## Danske Bank

EUR 5,000,000,000 STRUCTURED NOTE PROGRAMME

This Prospectus Supplement dated 13 February 2017 (the "Prospectus Supplement" or "Prospectus Supplement No. 3") to the Base Prospectus dated 22 June 2016, the Supplement No. 1 dated 5 August 2016 and the Supplement No. 2 dated 4 November 2016 (together with the Prospectus Supplement, the "Base Prospectus") constitutes a supplement for the purposes of Article 16 of Directive 2003/71/EC, as amended (the "Prospectus Directive") and is prepared in connection with the Structured Note Programme (the "Programme") established by Danske Bank A/S (the "Issuer"). Terms defined in the Base Prospectus have the same meaning when used in this Prospectus Supplement.

This Prospectus Supplement has been approved by the Central Bank of Ireland as competent authority under the Prospectus Directive. The Central Bank of Ireland only approves this Prospectus Supplement as meeting the requirements imposed under Irish and European law pursuant to the Prospectus Directive.

Application has been made to the Irish Stock Exchange for the approval of the Prospectus Supplement as Listing Particulars Supplement (Listing Particulars Supplement).

Where Notes are admitted to trading on the global exchange market (the "Global Exchange Market") which is the exchange regulated market of the Irish Stock Exchange, references herein to "Prospectus Supplement" should be taken to mean "Listing Particulars Supplement".

The Issuer accepts responsibility for the information contained in this Prospectus Supplement. To the best of the knowledge of the Issuer (which has taken all reasonable care to ensure that such is the case) the information contained in this Prospectus Supplement is in accordance with the facts and does not omit anything likely to affect the import of such information.

## ANNUAL REPORT 2016

On 2 February 2017 Danske Bank A/S published its consolidated audited financial statements as at and for the year ended 31 December 2016 (the "Annual Report 2016"). A copy of the Annual Report 2016 has been filed with the Central Bank of Ireland and, by virtue of this Prospectus Supplement, the Annual Report 2016 is incorporated in, and forms part of, the Base Prospectus, excluding the "Outlook for 2017" section in the "Executive Summary" on page 7and the seventh and eighth paragraphs in the section "New regulation" on page 19. Copies of the Base Prospectus are available for viewing at https://www.danskebank.com/dadk/ir/gaeld/Documents/Prospekter/22.06.16_STN_Base.pdf. The Annual Report 2016 incorporated by reference herein can be viewed online at https://www.danskebank.com/enuk/ir/Documents/2016/Q4/Annualreport2016.pdf.

## CROSS REFERENCE LIST

Danske Bank
Annual Report $2016 t$
31 December 2016

| Income Statement for the Group for the first year ended 31 December 2016 | page 46 |
| :--- | ---: |
| Statement of Comprehensive Income for the Group for the year ended 31 <br> December 2016 | page 47 |
| Balance Sheet for the Group for the year ended 31 December 2016 | page 48 |
| Statement of Capital for the Group for the year ended 31 December 2016 | pages 49-52 |
| Cash Flow Statement for the Group for the year ended 31 December 2016 | page 53 |
| Notes to the Financial Statements for the year ended 31 December 2016 | pages 54-157 |
| Statement by the Management as at and for the year ended 31 December 2016 | page 180 |
| Independent Auditors' Report for the Group for the year ended 31 December <br> 2016 | pages 181-185 |

The Annual Report 2016 is incorporated as set out above. The table above sets out the principal disclosure requirements which are satisfied by the information and is not exhaustive. Each page reference refers to the corresponding page in the Annual Report 2016.

Any non-incorporated parts of a document referred to herein are either deemed not relevant for an investor or are otherwise covered elsewhere in the Base Prospectus to which this Prospectus Supplement relates.

## GENERAL INFORMATION

Paragraphs "Material Change and Significant Change" and "Legal Proceedings on page D-18 of the Base Prospectus shall be deemed deleted and replaced with the following paragraphs, respectively:
"Material Change and Significant Change
(i) There has been no significant change in the financial position of the Issuer or of the Issuer and its Subsidiaries taken as a whole since 31 December 2016, the last day of the financial period in respect of which the most recent financial statements of the Issuer have been prepared; and
(ii) there has been no material adverse change in the prospects of the Issuer since 31 December 2016, the last day of the financial period in respect of which the most recently audited financial statements of the Issuer have been prepared.

## Legal Proceedings

There are no governmental, legal or arbitration proceedings against or affecting the Issuer or any of its Subsidiaries (and no such proceedings are pending or threatened of which the Issuer is aware) during a period covering at least the previous twelve months which have or may have in the recent past, individually or in the aggregate, significant effects on the profitability or the financial position of the Issuer or of the Issuer and its Subsidiaries taken as a whole."

## SUMMARY

Element B. 12 of the Summary on page A-3 of the Base Prospectus shall be deleted and replaced with the following text:

| B. 12 | Selected historical key financial information ${ }^{1}$ |  |  |  |
| :---: | :---: | :---: | :---: | :---: |
|  | (DKK million) <br> Danske Bank Group |  | Twelve months ended | Twelve months ended |
|  |  |  | 31 December 2016 | 31 December 2015 |
|  | Total income |  | 47,959 | 45,611 |
|  | Operating expenses |  | 22,642 | 23,237 |
|  | Goodwill impairment charges |  | - | 4,601 |
|  | Loan impairment charges |  | (3) | 57 |
|  | Profit before tax, core |  | 25,320 | 17,716 |
|  | Profit before tax, Non-core |  | 37 | 46 |
|  | Profit before tax |  | 25,357 | 17,762 |
|  | Tax |  | 5,500 | 4,639 |
|  | Net profit for the period |  | 19,858 | 13,123 |
|  | Balance sheet: |  |  |  |
|  | Loans |  | 1,689,155 | 1,609,384 |
|  | Trading portfolio assets |  | 509,678 | 547,019 |
|  | Assets in Non-core |  | 19,039 | 27,645 |
|  | Other assets |  | 1,265,799 | 1,108,831 |
|  | Total assets |  | 3,483,670 | 3,292,878 |
|  | Deposits 859,435 816,762 <br> Bonds is bed be Realkredit 895  |  |  |  |
|  | Bonds issued by Realkredit Danmark |  | 726,732 | 694,519 |
|  | Trading portfolio liabilities |  | 478,301 | 471,131 |
|  | Liabilities in Non-core |  | 2,816 | 5,520 |
|  | Other liabilities |  | 1,249,771 | 1,144,116 |
|  | Total liabilities |  | 3,317,055 | 3,132,048 |
|  | Additional tier 1 etc. |  | 14,343 | 11,317 |
|  | Shareholders' equity |  | 152,272 | 149,513 |
|  | Statement of no material adverse change <br> Description of significant changes to financial or trading position | There since 3 which been pr <br> There h or of the 2016, th recent | material adverse change 2016, the last day of the ently audited financial <br> ignificant change in the fis its subsidiaries taken as of the financial period ements of the Issuer hav | prospects of the Issuer ial period in respect of ents of the Issuer have <br> al position of the Issuer le since 31 December ect of which the most prepared. |

## GENERAL

[^0]To the extent that there is any inconsistency between (a) any statement in this Prospectus Supplement and (b) any other statement in or incorporated by reference in the Base Prospectus, the statements in (a) above will prevail.

Save as disclosed in this Prospectus Supplement, there has been no other significant new factor, material mistake or inaccuracy relating to information included in the Base Prospectus since the publication of the Base Prospectus.

See "Risk Factors" in the Base Prospectus for a discussion of certain risks that should be considered in connection with certain types of Notes which may be offered under the Programme.

Investors who have already agreed to purchase or subscribe for Notes before this Prospectus Supplement is published have the right, exercisable by the close of business on 15 February 2017 to withdraw their acceptances.

## SCHEDULE 1

## AMENDMENTS TO THE SUMMARY OF THE BASE PROSPECTUS

The following amendments are made to the Summary set out in the Base Prospectus:

## SECTION A - SUMMARY

Summaries are made up of disclosure requirements known as "Elements". These Elements are numbered in Sections A-E (A.1-E.7). This Summary contains all the Elements required to be included in a summary for the Notes and the Issuer. Because some Elements are not required to be addressed, there may be gaps in the numbering sequence of the Elements. Even though an Element may be required to be inserted in a summary because of the type of securities and issuer, it is possible that no relevant information can be given regarding the Element. In this case a short description of the Element should be included in the summary explaining why it is not applicable.

## Section A - Introduction and Warnings

| Element | This summary should be read as an introduction to the Base Prospectus and the relevant Final <br> Terms. <br> Any decision to invest in any Notes should be based on a consideration of the Base Prospectus as <br> a whole, including any documents incorporated by reference and the relevant Final Terms. |
| :--- | :--- |
|  | Where a claim relating to information contained in the Base Prospectus and the relevant Final <br> Terms is brought before a court in a Member State of the European Economic Area, the plaintiff <br> may, under the national legislation of the Member State where the claim is brought, be required <br> to bear the costs of translating the Base Prospectus and the relevant Final Terms before the legal <br> proceedings are initiated. |
| No civil liability will attach to the Issuer in any such Member State solely on the basis of this <br> summary, including any translation hereof, unless it is misleading, inaccurate or inconsistent <br> when read together with the other parts of the Base Prospectus and the relevant Final Terms or, <br> following the implementation of the relevant provisions of Directive 2010/73/EU in the relevant <br> Member State, it does not provide, when read together with the other parts of the Base <br> Prospectus and the relevant Final Terms, key information (as defined in Article 2.1(s) of the <br> Prospectus Directive) in order to aid investors when considering whether to invest in the Notes. |  |
| A.2 | [Not Applicable - The Notes may only be offered in circumstances where there is an exemption from |
| the obligation under the Prospectus Directive to publish a prospectus (an "Exempt Offer").] |  |


|  | Offer period: The Issuer's consent referred to above is given for Non-exempt Offers of Notes during <br> [offer period for the issue to be specified here] (the "Offer Period"). |
| :--- | :--- |
|  | $\left.\begin{array}{l}\text { Conditions to consent: The conditions to the Issuer's consent are that such consent (a) is only valid } \\ \text { during the Offer Period; and (b) only extends to the use of the Base Prospectus to make Non-exempt } \\ \text { Offers of the relevant Tranche of Notes in [specify each Relevant Member State in which the particular } \\ \text { Tranche of Notes can be offered]. } \\ \text { AN INVESTOR INTENDING TO ACQUIRE OR ACQUIRING ANY NOTES IN A NON- } \\ \text { EXEMPT OFFER FROM [AN/THE] AUTHORISED OFFEROR WILL DO SO, AND OFFERS } \\ \text { AND SALES OF SUCH NOTES TO AN INVESTOR BY [SUCH/THE] AUTHORISED } \\ \text { OFFEROR WILL BE MADE, IN ACCORDANCE WITH ANY TERMS AND OTHER } \\ \text { ARRANGEMENTS IN PLACE BETWEEN [SUCH/THE] AUTHORISED OFFEROR AND } \\ \text { SUCH INVESTOR INCLUDING AS TO PRICE, ALLOCATIONS AND SETTLEMENT } \\ \text { ARRANGEMENTS. THE INVESTOR MUST LOOK TO THE [RELEVANT] AUTHORISED } \\ \text { OFFEROR AT THE TIME OF SUCH OFFER FOR THE PROVISION OF SUCH } \\ \text { INFORMATION AND THE [RELEVANT] AUTHORISED OFFEROR WILL BE }\end{array}\right]$ |
| RESPONSIBLE FOR SUCH INFORMATION.] |  |

