) the EUR 1.5 billion in aggregate principal amount of 4.625 per cent. Fixed Rate/Fixed Rate Callable Senior Notes due March 2028 (the “**2028 Notes**”), and (ii) the EUR 1.25 billion in aggregate principal amount of 4.750 per cent. Fixed Rate/Fixed Rate Callable Senior Notes due March 2032 (the “**2032 Notes**” and, together with the 2028 Notes, the “**Notes**”), in each case that were issued by UBS Group AG (the “**Issuer**”) under its Senior Debt Programme on 17 March 2023.

TENDER OFFER:

On 22 March 2023, the Issuer announced invitations to the holders of the Notes to tender their Notes for purchase for cash, subject to the terms and conditions described in the Tender Offer Memorandum dated 22 March 2023 (the “**Tender Offer Memorandum**”) (each such invitation an “**Offer**” and together, the “**Offers**”). Capitalised terms used but not defined in this notice have the meanings assigned to them in the Tender Offer Memorandum.

The Offers commenced on 22 March 2023 and tenders of Notes (i) were accepted for purchase on or prior to 17:00 CEST on 28 March 2023 (the “**Early Expiration Deadline**”), and (ii) may be accepted for purchase after the Early Expiration Deadline but on or prior to 17:00 CEST on 4 April 2023 (the “**Final Expiration Deadline**”). The Final Expiration Deadline can be extended by the Issuer, in which case an announcement to this effect will be made by or on behalf of the Issuer.

ANNOUNCEMENT OF TENDER OFFER RESULTS (EARLY EXPIRATION DEADLINE):

EUR 377,106,000 in aggregate principal amount of 2028 Notes were validly tendered pursuant to the applicable Offer and accepted for purchase on or before the Early Expiration Deadline (such 2028 Notes, the “**Early Settlement 2028 Notes**”). EUR 129,525,000 in aggregate principal amount of 2032 Notes were validly tendered pursuant to the applicable Offer and accepted for purchase on or before the Early Expiration Deadline (such 2032 Notes, the “**Early Settlement 2032 Notes**” and together with the Early Settlement 2028 Notes, the “**Early Settlement Notes**”).

Payment of the Purchase Consideration and the Accrued Interest Payment in respect of the Early Settlement Notes will occur on 31 March 2023 (i.e., the Early Settlement Date).

Early Settlement Notes repurchased by the Issuer pursuant to the Offers will be cancelled.

PARTICIPATION IN THE OFFERS (FOR PURPOSES OF THE FINAL EXPIRATION DEADLINE):

Holders of Notes are advised to follow the instructions provided by their custodian bank and to check with any bank, securities broker or other intermediary through which they hold Notes when such

intermediary would require to receive instructions from a holder in order for that holder to be able to participate in the Offers on or before the Final Expiration Deadline. The deadlines set by any such intermediary and SIX SIS Ltd for the submission of tender instructions will be earlier than the Final Expiration Deadline.

FURTHER INFORMATION:

In respect of the Offers, UBS AG London Branch is acting as dealer manager (the “**Dealer Manager**”), UBS AG is acting as tender agent and Kroll Issuer Services Limited is acting as information agent (the “**Information Agent**”).

Any questions or requests for assistance in connection with the Offers may be directed to the Dealer Manager:

UBS AG London Branch
5 Broadgate
London EC2M 2QS
United Kingdom
Attention: Liability Management
Email: ol-liabilitymanagement-eu@ubs.com

Any questions or requests for assistance in connection with the delivery of certain tender instructions or requests for copies of the Tender Offer Memorandum or related documents, which may be obtained free of charge, may be directed to the Information Agent:

Kroll Issuer Services Limited
The Shard
32 London Bridge Street
London SE1 9SG
United Kingdom
Telephone: +44 20 7704 0880
Attention: Thomas Choquet
Email: ubs@is.kroll.com
Website: <https://deals.is.kroll.com/ubs>

Holders of Notes are advised to read carefully the Tender Offer Memorandum for full details of, and information on the procedures for participating in, any Offer.

NAME AND REGISTERED OFFICE OF THE ISSUER:

UBS Group AG is incorporated under Swiss law as a corporation (*Aktiengesellschaft*). It has its registered office and address at Bahnhofstrasse 45, 8001 Zurich, Switzerland.

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