Section B - Issuer

| Element | Title |  |
| :---: | :---: | :---: |
| B. 1 | Legal and Commercial Name | Danske Bank A/S (the "Issuer") |
| B. 2 | Domicile/ Legal <br> Form/ <br> Legislation/ <br> Country of <br> Incorporation | The Issuer was founded in Denmark and incorporated on 5 October 1871. The Issuer is a commercial bank with limited liability and carries on business under the Danish Financial Business Act. The Issuer is registered with the Danish Commerce and Companies Agency and the Danish corporate registration number is 61126228 . |
| B.4b | Known trends affecting the Issuer and the industries in which it operates | Not Applicable - There are no known trends, uncertainties, demands, commitments or events that are reasonably likely to have a material effect on the Issuer's prospects for its current financial year. |
| B. 5 | Description of the Group | The Issuer is the parent company of the Danske Bank Group (the "Group"). <br> The Issuer is a modern Nordic universal bank with bridges to the rest of the world. |
| B. 9 | Profit forecast or estimate | Not Applicable - No profit forecast or estimates have been made in the Base Prospectus. |
| B. 10 | Qualifications to audit report | Not Applicable - No qualifications are contained in any audit report incorporated by reference in the Base Prospectus. |


| B. 12 | Selected historical key financial information ${ }^{2}$ |  |  |  |
| :---: | :---: | :---: | :---: | :---: |
|  | (DKK million) <br> Danske Bank Group |  | Twelve months ended <br> 31 December 2016 | Twelve months ended <br> 31 December 2015 |
|  |  |  |  |  |
|  | Total income |  | 47,959 | 45,611 |
|  | Operating expenses |  | 22,642 | 23,237 |
|  | Goodwill impairment | rges |  | 4,601 |
|  | Loan impairment charg |  | (3) | 57 |
|  | Profit before tax, core |  | 25,320 | 17,716 |
|  | Profit before tax, Non- |  | 37 | 46 |
|  | Profit before tax |  | 25,357 | 17,762 |
|  | Tax |  | 5,500 | 4,639 |
|  | Net profit for the peri |  | 19,858 | 13,123 |
|  | Balance sheet: |  |  |  |
|  | Loans |  | 1,689,155 | 1,609,384 |
|  | Trading portfolio asset |  | 509,678 | 547,019 |
|  | Assets in Non-core |  | 19,039 | 27,645 |
|  | Other assets |  | 1,265,799 | 1,108,831 |
|  | Total assets |  | 3,483,670 | 3,292,878 |
|  | Deposits |  | 859,435 | 816,762 |
|  | Bonds issued by Realk | dit Danmark | 726,732 | 694,519 |
|  | Trading portfolio liabil |  | 478,301 | 471,131 |
|  | Liabilities in Non-core |  | 2,816 | 5,520 |
|  | Other liabilities |  | 1,249,771 | 1,144,116 |
|  | Total liabilities |  | 3,317,055 | 3,132,048 |
|  | Additional tier 1 etc. |  | 14,343 | 11,317 |
|  | Shareholders' equity |  | 152,272 | 149,513 |
|  | Statement of no material adverse change <br> Description of significant changes to financial or trading position | There has been no material adverse change in the prospects of the Issuer since 31 December 2016, the last day of the financial period in respect of which the most recently audited financial statements of the Issuer have been prepared. <br> There has been no significant change in the financial position of the Issuer or of the Issuer and its subsidiaries taken as a whole since 31 December 2016, the last day of the financial period in respect of which the most recent financial statements of the Issuer have been prepared. |  |  |

[^1]| B. 13 | Recent events materially relevant to an evaluation of the Issuer's solvency | Not Applicable - There are no recent events particular to the Issuer which are to a material extent relevant to the evaluation of the Issuer's solvency. |
| :---: | :---: | :---: |
| B. 14 | Dependence on other entities within the Group | See Element B.5. Not Applicable - The Issuer is not dependent on any other entities within the Group. |
| B. 15 | Principal activities | The Group is the leading financial service provider in Denmark (Source: Finansrådet (Danish Bankers' Association)) - and one of the largest in the Nordic region - measured by total assets as at 31 December 2015. The Group offers its customers in Denmark and in its other markets a broad range of services that, depending on the market, include services in banking, mortgage finance, insurance, trading, leasing, real estate agency and investment management. The Group has a leading market position in Denmark and is one of the larger banks in Northern Ireland and Finland. The Group also has significant operations in its other main markets of Sweden and Norway. |
| B. 16 | Controlling shareholders | Not Applicable - The Issuer is not aware of any shareholder or group of connected shareholders who directly or indirectly control the Issuer. |
| B. 17 <br> (Applicable for Annexes $V$ and XIII) | Credit ratings assigned to the Issuer | As at the date of the Base Prospectus, the Issuer has been rated by the following rating agencies: Moody's Investors Service Ltd. ("Moody's"), Standard \& Poor's Credit Market Services Europe Limited ("S\&P") and Fitch Ratings Ltd ("Fitch"). <br> The Issuer ratings are as follows: <br> Each of Moody's, S\&P and Fitch is established in the European Union (the "EU") and is registered under Regulation (EC) No. 1060/2009 (as amended). <br> A rating is not a recommendation to buy, sell or hold securities and may be subject to suspension, reduction or withdrawal at any time by the assigning rating agency. <br> No ratings have been or are expected to be assigned to the Notes at the request of or with the co-operation of the Issuer in the rating process. |

## Section C - Notes

| Element | Title |  |
| :---: | :---: | :---: |
| C. 1 <br> (Applicable <br> for Annexes <br> V, XII and <br> XIII) | Description of Notes/ISIN | The Notes are [ $\bullet$ ]. <br> The Series number is [ $\bullet$ ]. The Tranche number is [ $\bullet$ ]. <br> [The Notes will be consolidated and form a single series with [identify earlier Tranches] on [the Issue Date/exchange of the temporary global Note for interests in the permanent global Note, which is expected to occur on or about [ $\bullet]]$ ] <br> The International Securities Identification Number (ISIN) is [•]. The Common Code is [•]. [The [VP/VPS/Euroclear Finland/Euroclear Sweden] identification number is [ $\bullet$ ].] <br> The calculation amount ("CA") is [•]. |
| C. 2 <br> (Applicable <br> for Annexes <br> V, XII and <br> XIII) | Currency | The Notes are denominated in [•] and the specified currency for payments in respect of the Notes is [ $\bullet$ ]. |


| C. 5 | Restrictions on <br> the free <br> transferability <br> of the Notes | [While the Notes are in global form and held through the clearing systems, investors <br> will be able to trade their beneficial interests only through Euroclear and <br> Clearstream, Luxembourg, as the case may be.] |
| :--- | :--- | :--- |
| (Applicable Annexes <br> V, XII and <br> XIII) |  | Transfers of Notes may be effected only through the book entry system and register <br> maintained by the [VP/VPS/Euroclear Finland/Euroclear Sweden].] |
| The Notes will be freely transferable, subject to the offering and selling restrictions |  |  |
| of the United States, the European Economic Area, the United Kingdom, Denmark, |  |  |
| Finland, Norway and Sweden and the laws of any jurisdiction in which the Notes |  |  |
| are offered or sold. |  |  |

$\left.\begin{array}{|l|l|l|}\hline \text { C. } \mathbf{8} & \begin{array}{l}\text { Rights attached } \\ \text { to the Notes, } \\ \text { including }\end{array} & \text { The Notes have terms and conditions relating to, among other matters: } \\ \text { (Applicable } \\ \text { for Annexes } \\ \text { V, XII and } \\ \text { XIII) }\end{array} \quad \begin{array}{l}\text { Ranking } \\ \text { limitations } \begin{array}{l}\text { and } \\ \text { those rights }\end{array}\end{array} \begin{array}{l}\text { The Notes will constitute direct, unconditional, unsubordinated and unsecured } \\ \text { obligations of the Issuer and will rank pari passu without any preference among } \\ \text { themselves and at least pari passu with all other ordinary, non-preferred, } \\ \text { unsubordinated and unsecured obligations (including liabilities in respect of } \\ \text { deposits) of the Issuer, present and future save for certain mandatory exceptions } \\ \text { provided by law, including those required as a result of the Bank Recovery and } \\ \text { Resolution Directive (Directive 2014/59/EU) as implemented into Danish law. } \\ \text { Taxation } \\ \text { [All payments in respect of the Notes will be made without withholding or deduction } \\ \text { for taxes imposed by Denmark. In the event that any such deduction is made, the }\end{array}\right]$


| [C. 9 <br> (Applicable <br> for Annexes <br> V and XIII) | Interest, <br> Redemption and Representation: <br> The nominal interest rate <br> The date from which interest becomes payable and the due dates for interest | [Fixed Rate Notes: The Notes bear interest [from their date of issue/from [•]/in respect of [the/each] interest period falling during the period from ([and including/but excluding]) [•] to (([and including/but excluding])) [•]]] at the fixed rate of [•] per cent. [per annum].] <br> [Variable Rate Notes: The Notes are [[Capped/Floored/Collared/Reverse] Floating Rate Notes] / [Steepener Notes] / [Snowball Notes] / [Range Accrual Notes] [Binary Rate Notes] / [Inflation Adjusted Interest Notes] [specify combination of the above]. <br> [The Interest Amount in respect of each interest period will be adjusted to reflect the change in the specified exchange rate between the specified initial valuation date[s] and the specified interest FX determination date for the relevant interest period.] |
| :---: | :---: | :---: |


|  | Where the rate <br> is not fixed, <br> description of <br> the underlying <br> on which it is <br> based | The Notes bear interest [from their date of issue/from [ $] /$ for the interest period[s] <br> specified below] at a variable rate calculated by reference to [the Relevant <br> Rate/Reference Price $]$ specified below.] |
| :--- | :--- | :--- |


$\square$
[Capped Floating Rate Notes: The rate of interest in respect of [an interest period/in respect of [the/each] interest period falling during the period from ([and including/but excluding]) [•] to (([and including/but excluding])) [•]] will be calculated by reference to the following formula:
Min [Cap; (Leverage x Relevant Rate) + Margin]

For the purposes of the above:

[Floored Floating Rate Notes: The rate of interest in respect of [an interest period/in respect of [the/each] interest period falling during the period from ([and including/but excluding]) [ $\bullet$ to (([and including/but excluding])) [ $\bullet]$ will be calculated by reference to the following formula:
Max [Floor; (Leverage x Relevant Rate) + Margin]

For the purposes of the above:
"Reference Item" means [insert description of Inflation Index] / [[•] month [currency] LIBOR / EURIBOR / NIBOR / STIBOR / CIBOR / BBSW] / [[•] year [currency] OMX Swap Rate] / [Swap Rate].
"Relevant Rate" means, in respect of the relevant interest determination date for an interest period, the [underlying rate] [[specify period] performance] of the Reference Item for such interest determination date.

"Floor" $\quad=\quad$| $[[\bullet] \% /$ the percentage specified for the relevant |
| :--- |
| interest period in the Table below $]$ |

"Leverage" $\quad=\quad$| $[[\bullet] \% / 100 \% /$ the percentage specified for the |
| :--- |
| relevant interest period in the Table below $]$ |





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[Steepener Notes: The rate of interest in respect of [an interest period/in respect of [the/each] interest period falling during the period from ([and including/but excluding]) [•] to (([and including/but excluding])) [•]] is determined by reference to the following formula:

Max [Floor; Min [Cap; Leverage x (Relevant Rate - Strike Rate)]]


|  |  |
| :---: | :---: |

[Snowball Notes: The rate of interest in respect of [an interest period/in respect of [the/each] interest period falling during the period from ([and including/but excluding]) [•] to (([and including/but excluding])) [•]] is determined by reference to the following formula:

$$
\begin{gathered}
\text { Max [Floor; Min [Cap; }\left(\text { Rate of Interest }_{\mathrm{t}-1}+\text { Snowball Amount }_{\mathrm{t}}\right)- \\
\text { (Leverage x Relevant Rate)]] }
\end{gathered}
$$

For the purposes of the above:
"Rate of Interest $t_{t-1}$ " means, in respect of an interest period $(t)$, the rate of interest for the immediately preceding interest period $(t-1)$ or, if none, $[\bullet]$.
"Reference Item" means [insert description of Inflation Index] / [ [•] month [currency] LIBOR / EURIBOR / NIBOR / STIBOR / CIBOR / BBSW] / [[•] year [currency] OMX Swap Rate] / [Swap Rate].


[Range Accrual Notes: The rate of interest in respect of [an interest period/in respect of [the/each] interest period falling during the period from ([and including/but excluding]) [•] to (([and including/but excluding])) [•]] is determined by reference to the relevant specified rate[s] and the number of interest observation dates in such interest period for which the relevant Reference Price ${ }_{t}$ is equal to or greater than the Lower Barrier and equal to or less than the Upper Barrier (" $\mathbf{m}$ "), determined as follows:

$$
\left[\text { Specified Rate } 1 \times\left(\frac{m}{M}\right)\right]+\left[\text { Specified Rate } 2 x\left(\frac{M-m}{M}\right)\right]
$$

For the purposes of the above:
"M" means the total number of interest observation dates in the interest period.
"interest observation date" means each [calendar day/business day/[insert weekly, monthly or quarterly dates]/[ヤ]] during the interest period [(subject to adjustment see "Adjustments" in Element C. 10 below)].
"Reference Item" means [insert description of Reference Item].
"Reference Price" means, in respect of an interest observation date, the [level / price / [underlying] rate / value / [specify period] performance] of the Reference Item in respect of such interest observation date[, provided that Reference Price ${ }_{t}$ in

|  |  | respect of eac the end of the Price $_{t}$ in respe <br> "Lower Barr <br> "Specified R <br> "Specified R <br> "Upper Barr <br> Interest period ending on or about |  | est observatio ant interest pe he immediate <br> $=$ <br> $=$ <br> $=$ <br> $=$ <br> Lower Barrier | date falling less tha iod shall be deemed preceding interest <br> [ $[\bullet][$ Zero $][\%] /$ the specified for the re Table below] <br> [ $[\bullet] \% /$ the rate spec period in the Table <br> [ $[\bullet] \% /$ Zero/the rat interest period in th <br> [ $[\bullet][\%] /$ the [perce the relevant interes <br> [TABLE <br> [Upper Barrier | [•] busine be the sam servation <br> [perc evant intere <br> ied for the below] <br> specified Table belo <br> age/amoun period in th <br> [Specified <br> Rate 1 | ays prior to <br> Reference <br> ge/amount] riod in the <br> ant interest <br> he relevant <br> pecified for ble below] <br> [Specified <br> Rate 2 |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  |  | $\left[\begin{array}{l}{[\bullet]} \\ {[\bullet]}\end{array}\right.$ |  | ][\%] -][\%]] <br> (Specify | $\begin{array}{\|l} {[\bullet][\%]} \\ [\bullet][\%]] \end{array}$ <br> each interest per |  | $\begin{aligned} & {[\bullet] \%} \\ & [\bullet] \%] \end{aligned}$ |


|  |  | [Binary Rate Notes: The rate of interest in respect of [an interest period/in respect of [the/each] interest period falling during the period from ([and including/but excluding]) [•] to (([and including/but excluding])) [•]] is one of two binary rates depending on whether the Reference Price ${ }_{t}$ of the Reference Item is equal to or greater than the Lower Barrier and equal to or less than the Upper Barrier, determined as follows: <br> (a) if Reference Price ${ }_{t}$ is equal to or greater than the Lower Barrier and equal to or less than the Upper Barrier, Specified Rate 1; or |
| :---: | :---: | :---: |
|  |  | (b) otherwise, Specified Rate 2. |
|  |  | For the purposes of the above: |
|  |  | "Reference Item" means [insert description of Inflation Index] / [ [ $\bullet$ ] month [currency] LIBOR / EURIBOR / NIBOR / STIBOR / CIBOR / BBSW] / [ [•] year [currency] OMX Swap Rate] / [Swap Rate]. |
|  |  | "Reference Pricet" means, in respect of the relevant interest determination date for an interest period, the [underlying rate / [specify period] performance] of the Reference Item for such interest determination date. |
|  |  | "Lower Barrier" $=\quad$ $[[\bullet][$ Zero $][\%] /$ the $\quad[$ percentage/amount $]$ <br> specified for the relevant interest period in the  <br>  Table below $]$ |



|  |  | [Inflation Adjusted Interest Notes: The rate of interest in respect of [an interest period/in respect of [the/each] interest period falling during the period from ([and including/but excluding]) [•] to (([and including/but excluding])) [•]] will be a specified rate, adjusted to reflect the [specify period] performance of the Reference Item, determined as follows: <br> Specified Rate x Reference Price ${ }_{t}$ <br> For the purposes of the above: <br> "Reference Item" means [insert description of inflation index]. |
| :---: | :---: | :---: |
|  |  | "Reference Pricet" means, in respect of the relevant interest determination date $(t)$, [ [specify period] performance of the Reference Item for such interest determination date. <br> "Specified Rate" $\quad=\quad[\bullet] \% /$ the percentage specified for the relevant interest period in the Table below]. <br> [TABLE <br> $t$ Interest period ending [Interest Determination [Specified Rate <br> on or about Date |
|  |  | 1 $[\bullet]$ $[\bullet]$ $[\bullet] \%$ <br> $\cdots$ $[\bullet]$ $[\bullet]]$ $[\bullet] \%]$ |



[^2]


|  |  | [The "Swap Rate" is the rate determined by reference to the difference between two <br> swap rates, determined as follows: <br> Swap Rate 1 - Swap Rate 2 |
| :--- | :--- | :--- |
|  |  | For the purposes of the above: <br> "Swap Rate 1" is [•] year [insert relevant Reference Rate] <br> "Swap Rate 2" is [ ] year [insert relevant Reference Rate]] |
|  | [Interest[, if any,] will be paid [annually/ semi-annually/quarterly/monthly] [in <br> arrear] on [•] [and [•]] in each year[, subject to adjustment for non-business days]. <br> The first interest payment will be made on [•].] <br> [Interest[, if any] will [be payable/accrue] in respect of each [annual/semi- <br> annual/quarterly/monthly] interest period but the interest amount in respect of each <br> such interest period will accumulate and will only be payable on the maturity date.] |  |

[^3]

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| :--- | :--- |
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[The Notes do not bear any interest.] [The Notes are Zero Coupon Notes and will be offered and sold at a discount to their principal amount.]

|  | Maturity Date and arrangements for the amortisation of the loan, including the repayment procedure | [Optional redemption <br> [The Issuer may elect to redeem the Notes prior to their stated maturity ([either] in whole [or in part]). The optional redemption amount payable in such circumstances is [•] per Calculation Amount and the optional redemption date(s) [is/are] [•][, [•] and [•]].] <br> [A Noteholder may elect to redeem any of the Notes held by it on [the/an] optional redemption date[s] by giving [not less than] [@] days' notice. The optional redemption amount payable in such circumstances is [ $\bullet$ per calculation amount and the optional redemption date(s) [is/are] [ $][,[\bullet]$ and $[\bullet]]$.] |
| :---: | :---: | :---: |


|  |  | [Early Redemption (Autocall) <br> The Notes may be redeemed early in the circumstances set out below by payment of the early redemption amount in respect of each calculation amount. <br> If, on a specified autocall valuation date $(t)$, Relevant Autocall Performance is greater than or equal to the Autocall Barrier, the Notes shall be redeemed early and the early redemption amount in respect of each calculation amount ("CA") shall be the calculation amount. <br> For the purposes of the above: <br> "Autocall Performance" means, in respect of [the/a] Reference Item and a specified autocall valuation date $(t)$, the [level/price/rate/value] of such Reference Item on such specified autocall valuation date $(t)$ DIVIDED BY the [average/highest/lowest ${ }^{7}$ ] [initial price/level/price/rate/value] of such Reference Item [on the initial valuation date[s] ]/on any valuation period date during the initial valuation period $\left.{ }^{8}\right]$, expressed as a percentage <br> "Relevant Autocall Performance" means [the Autocall Performance of the Reference Item/the sum of the weighted Autocall Performances for each of the Reference Items/ the [•] highest Autocall Performance of any Reference Item]] |
| :---: | :---: | :---: |
|  |  | 1 $[\bullet]$ $[\bullet] \%$ <br> $\ldots$ $[\bullet]$ $[\bullet] \%]$ |

[^4]|  |  | [Valuation |  |  |
| :---: | :---: | :---: | :---: | :---: |
|  |  |  |  |  |
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[^5]|  |  | redemption or, as the case may be, the date upon which the Note becomes due and <br> payable] |
| :--- | :--- | :--- |
|  | Redemption at maturity <br> Unless previously redeemed or purchased and cancelled, the Notes will be redeemed <br> at their Final Redemption Amount on the maturity date. |  |
| The maturity date is [•]. |  |  |
| The "Final Redemption Amount" is [par/[•]\% of the aggregate principal amount]. |  |  |


|  | An indication of <br> yield | [The yield on the Notes is [ $\bullet \%$ per annum. The yield is calculated at the issue date <br> of the Notes on the basis of the issue price of the Notes of [ $]$ per cent. It is not an <br> indication of future yield.] / [Not Applicable - the Notes are not fixed rate Notes.] |
| :--- | :--- | :--- |
| Name of <br> Trustee | Not Applicable - There is no trustee. |  |
|  | See also Element C.8 above. |  |


| [C. 10 <br> (Applicable <br> for Annex V) | Derivative component of the interest payment | [Not Applicable - there is no derivative component in the interest payments.] <br> [Interest payable in respect of Capped Floating Rate Notes is subject to a Cap and, therefore, where the Relevant Rate is greater than the Cap, investors will not participate in the increase in the Relevant Rate above such Cap.] <br> [Interest payable in respect of Floored Floating Rate Notes is subject to a Floor and, therefore, where the Relevant Rate is less than the Floor, investors will not participate in the decrease in the Relevant Rate below such Floor.] <br> [Interest payable in respect of Collared Floating Rate Notes is subject to a Cap and a Floor and, therefore, where the Relevant Rate is greater than the Cap, investors will not participate in the increase in the Relevant Rate above such Cap and where the Relevant Rate is less than the Floor, investors will not participate in the decrease in the Relevant Rate below such Floor.] <br> [Interest payable in respect of Reverse Floating Rate Notes is subject to how the Specified Rate compares to the Relevant Rate [and the amount of interest payable is subject to [a Cap] [and] [a Floor].] <br> [Interest payable in respect of Steepener Notes is subject to how the Relevant Rate compares to the relevant Strike Rate [and the amount of interest payable is subject to [a Cap] [and] [a Floor].] <br> [In respect of Snowball Notes, the Snowball Amount will operate to increase the fixed rate to which the Relevant Rate is compared and Snowball Notes are subject to (i) an accreting fixed rate and how it compares to the Relevant Rate [and the amount of interest payable is subject to [a Cap] [and] [a Floor].] <br> [As a leverage factor [greater/less] than $100 \%$ is applied, the effect of changes in the level of the variable relevant rate is [magnified/reduced]] |
| :---: | :---: | :---: |

[Interest payable in respect of Range Accrual Notes is subject to the proportion of interest observation dates within the relevant interest period for which Reference Price $_{t}$ falls within the specified parameters and thus Range Accrual Notes can be volatile instruments and may pay little or no interest in respect of an interest period.]
[Different amounts of interest will be payable in respect of Binary Rate Notes, depending on whether Reference Price falls within the specified parameters on the relevant interest determination date.]
[Interest payable in respect of Inflation Adjusted Interest Notes are subject to (i) a Specified Rate and (ii) the performance of the Reference Item over a certain time period. Therefore, increases in the level of the relevant Reference Item will operate to increase the amount of interest payable.
[Reference Item-Linked Interest Notes will pay interest depending on whether the Relevant Autocall Interest Performance is equal to or greater than a specified barrier, otherwise no interest will be paid in respect of the relevant interest period.]
[The Interest Amount in respect of each interest period will be adjusted to reflect the change in the specified exchange rate between the specified initial valuation date[s] and the specified interest FX determination date for the relevant interest period.]

## [Rate-Linked Notes: Adjustments

The terms and conditions of the Notes contain provisions, as applicable, relating to non-publication of the Reference Item and details of the consequences of such events. Such provisions may permit the Calculation Agent to obtain quotations from dealers in the relevant market or use underlying rates for a previous interest period.]

## [Inflation-Linked Notes: Adjustments

The terms and conditions of the Notes contain provisions, as applicable, relating to events affecting the Reference Item, modification or cessation of the Reference Item and provisions relating to subsequent corrections of the level of the Reference Item and details of the consequences of such events. Such provisions may permit the Issuer either to require the calculation agent to determine a substitute level for the Reference Item by reference to the terms of a reference bond or by reference to the most recently published level of the Reference Item or to cancel the Notes and to pay an amount equal to the early redemption amounts as specified above.]

## [Reference Item-Linked Notes other than Rate-Linked Notes and Inflation-Linked Notes: Disrupted Days, Market Disruption Events and Adjustments

The terms and conditions of the Notes contain provisions, as applicable, relating to events affecting the Reference Item(s), modification or cessation of the Reference Item(s) and market disruption provisions and provisions relating to subsequent corrections of the level of the Reference Item(s) and details of the consequences of such events. Such provisions may permit the Issuer either to require the calculation agent to determine what adjustments should be made following the occurrence of the relevant event (which may include deferment of any required valuation or payment or the substitution of a substitute reference item) or to cancel the Notes and to pay an amount equal to the early redemption amount as specified above.]

|  |  | See also Element C.9. |
| :---: | :---: | :---: |
| [C. 11 <br> (Applicable <br> for Annexes <br> $V$ and XII) | Admission to trading | [Application has been made to the [Irish Stock Exchange plc]/[the Nasdaq Copenhagen A/S]/[the Nasdaq Stockholm AB]/[the Nasdaq Helsinki Oy]/[the Nordic Growth Market NGM AB [(NDX [Sweden/Finland])] / [the Luxembourg Stock Exchange] for the Notes to be admitted to trading on [[the Irish Stock Exchange plc] / [the Nasdaq Copenhagen A/S] / [the Nasdaq Stockholm AB] / [the Nasdaq Helsinki Oy] / [the Nordic Growth Market NGM AB [(NDX [Sweden/Finland])]] / [the Luxembourg Stock Exchange]].] / [Not Applicable. The Notes are not admitted to trading on any exchange.]] |


| $[$ C. 15 | Description of <br> how the value of <br> the investment is <br> affected by the <br> value of the <br> underlying <br> instrument(s) |
| :--- | :--- |
| for Annex |  |
| XII) |  |

[[The Notes are [fixed/variable] rate Notes [which are [[Capped/Floored/Collared/Reverse] Floating Rate Notes / Steepener Notes / Snowball Notes / Range Accrual Notes / Binary Rate Notes / Inflation-Linked Interest Notes]] [and interest/Interest] in respect of the Notes is determined by reference to the performance of the Reference Item] [adjusted to reflect changes in the specified exchange rate] (or specify a combination of the above) and the redemption amount payable under the Notes is $[[\bullet] \%$ of the aggregate principal amount / linked to the performance of the Reference Item specified in Element C. 20 below] [adjusted to reflect changes in the specified exchange rate].
[The principal amount payable at maturity will be subject to a minimum redemption amount of [•]\% of the calculation amount[, subject as provided below,] [and the Final Redemption Amount may be less than par].]
[The Notes are also Credit-Linked Notes. Following the occurrence of a Credit Event in respect of [the/a/[nth]] Reference [Entity/Entities] (being, [a bankruptcy] [or] [a failure to pay] [or] [an obligation default] [or] [an obligation acceleration] [or] [a repudiation/moratorium] [or] [a restructuring] [or] [a governmental intervention] in respect of the [relevant] Reference Entity or specified obligations thereof),
[Single Reference Entity/First-to-Default/Nth-to-Default CLNs - Fixed Amount Notes/Range Accrual Notes: no interest will be paid on any interest payment date falling on or after the credit event observation date following the relevant credit event determination date or if the credit event determination date falls prior to the first credit event observation date, no interest will be paid] [Single Reference Entity/First-to-Default/Nth-to-Default CLNs - Fixed Accrual Notes/Variable Rate Notes (other than Range Accrual Notes); Accrual of Interest upon Credit Event: Not Applicable: interest in respect of the Notes will cease to accrue from the interest period date falling prior to the credit event observation date following the credit event determination date or, if none, no interest will be paid] [Single Reference Entity/First-to-Default/Nth-to-Default CLNs - Fixed Accrual Notes/Variable Rate Notes (other than Range Accrual Notes); Accrual of Interest upon Credit Event: Applicable: interest in respect of the Notes will cease to accrue from the credit event determination date] [Non-Tranched Portfolio CLNs - Fixed Amount Notes/Range Accrual Notes/other Notes; Accrual of Interest upon Credit Event: Not Applicable: interest shall be determined by reference to the Calculation Amount, adjusted to take into account a Note's pro rata share of the reference entity notional amount in respect of each Reference Entity in respect of which a credit event determination date has occurred prior to the credit event observation date falling on or immediately


| [C.16 | Maturity date <br> and final <br> reference date | The maturity date is [ $\bullet]$. The final reference date is the [final [valuation/averaging] <br> date specified in Element C.18 below].] |
| :--- | :--- | :--- |


| (Applicable <br> for Annex <br> XI) |  |  |
| :--- | :--- | :--- |


| $[$ C.17 | Settlement <br> (Applicable | procedure <br> derivative |
| :--- | :--- | :--- |
| for Annex | The Notes are cash settled Notes.] |  |
| Xecurities |  |  |


| (Applicable <br> for Annex <br> XII) | Return on derivative securities | The interest amounts (if any) and the redemption amount due at maturity are determined as follows: |
| :---: | :---: | :---: |
|  |  | Interest |
|  |  | [Fixed Rate Notes: [Subject as provided in Element C.15, the/The] Notes bear interest [from their date of issue/from [©]/in respect of [the/each] interest period falling during the period from ([and including/but excluding]) [ $]$ to (([and including/but excluding])) [ $\bullet]]$ at the fixed rate of [ $\bullet$ ] per cent. [per annum].] |
|  |  | [Variable Rate Notes: The Notes are [[Capped/Floored/Collared/Reverse] Floating Rate Notes] / [Steepener Notes] / [Snowball Notes] / [Range Accrual Notes] [Binary Rate Notes] / [Inflation-Linked Interest Notes] [specify combination of the above]. |
|  |  | [The Interest Amount in respect of each interest period will be adjusted to reflect the change in the specified exchange rate between the specified initial valuation date[s] and the specified interest FX determination date for the relevant interest period.] |
|  |  | [Subject as provided in Element C.15, the/The] Notes bear interest [from their date of issue/from [ $\bullet$ ]/for the interest period[s] specified below] at a variable rate calculated by reference to [the Relevant Rate/Reference Price ${ }_{\mathrm{t}}$ ] specified below.] |



[Floating Rate Notes: The rate of interest in respect of [an interest period/in respect of [the/each] interest period falling during the period from ([and including/but excluding]) [•] to (([and including/but excluding])) [•]] will be calculated by reference to the following formula:

$$
\text { (Leverage x Relevant Rate) }+ \text { Margin }
$$

For the purposes of the above:
"Reference Item" means [insert description of Inflation Index] / [[•] month [currency] LIBOR / EURIBOR / NIBOR / STIBOR / CIBOR / BBSW] / [[•] year [currency] OMX Swap Rate] / [Swap Rate].
"Relevant Rate" means, in respect of the relevant interest determination date for an interest period, the [underlying rate] [[specify period] performance] of the Reference Item for such interest determination date.


|  |  | [Capped Floating Rate Notes: The rate of interest in respect of [an interest period/in respect of [the/each] interest period falling during the period from ([and including/but excluding]) [•] to (([and including/but excluding])) [•]] will be calculated by reference to the following formula: Min [Cap; (Leverage x Relevant Rate) + Margin] <br> For the purposes of the above: <br> "Reference Item" means [insert description of Inflation Index] / [[•] month [currency] LIBOR / EURIBOR / NIBOR / STIBOR / CIBOR / BBSW] / [[•] year [currency] OMX Swap Rate] / [Swap Rate]. <br> "Relevant Rate" means, in respect of the relevant interest determination date for an interest period, the [underlying rate] [[specify period] performance] of the Reference Item for such interest determination date. <br> "Cap" $=[[\bullet] \% /$ the percentage specified for the relevant interest period in the Table below] <br> "Leverage" $=[[\bullet] \% / 100 \% /$ the percentage specified for the relevant interest period in the Table below] <br> "Margin" $=[[+/-][\bullet] \% /$ Zero/the percentage specified for the relevant interest period in the Table below] <br> [TABLE |
| :---: | :---: | :---: |
|  |  | $\left[\begin{array}{llll}{[\bullet]} & {[\bullet] \%} & {[\bullet] \%} & {[\bullet] \%} \\ {[\bullet]} & [\bullet] \%] & [\bullet] \%] & [\bullet] \%]\end{array}\right.$ |


|  |  |  |
| :--- | :--- | :--- |


|  |  | [Floored Floating Rate Notes: The rate of interest in respect of [an interest period/in respect of [the/each] interest period falling during the period from ([and including/but excluding]) [•] to (([and including/but excluding])) [•]] will be calculated by reference to the following formula: Max [Floor; (Leverage x Relevant Rate) + Margin] <br> For the purposes of the above: <br> "Reference Item" means [insert description of Inflation Index] / [[•] month [currency] LIBOR / EURIBOR / NIBOR / STIBOR / CIBOR / BBSW] / [[•] year [currency] OMX Swap Rate] / [Swap Rate]. <br> "Relevant Rate" means, in respect of the relevant interest determination date for an interest period, the [underlying rate] [[specify period] performance] of the Reference Item for such interest determination date. <br> "Floor" $=\quad[[\bullet] \% /$ the percentage specified for the relevant interest period in the Table below] <br> "Leverage" $=[[\bullet] \% / 100 \% /$ the percentage specified for the relevant interest period in the Table below] <br> "Margin" $=[[+/-][\bullet] \% /$ Zero/the percentage specified for the relevant interest period in the Table below] <br> [TABLE <br> Interest <br> [Floor <br> [Leverage <br> [Margin <br> period <br> ending on <br> or about |
| :---: | :---: | :---: |
|  |  | $[\bullet] \%$ $[\bullet] \%$ $[\bullet] \%$ <br> $[\bullet] \%]$ $[\bullet] \%]$ $[\bullet] \%]$ <br> (Specify for each interest period)]] |


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[Collared Floating Rate Notes: The rate of interest in respect of [an interest period/in respect of [the/each] interest period falling during the period from ([and including/but excluding]) [•] to (([and including/but excluding])) [•]] will be calculated by reference to the following formula:
Min (Cap; Max [Floor; (Leverage x Relevant Rate) + Margin])

For the purposes of the above:



|  |  | [Reverse Floating Rate Notes: The rate of interest in respect of [an interest period/in respect of [the/each] interest period falling during the period from ([and including/but excluding]) [•] to (([and including/but excluding])) [•]] is determined by reference to the following formula: <br> Max [Floor; Min [Cap; Specified Rate - (Leverage x Relevant Rate)]] <br> For the purposes of the above: <br> "Reference Item" means [insert description of Inflation Index] / [[•] month [currency] LIBOR / EURIBOR / NIBOR / STIBOR / CIBOR / BBSW] / [[•] year [currency] OMX Swap Rate] / [Swap Rate]. <br> "Relevant Rate" means, in respect of the relevant interest determination date for an interest period, the [underlying rate] [[specify period] performance] of the Reference Item for such interest determination date. |
| :---: | :---: | :---: |
|  |  |  [TABLE    <br> Interest <br> period <br> ending on <br> or about [Cap [Floor [Specified <br> Rate [Leverage |
|  |  | $[\bullet]$ $[\bullet] \%$ $[\bullet] \%$ $[\bullet] \%$ $[\bullet] \%$ <br> $[\bullet]$ $[\bullet] \%]$ $[\bullet] \%]$ $[\bullet] \%]$ $[\bullet] \%]$ |


|  |  |  |
| :--- | :--- | :--- |


|  |  | [Steepener Notes: The rate of interest in respect of [an interest period/in respect of [the/each] interest period falling during the period from ([and including/but excluding]) [•] to (([and including/but excluding])) [•]] is determined by reference to the following formula: <br> Max [Floor; Min [Cap; Leverage x (Relevant Rate - Strike Rate)]] <br> For the purposes of the above: <br> "Reference Item" means [insert description of Inflation Index] / [[•] month [currency] LIBOR / EURIBOR / NIBOR / STIBOR / CIBOR / BBSW] / [[•] year [currency] OMX Swap Rate] / [Swap Rate]. <br> "Relevant Rate" means, in respect of the relevant interest determination date for an interest period, the [underlying rate] [[specify period] performance] of the Reference Item for such interest determination date. |
| :---: | :---: | :---: |
|  |  | [TABLE |
|  |  | $[\bullet]$ $[\bullet] \%$ $[\bullet] \%$ $[\bullet] \%$ $[\bullet] \%$ <br> $[\bullet]$ $[\bullet] \%]$ $[\bullet] \%]$ $[\bullet] \%]$ $[\bullet] \%]$ |


|  |  |
| :--- | :--- |
|  |  |
|  |  |

[Snowball Notes: The rate of interest in respect of [an interest period/in respect of [the/each] interest period falling during the period from ([and including/but excluding]) [•] to (([and including/but excluding])) [•]] is determined by reference to the following formula:



|  |  | [Range Accrual Notes: The rate of interest in respect of [an interest period/in respect of [the/each] interest period falling during the period from ([and including/but excluding]) [•] to (([and including/but excluding])) [•]] is determined by reference to the relevant specified rate[s] and the number of interest observation dates in such interest period for which the relevant Reference Price ${ }_{t}$ is equal to or greater than the Lower Barrier and equal to or less than the Upper Barrier ("n"), determined as follows: $\left[\text { Specified Rate } 1 x\left(\frac{n}{N}\right)\right]+\left[\text { Specified Rate } 2 x\left(\frac{N-n}{N}\right)\right]$ <br> For the purposes of the above: <br> "N" means the total number of interest observation dates in the interest period. <br> "interest observation date" means each [calendar day/business day/[insert weekly, monthly or quarterly dates]/[•]] during the interest period [(subject to adjustment - see "Adjustments" in Element C. 10 below)]. <br> "Reference Item" means [insert description of Reference Item]. <br> "Reference Pricet" means, in respect of an interest observation date, the [level / price / [underlying] rate / value / [specify period] performance] of the Reference Item in respect of such interest observation date[, provided that Reference Price in respect of each interest observation date falling less than [-] business days prior to the end of the relevant interest period shall be deemed to be the same as Reference Price $_{t}$ in respect of the immediately preceding interest observation date] |
| :---: | :---: | :---: |
|  |  | $\begin{aligned} & \text { "Upper Barrier" }=\quad \begin{array}{l} {[[\bullet][\%] / \text { the [percentage/amount] specified for the }} \\ \text { relevant interest period in the Table below] } \end{array} \end{aligned}$ |

[TABLE


|  |  | [Binary Rate Notes: The rate of interest in respect of [an interest period/in respect of [the/each] interest period falling during the period from ([and including/but excluding]) [•] to (([and including/but excluding])) [•]] is one of two binary rates depending on whether the Reference Price ${ }_{t}$ of the Reference Item is equal to or greater than the Lower Barrier and equal to or less than the Upper Barrier, determined as follows: <br> (a) if Reference Price ${ }_{t}$ is equal to or greater than the Lower Barrier and equal to or less than the Upper Barrier, Specified Rate 1; or <br> (b) otherwise, Specified Rate 2. <br> For the purposes of the above: <br> "Reference Item" means [insert description of Inflation Index] / [ [ $\bullet$ month [currency] LIBOR / EURIBOR / NIBOR / STIBOR / CIBOR / BBSW] / [[•] year [currency] OMX Swap Rate] / [Swap Rate]. <br> "Reference Pricet" means, in respect of an interest determination date for an interest period, the [underlying rate/[specify period] performance] of the Reference Item for such interest determination date. |
| :---: | :---: | :---: |
|  |  | [TABLE |
|  |  |  |



|  |  | [Inflation Adjusted Interest Notes: The rate of interest in respect of [an interest period/in respect of [the/each] interest period falling during the period from ([and including/but excluding]) [•] to (([and including/but excluding])) [•]] will be a specified rate, adjusted to reflect the [specify period] performance of the Reference Item, determined as follows: <br> Specified Rate x Reference Price ${ }_{t}$ <br> For the purposes of the above: <br> "Reference Item" means [insert description of inflation index]. <br> "Reference Pricet" means, in respect of the relevant interest determination date $(t)$, the [specify period] performance of the Reference Item for such interest determination date. <br> "Specified Rate" $=\quad[[\bullet] \% /$ the percentage specified for the relevant interest period in the Table below]. <br> [TABLE <br> $t$ Interest period ending [Interest Determination [Specified Rate |
| :---: | :---: | :---: |
|  |  | 1 $[\bullet]$ $[\bullet]$ $[\bullet] \%$ <br> $\ldots$ $[\bullet]$ $[\bullet]]$ $[\bullet] \%]$ <br>   $($ Specify for each interest period $)]]$  |

\(\left.$$
\begin{array}{|l|l|l|}\hline & & \begin{array}{l}\text { [Autocall Interest Notes: As amounts in respect of interest will be determined by } \\
\text { reference to the performance of the Reference Item[s], the Interest Amount in respect } \\
\text { of an Interest Period and each calculation amount will be determined as follows: }\end{array}
$$ <br>
If on a specified coupon valuation date, the Relevant Autocall Interest Performance <br>
is equal to or greater than the Interest Barrier, the Interest Amount per calculation <br>
amount shall be an amount equal to the Autocall Interest Amount. Otherwise the <br>

Interest Amount shall be zero.\end{array}\right]\)| For the purposes of the above: |
| :--- |
| "Autocall Interest Amount" means an amount determined by reference to the |
| following formula: |
| [CA [x t] x Specified Rate][- Paid Interest] |



|  |  | [The "Swap Rate" is the rate determined by reference to the difference between two <br> swap rates, determined as follows: |
| :--- | :--- | :--- |
| Swap Rate 1 - Swap Rate 2 |  |  |

[^6]|  |  | For the purposes of the above: <br> "Swap Rate 1" is [ $\bullet$ ] year [insert relevant Reference Rate]. |
| :--- | :--- | :--- |
|  | "Swap Rate 2" is [ $\bullet$ ] year [insert relevant Reference Rate].] |  |


|  |  | [Subject as provided in Element C.15, interest/Interest][, if any,] will be paid <br> [annually/ semi-annually/quarterly/monthly] [in arrear] on [ $]$ [and [ $\bullet]$ in each <br> year[, subject to adjustment for non-business days]. The first interest payment will <br> be made on [ $\bullet]]$. |
| :---: | :--- | :--- |
| [Interest[, if any] will [be payable/accrue] in respect of each [annual/semi- |  |  |
| annual/quarterly/monthly] interest period but the interest amount in respect of each |  |  |
| such interest period will accumulate and will only be payable on [[ $\bullet$ / the maturity |  |  |
| date].] |  |  |


|  |  | ["FX Interest Conversion": Applicable and the Interest Amount in respect of each interest period shall be multiplied by the [ $\bullet$ ] exchange rate [determined by reference to the relevant cross-rate] on the specified interest FX determination date in respect of such interest period [or, if applicable, the [fifth business day] prior to the credit event redemption date] DIVIDED BY [[•], being] [the [average] [initial price/rate] of such exchange rate [determined by reference to the relevant cross-rate] [on the initial [averaging/valuation] date[s]]], expressed as a percentage] |
| :---: | :---: | :---: |
|  |  | $[\bullet]$ $[\bullet]$ <br> $[\bullet]$ $[\bullet]$ <br> $[\bullet]$ $[\bullet]$ |
|  |  | (Specify for each Interest Period)] <br> [The Notes do not bear any interest.] [The Notes are Zero Coupon Notes and will be offered and sold at a discount to their principal amount.] |

$\square$

|  |  | [The Issuer may elect to redeem the Notes prior to their stated maturity ([either] in whole [or in part]). The optional redemption amount payable in such circumstances is [•] per calculation amount and the optional redemption date(s) [is/are] [•][, [•] and [ $\bullet$ ].].] <br> [A Noteholder may elect to redeem any of the Notes held by it on [the/an] optional redemption date[s] by giving [not less than] [•] days' notice. The optional redemption amount payable in such circumstances is [ $\bullet$ ] per calculation amount and the optional redemption date(s) [is/are] [ $\bullet[,[\bullet]$ and $[\bullet]]$.] |
| :---: | :---: | :---: |



## Early redemption

See "Taxation" and "Events of Default" in Element C. 8 above [and "Disrupted Days, Market Disruption Events and Adjustments" below] for information on early redemption in relation to the Notes.

In addition, if the Issuer determines that performance of its obligations under the Notes or that any arrangements made to hedge its obligations under the Notes has or will become illegal in whole or in part as a result of compliance with any applicable present or future law (an "illegality"), the Issuer may redeem the Notes early and, if and to the extent permitted by applicable law, will pay an amount equal to the early redemption amount in respect of each calculation amount.

In the circumstances specified above, the "early redemption amount" payable on any such early redemption of the Notes will be [[•] per calculation amount] [an amount determined by the Calculation Agent which represents the fair market value of each calculation amount of the Notes [(which amount shall include amounts in respect of interest)] on a day selected by the Issuer (in the case of an early redemption following an illegality, ignoring the relevant illegality), but adjusted (except in the case of an early redemption following an event of default) to account for losses, expenses and costs to the Issuer and/or its affiliates of unwinding any hedging and funding arrangements in respect of the Notes, provided that, for the purposes of determining the fair market value of each calculation amount of the Notes following an event of default, no account shall be taken of the financial condition of the Issuer which shall be presumed to be able to perform fully its obligations in respect of the Notes].


## [Early Redemption (Autocall)

The Notes may be redeemed early in the circumstances set out below by payment of the early redemption amount in respect of each calculation amount.

If, on a specified autocall valuation date $(t)$, Relevant Autocall Performance is greater than or equal to the [relevant] Autocall Barrier, the Notes shall be redeemed early and the early redemption amount in respect of each calculation amount ("CA") shall be the calculation amount.

For the purposes of the above:
"Autocall Performance" means, in respect of [the/a] Reference Item and a specified autocall valuation date $(t)$, the [level/price/rate/value] of such Reference Item on such specified autocall valuation date $(t)$ DIVIDED BY the

|  |  | [average/highest/lowest ${ }^{13}$ ] [initial price/level/price/rate/value] of such Reference Item [on the initial valuation date[s]/on any valuation period date during the initial valuation period ${ }^{14}$ ], expressed as a percentage <br> "Relevant Autocall Performance" means [the Autocall Performance of the Reference Item/the sum of the weighted Autocall Performances for each of the Reference Items/ the [ $\bullet$ ] highest Autocall Performance of any Reference Item]] <br> [TABLE <br> autocall valuation date <br> [Autocall Barrier |
| :---: | :---: | :---: |
|  |  |  <br> (Specify for each Interest Period)] |


|  |  | Redemption at maturity <br> Unless previously redeemed or purchased and cancelled, the Notes will be redeemed at their Final Redemption Amount on the Maturity Date. <br> The maturity date is [•]. <br> [Credit-Linked Notes only: Subject as provided below under "Redemption following the occurrence of a Credit Event", the "Final Redemption Amount" is [par/[•]\%][, adjusted to reflect changes in the specified exchange rate].] |
| :---: | :---: | :---: |
|  |  | ["FX Principal Conversion": Applicable and the Final Redemption Amount shall be multiplied by the [ $\bullet$ ] exchange rate [determined by reference to the relevant cross-rate] on the specified final FX [averaging/valuation] date[s] [or, if applicable, the [fifth business day] prior to the credit event redemption date] DIVIDED BY [ $\bullet$ ], being] [the [average] [initial price/rate] of such exchange rate [determined by reference to the relevant cross-rate] [on the initial [averaging/valuation] date[s]]], expressed as a percentage] |

[^7]|  |  | ["final averaging dates" $=\begin{aligned} & {[\bullet], \quad[\bullet] \text { and } \quad[\bullet]} \\ & \text { postponement)] }\end{aligned}$ <br> [Reference Item-Linked Redemption Notes: [Subject as provided below under "Redemption following the occurrence of a Credit Event", $t / T]$ he Final Redemption Amount in respect of each calculation amount ("CA") is linked to the performance of the Reference Item and shall be the Reference Item-Linked Redemption Amount (which shall not be less than zero) determined as set out below: |
| :---: | :---: | :---: |



|  | [The Reference Item-Linked Redemption Amount shall be the "Call Redemption <br> Amount" determined by reference to the following formula: |
| :--- | :--- | :--- |
| RPA + Reference Item Amount |  |
| For the purposes of the above: |  |
| "Reference Item Amount" means an amount determined by reference to the |  |
| following formula: |  |
|  | CAx Max [Performance Floor, (PR x Call Performance)] x OFX |


\(\left.$$
\begin{array}{|l|l|l|}\hline & & \begin{array}{l}\text { [The Reference Item-Linked Redemption Amount shall be the "Put Redemption } \\
\text { Amount" determined by reference to the following formula: }\end{array}
$$ <br>

RPA + Reference Item Amount\end{array}\right\}\)| For the purposes of the above: |
| :--- |
| "Reference Item Amount" means an amount determined by reference to the |
| following formula: |

[^8]

|  | [The Reference Item-Linked Redemption Amount shall be the "Call Spread <br> Redemption Amount" determined by reference to the following formula: |
| :---: | :---: | :---: |
| RPA + Reference Item Amount |  |
| For the purposes of the above: |  |

[^9]

[^10]

[^11]|  |  | "Performance Floor" | $=$ | $[[\bullet] \% / \mathrm{Zero}]$ |
| :--- | :--- | :--- | :--- | :--- | :--- |
|  | "PR" | $=$ | $[[\bullet] \% / 100 \%]$ |  |
|  | "Strike" | $=$ | $[[\bullet] \% / 100 \%]]$ |  |





[^12]|  |  | price/rate] of such exchange rate [determined by reference to the relevant cross-rate] [on the initial [averaging/valuation] date[s]], expressed as a percentage]] / [Not Applicable, $\mathrm{PFX}=1]$ <br> "Performance" means, in respect of a Reference Item and the specified final [[averaging/valuation] date[s]/valuation period], the [average/highest/lowest] [level/price/rate/value] of such Reference Item [on such specified final [averaging/valuation] date[s]/on any valuation period date during such final valuation period DIVIDED BY [[•], being] the [average/highest/lowest] [initial price/level/price/rate/value] of such Reference Item [on the initial [averaging/valuation] date[s]/on any valuation period date during the initial valuation period], expressed as a percentage ${ }^{20}$ <br> "Relevant Principal Amount" ("RPA") means the CA multiplied by [•]\% multiplied by PFX |
| :---: | :---: | :---: |

事
[The Reference Item-Linked Redemption Amount shall be the "Rainbow Call Redemption Amount" determined by reference to the following formula:
RPA + Reference Item Amount

For the purposes of the above:
"Reference Item Amount" means an amount determined by reference to the following formula:

## CA x Max [Performance Floor, (PR x Rainbow Call Performance)] x OFX

Where:
"Call Performance" means, in respect of a Reference Item, the Performance of such Reference Item MINUS Strike
"FX Option Conversion": [Applicable and "OFX" shall be the exchange rate [determined by reference to the relevant cross-rate] on the specified final FX [averaging/valuation] date[s] DIVIDED BY [[•], being] [the [average] [initial price/rate] of such exchange rate [determined by reference to the relevant cross-rate] [on the initial [averaging/valuation] date[s]], expressed as a percentage] / [Not Applicable, OFX = 1]
"FX Principal Conversion": [Applicable and "PFX" shall be the exchange rate [determined by reference to the relevant cross-rate] on the specified final FX [averaging/valuation] date[s] DIVIDED BY [[•], being] [the [average] [initial

[^13]

|  |  | [The Reference Item-Linked Redemption Amount shall be the "Quadratic Call <br> Redemption Amount" determined by reference to the following formula: <br> RPA + Reference Item Amount |
| :--- | :--- | :--- |
|  | For the purposes of the above: <br> "Reference Item Amount" means an amount determined by reference to the <br> following formula: |  |

[^14]

|  | [The Reference Item-Linked Redemption Amount shall be the "Quadratic Put <br> Redemption Amount" determined by reference to the following formula: |
| :---: | :---: | :--- |
| RPA + Reference Item Amount |  |
| For the purposes of the above: |  |

[^15]

|  |  | The Reference Item-Linked Redemption Amount shall be the "Outperformance <br> Redemption Amount" determined by reference to the following formula: |
| :---: | :---: | :---: |
| RPA + Reference Item Amount |  |  |

[^16]

[^17][The Reference Item-Linked Redemption Amount shall be the "Replacement Cliquet Redemption Amount" determined by reference to the following formula:

## RPA + Reference Item Amount

For the purposes of the above:
"Reference Item Amount" means an amount determined by reference to the following formula:

## CA x Max [Performance Floor, (PR x Replacement Cliquet Performance)] x OFX

Where:
"Adjusted Periodic Performance" means, in respect of a periodic valuation date $(t)$, (i) for each of the [ $\bullet$ ] periodic valuation dates $(t)$ having the highest or equal highest Relevant Periodic Performances, [ $\bullet$ ] and (ii) for each of the other Reference Items, the Relevant Periodic Performance for such periodic valuation date $(t)$.
"FX Option Conversion": [Applicable and "OFX" shall be the exchange rate [determined by reference to the relevant cross-rate] on the specified final FX [averaging/valuation] date[s] DIVIDED BY [[•], being] [the [average] [initial price/rate] of such exchange rate [determined by reference to the relevant cross-rate] [on the initial [averaging/valuation date[s]], expressed as a percentage] / [Not Applicable, OFX = 1]
"FX Principal Conversion": [Applicable and "PFX" shall be the exchange rate [determined by reference to the relevant cross-rate] on the specified final FX [averaging/valuation] date[s] DIVIDED BY [[•], being] [the [average] [initial price/rate] of such exchange rate [determined by reference to the relevant cross-rate] [on the initial [averaging/valuation] date[s]], expressed as a percentage]] / [Not Applicable, $\mathrm{PFX}=1]$
"Periodic Performance" means, in respect of [the/a] Reference Item and a periodic valuation date, the [level/price/rate/value] of such Reference Item on such periodic valuation date DIVIDED BY the [level/price/rate/value] of such Reference Item on the immediately preceding periodic valuation date, or if none, [[•], being] [the specified initial valuation date/the initial price], expressed as a percentage
"Relevant Periodic Performance" means, in respect of a periodic valuation date $(t)$, [the Periodic Performance of the Reference Item/the sum of the weighted Periodic Performances for each of the Reference Items] for such periodic valuation date $(t)$
"Relevant Principal Amount" ("RPA") means the CA multiplied by [0]\% multiplied by PFX
"Replacement Cliquet Performance" means (i) the MAXIMUM of (a) the PP Floor and (b) the product of the Adjusted Periodic Performances for each of the periodic valuation dates $(t)$ MINUS (ii) Strike
$\qquad$

|  |  | "Performance Floor" | $=$ | $[[\bullet] \% / \mathrm{Zero}]$ |
| :--- | :--- | :--- | :--- | :--- | :--- |
|  | "PR" | $=$ | $[[\bullet] \% / 100 \%]$ |  |
|  | "Strike" | $=$ | $[[\bullet] \% / 100 \%]]$ |  |

an
[The Reference Item-Linked Redemption Amount shall be the "Lock-in Cliquet Redemption Amount" determined by reference to the following formula:
RPA + Reference Item Amount

For the purposes of the above:
"Reference Item Amount" means an amount determined by reference to the following formula:

$$
\begin{gathered}
\text { CA x Max [Performance Floor, (PR x Lock-in Cliquet Performance)] x } \\
\text { OFX }
\end{gathered}
$$

Where:
"Lock-in Cliquet Performance" means (i) the MAXIMUM of (a) the Lock-in Floor and (b) the product of the Relevant Periodic Performances for each of the periodic valuation dates $(t)$ [(in each case, [capped at the PP Cap] [and] [floored at the PP Floor])], MINUS (ii) Strike
"Cumulative Performance" means, in respect of [the/a] Reference Item and a periodic valuation date, the [level/price/rate/value] of such Reference Item on such periodic valuation date DIVIDED BY [the [level/price/rate/value] of such Reference Item on the specified initial valuation date/the initial price], expressed as a percentage
"FX Option Conversion": [Applicable and "OFX" shall be the exchange rate [determined by reference to the relevant cross-rate] on the specified final FX [averaging/valuation] date[s] DIVIDED BY [[ $\bullet$ ], being] [the [average] [initial price/rate] of such exchange rate [determined by reference to the relevant cross-rate] [on the initial [averaging/valuation] date[s]], expressed as a percentage] / [Not Applicable, OFX = 1]
"FX Principal Conversion": [Applicable and "PFX" shall be the exchange rate [determined by reference to the relevant cross-rate] on the specified final FX [averaging/valuation] date[s] DIVIDED BY [[•], being] [the [average] [initial price/rate] of such exchange rate [determined by reference to the relevant cross-rate] [on the initial [averaging/valuation] date[s]], expressed as a percentage]] / [Not Applicable, PFX = 1]
"Lock-in Floor" means zero [or the Lock-in Level (if any) equal to or next lowest to the highest Relevant Cumulative Performance]
"Periodic Performance" means, in respect of [the/a] Reference Item and a periodic valuation date, the [level/price/rate/value] of such Reference Item on such periodic valuation date DIVIDED BY the [level/price/rate/value] of such Reference Item on

|  |  | the immediately preceding periodic valuation date, or if none, [ [ $\bullet$ ], being] [the specified initial valuation date/the initial price], expressed as a percentage <br> "Relevant Cumulative Performance" means, in respect of a periodic valuation date $(t)$, [the Cumulative Performance of the Reference Item/the sum of the weighted Cumulative Performances for each of the Reference Items] for such periodic valuation date $(t)$ <br> "Relevant Periodic Performance" means, in respect of a periodic valuation date ( t ), [the Periodic Performance of the Reference Item/the sum of the weighted Periodic Performances for each of the Reference Items] for such periodic valuation date $(t)$ <br> "Relevant Principal Amount" ("RPA") means the CA multiplied by [•]\% multiplied by PFX |
| :---: | :---: | :---: |



[The Reference Item-Linked Redemption Amount shall be the "Super Asian Redemption Amount" determined by reference to the following formula:
RPA + Reference Item Amount

For the purposes of the above:
"Reference Item Amount" means an amount determined by reference to the following formula:

CA x Max [Performance Floor, (PR x Super Asian Performance)] x OFX
Where:
"FX Option Conversion": [Applicable and "OFX" shall be the exchange rate [determined by reference to the relevant cross-rate] on the specified final FX [averaging/valuation] date[s] DIVIDED BY [[ $\bullet$ ], being] [the [average] [initial price/rate] of such exchange rate [determined by reference to the relevant cross-rate] [on the initial [averaging/valuation] date[s]], expressed as a percentage] / [Not Applicable, $\mathrm{OFX}=1]$
"FX Principal Conversion": [Applicable and "PFX" shall be the exchange rate [determined by reference to the relevant cross-rate] on the specified final FX [averaging/valuation] date[s] DIVIDED BY [[ $\bullet$ ], being] [the [average] [initial price/rate] of such exchange rate [determined by reference to the relevant cross-rate]


|  | [The Reference Item-Linked Redemption Amount shall be the "Knock-in Call <br> Redemption Amount" determined by reference to the following formula: <br> RPA + Reference Item Amount |
| :--- | :--- | :--- |
| For the purposes of the above: <br> "Reference Item Amount" means: <br> (i)if a Barrier Event has occurred, an amount determined by reference to the <br> following formula: <br> CA x Max [Performance Floor, (PR x Call Performance)] x OFX <br> (ii) otherwise, if no Barrier Event has occurred, zero <br> Where: |  |

[^18]

[^19]"Strike" $=\quad[[\bullet] \% / 100 \%]]$
[The Reference Item-Linked Redemption Amount shall be the "Knock-out Call
Redemption Amount" determined by reference to the following formula:

## RPA + Reference Item Amount

For the purposes of the above:
"Reference Item Amount" means:
(i) if a Barrier Event has occurred, zero
(ii) otherwise, if no Barrier Event has occurred, an amount determined by reference to the following formula:

CA x Max [Performance Floor, (PR x Call Performance)] x OFX
Where:
["American Barrier Event" means the highest [level/price/rate/value] of the Reference Item (observed continuously) during the specified observation period has at any time been equal to or greater than the Barrier Level]
"Barrier Event" means an [American/Bermudan/European] Barrier Event
["Bermudan Barrier Event" means the highest [level/price/rate/value] of the Reference Item on any Bermudan Observation Date has been equal to or greater than the Barrier Level]
"Call Performance" means the Performance of the Reference Item MINUS Strike
["European Barrier Event" means, in respect of the Reference Item and the specified final [averaging/valuation] date[s], the [average] [level/price/rate/value] of such Reference Item on such specified final [averaging/valuation] date[s] is greater than or equal to the Barrier Level]
"FX Option Conversion": [Applicable and "OFX" shall be the exchange rate [determined by reference to the relevant cross-rate] on the specified final FX [averaging/valuation] date[s] DIVIDED BY [[•], being] [the [average] [initial price/rate] of such exchange rate [determined by reference to the relevant cross-rate] [on the initial [averaging/valuation] date[s]], expressed as a percentage] / [Not Applicable, OFX = 1]
"FX Principal Conversion": [Applicable and "PFX" shall be the exchange rate [determined by reference to the relevant cross-rate] on the specified final FX [averaging/valuation] date[s] DIVIDED BY [[•], being] [the [average] [initial price/rate] of such exchange rate [determined by reference to the relevant cross-rate] [on the initial [averaging/valuation] date[s]], expressed as a percentage]] / [Not Applicable, PFX = 1]
"Performance" means, in respect of the Reference Item and the specified final [[averaging/valuation] date[s]/valuation period], the [average/highest/lowest] [level/price/rate/value] of such Reference Item [on such specified final

| 30 |  | [averaging/valuation] date[s]/on any valuation period date during such final valuation period] DIVIDED BY [[•], being] the [average/highest/lowest] [initial price/level/price/rate/value] of such Reference Item [on the initial [averaging/valuation] date[s]/on any valuation period date during the initial valuation period], expressed as a percentage ${ }^{29}$ <br> "Relevant Principal Amount" ("RPA") means the CA multiplied by [©]\% multiplied by PFX |
| :---: | :---: | :---: |



[^20]| 31 |  | "FX Option Conversion": [Applicable and "OFX" shall be the exchange rate [determined by reference to the relevant cross-rate] on the specified final FX [averaging/valuation] date[s] DIVIDED BY [[•], being] [the [average] [initial price/rate] of such exchange rate [determined by reference to the relevant cross-rate] [on the initial [averaging/valuation] date[s]], expressed as a percentage] / [Not Applicable, OFX = 1] <br> "FX Principal Conversion": [Applicable and "PFX" shall be the exchange rate [determined by reference to the relevant cross-rate] on the specified final FX [averaging/valuation] date[s] DIVIDED BY [[•], being] [the [average] [initial price/rate] of such exchange rate [determined by reference to the relevant cross-rate] [on the initial [averaging/valuation] date[s]], expressed as a percentage]] / [Not Applicable, $\mathrm{PFX}=1]$ <br> "Relevant Principal Amount" ("RPA") means the CA multiplied by [•]\% multiplied by PFX <br> "Barrier Level" <br> "Fixed Performance" <br> $=\quad[\bullet] \%]$ |
| :---: | :---: | :---: |


|  |  | [The Reference Item-Linked Redemption Amount shall be the "Digital Call Redemption Amount" determined by reference to the following formula: <br> RPA + Reference Item Amount <br> For the purposes of the above: <br> "Reference Item Amount" means: <br> (i) if a Barrier Event has occurred, an amount determined by reference to the following formula: <br> CA x Highest Fixed Performance x OFX <br> (ii) otherwise, if no Barrier Event has occurred, zero <br> Where: <br> ["American Barrier Event" means the highest Call Performance (observed continuously) during the specified observation period has at any time been equal to or greater than [the/any] Barrier] <br> "Barrier Event" means an [American/Bermudan/European] Barrier Event <br> ["Bermudan Barrier Event" means the highest Call Performance on any Bermudan Observation Date has been equal to or greater than any Barrier] <br> "Call Performance" means [the Performance of the Reference Item/the sum of the weighted Performances for each of the Reference Items/the [ $\boldsymbol{\bullet}$ ] highest Performance of any Reference Item] MINUS Strike |
| :---: | :---: | :---: |

[^21]


[The Reference Item-Linked Redemption Amount shall be the "Knock-in Put Redemption Amount" determined by reference to the following formula:

RPA + Reference Item Amount

[^22]

[^23]

|  |  | [The Reference Item-Linked Redemption Amount shall be the "Knock-out Put Redemption Amount" determined by reference to the following formula: <br> RPA + Reference Item Amount <br> For the purposes of the above: <br> "Reference Item Amount" means: <br> (i) if a Barrier Event has occurred, zero <br> (ii) otherwise, if no Barrier Event has occurred, an amount determined by reference to the following formula: <br> CA x Max [Performance Floor; (PR x Payout Performance)] x OFX <br> Where: <br> ["American Barrier Event" means the highest Put Performance (observed continuously) during the specified observation period has at any time been equal to or less than [the/any] Barrier] <br> "Barrier Event" means an [American/Bermudan/European] Barrier Event <br> ["Bermudan Barrier Event" means the highest Put Performance on any Bermudan Observation Date has been equal to or less than the Barrier] <br> ["European Barrier Event" means the Put Performance is greater than or equal to the Barrier] <br> "FX Option Conversion": [Applicable and "OFX" shall be the exchange rate [determined by reference to the relevant cross-rate] on the specified final FX [averaging/valuation] date[s] DIVIDED BY [[•], being] [the [average] [initial |
| :---: | :---: | :---: |

period], the [average/highest/lowest] [level/price/rate/value] of such Reference Item [on such specified final [averaging/valuation] date[s]/on any valuation period date during such final valuation period] DIVIDED BY [[•], being] the [average/highest/lowest] [initial price/level/price/rate/value] of such Reference Item [on the initial [averaging/valuation] date[s]/on any valuation period date during the initial valuation period], expressed as a percentage".
${ }^{35}$ By virtue of the Prospectus Supplement No. 2 dated 4 November 2016, the words "["Bermudan Observation Dates" $\left.=[\bullet]\right]$ " are deleted.

| 37 |  | price/rate] of such exchange rate [determined by reference to the relevant cross-rate] [on the initial [averaging/valuation] date[s]], expressed as a percentage] 19 / [Not Applicable, OFX = 1] <br> "FX Principal Conversion": [Applicable and "PFX" shall be the exchange rate [determined by reference to the relevant cross-rate] on the specified final FX [averaging/valuation] date[s] DIVIDED BY [[•], being] [the [average] [initial price/rate] of such exchange rate [determined by reference to the relevant cross-rate] [on the initial [averaging/valuation] date[s]], expressed as a percentage]] / [Not Applicable, PFX = 1] <br> "Payout Performance" means Strike MINUS [the Performance of the Reference Item/the sum of the weighted Performances for each of the Reference Items/the [•] highest Performance of any Reference Item] <br> "Performance" means, in respect of [the/a] Reference Item and the specified final [[averaging/valuation] date[s]/valuation period, the [average/highest/lowest] [level/price/rate/value] of such Reference Item [on such specified final [averaging/valuation] date[s]/on any valuation period date during such final valuation period] DIVIDED BY [[•], being] the [average/highest/lowest] [initial price/level/price/rate/value] of such Reference Item [on the initial [averaging/valuation] date[s]/on any valuation period date during the initial valuation period], expressed as a percentage ${ }^{36}$ <br> "Put Performance" means Strike MINUS [the Performance of the Reference Item/the sum of the weighted Performances for each of the Reference Items/the [•] highest Performance of any Reference Item] <br> "Relevant Principal Amount" ("RPA") means the CA multiplied by [•]\% multiplied by PFX <br> "Barrier" |
| :---: | :---: | :---: |


|  |  | [The Reference Item-Linked Redemption Amount shall be the "Digital Put <br> Redemption Amount" determined by reference to the following formula: |
| :--- | :--- | :--- |
| RPA + Reference Item Amount |  |  |$\quad$| For the purposes of the above: |
| :--- |
| "Reference Item Amount" means: |

[^24]

[^25]| 39 |  | "Put Performance" means Strike MINUS [the Performance of the Reference Item/the sum of the weighted Performances for each of the Reference Items/the [•] highest Performance of any Reference Item] <br> "Relevant Principal Amount" ("RPA") means the CA multiplied by [0]\% multiplied by PFX |
| :---: | :---: | :---: |
|  |  | $[\bullet] \%$ $[\bullet] \%$ <br> $[[\bullet] \%$ $[[\bullet] \%$ <br> $[\bullet] \%]$ $[\bullet] \%]]$ |


|  |  | [The Reference Item-Linked Redemption Amount shall be the "TOM Strategy Redemption Amount" determined by reference to the following formula: <br> RPA + Reference Item Amount <br> For the purposes of the above: <br> "Reference Item Amount" means an amount determined by reference to the following formula: <br> CA x Max [Performance Floor, (PR x TOM Value)] x OFX <br> Where: <br> "Fixed Return" means the product of (i) the number of calendar days during the TOM Reference Period which do not fall within a TOM Period and (ii) [•]\%, expressed as a percentage <br> "FX Option Conversion": [Applicable and "OFX" shall be the exchange rate [determined by reference to the relevant cross-rate] on the specified final FX [averaging/valuation] date[s] DIVIDED BY [[•], being] [the [average] [initial price/rate] of such exchange rate [determined by reference to the relevant cross-rate] [on the initial [averaging/valuation] date[s]], expressed as a percentage] / [Not Applicable, FX = 1] <br> "FX Principal Conversion": [Applicable and "PFX" shall be the exchange rate [determined by reference to the relevant cross-rate] on the specified final FX [averaging/valuation] date[s] DIVIDED BY [[•], being] [the [average] [initial price/rate] of such exchange rate [determined by reference to the relevant cross-rate] [on the initial [averaging/valuation] date[s]], expressed as a percentage]] / [Not Applicable, $\mathrm{PFX}=1]$ |
| :---: | :---: | :---: |

any valuation period date during such final valuation period] DIVIDED BY [[•], being] the [average/highest/lowest] [initial price/level/price/rate/value] of such Reference Item [on the initial [averaging/valuation] date[s]/on any valuation period date during the initial valuation period], expressed as a percentage".
${ }^{39}$ By virtue of the Prospectus Supplement No. 2 dated 4 November 2016, the words "["Bermudan Observation Dates" $\left.=[\bullet]\right]$ " are deleted.

|  |  | "Relevant TOM Performance" means, in respect of a TOM Period $(t)$, [the RI TOM Performance of the Reference Item/the sum of the weighted RI TOM Performances for each of the Reference Items] for such TOM Period $(t)$ <br> "Relevant Principal Amount" ("RPA") means the CA multiplied by [•]\% multiplied by PFX <br> "RI TOM Performance" means, in respect of [the/a] Reference Item and a TOM Period $(t)$, the [level/price/rate/value] of such Reference Item on the final valuation date for such TOM Period DIVIDED BY the [initial price/level/price/rate/value] of such Reference Item on the initial valuation date for such TOM Period, expressed as a percentage <br> "TOM Period" means[, in respect of each specified mid date,] each period $(t)$ from (and including) the initial valuation date to (and including) the final valuation date for such mid date specified in the Table below: <br> TABLE |
| :---: | :---: | :---: |
|  |  | 1 $[\bullet]$ $[\bullet]$ $[\bullet]$ <br> $\cdots$ $[\bullet]$ $[\bullet]$ $[\bullet]$ <br> $[y]$ $[\bullet]$ $[\bullet]$ $[\bullet]$ <br> "TOM Reference Period" means the period from ([and including/but excluding]) [•] to ([and including/but excluding]) [•] <br> "TOM Value" means (i) the product of the RI TOM Performance for each of the TOM Periods MINUS 100\% PLUS (ii) the Fixed Return |


|  |  | [The Reference Item-Linked Redemption Amount shall be the "Non-Protected Put <br> Redemption Amount (Reverse Convertible)", determined as follows: |
| :--- | :--- | :--- |
| (i)[in the case of European Valuation, if Relevant Performance is less than <br> $100 \%$, an amount determined by reference to the following formula |  |  |
| [CA - (CA x Max [Performance Floor, (PR x Put Performance)])] |  |  |
| (ii)[otherwise, in the case of European Valuation, if Relevant Performance is <br> greater than or equal to 100\%, CA] |  |  |
| (iii)[in the case of American Valuation, if Observed Performance has at any <br> time been less than $100 \%$, an amount determined by reference to the <br> following formula |  |  |



[^26]

[^27]

|  |  | [The Reference Item-Linked Redemption Amount shall be the "Non-Protected Knock-in Put with Call Redemption Amount", determined as follows: <br> (i) [in the case of European Valuation, if Relevant Performance is less than the Put Barrier, an amount determined by reference to the following formula: <br> [CA - (CA x Max [Performance Floor ${ }_{\text {Put, }}\left(\right.$ PR $_{\text {Put }}$ X Put Performance $\left.)\right]$ )] <br> (ii) [in the case of European Valuation, if Relevant Performance is equal to or greater than the Put Barrier but less than the Call Barrier, CA] <br> (iii) [in the case of European Valuation, if Relevant Performance is equal to or greater than the Call Barrier, an amount determined by reference to the following formula: $\begin{gathered} {[\mathrm{CA}+(\mathrm{CA} \times \text { Max }[\text { Performance Floorcall }(\text { PRcall } \mathrm{x}} \\ \text { Call Performance })] \times \text { OFX })] \end{gathered}$ <br> (iv) [in the case of American Valuation, if Observed Performance has at any time been less than the Put Barrier and has never been greater than the Call Barrier, an amount determined by reference to the following formula: <br> [CA - (CA x Max [Performance Floor ${ }_{\text {Put }}$ ( $\mathrm{PR}_{\text {Put }} \mathrm{X}$ Put Performance $)$ <br> (v) [in the case of American Valuation, if Observed Performance has at all times been equal to or greater than the Put Barrier but less than the Call Barrier, CA] <br> (vi) [in the case of American Valuation, if Observed Performance has at any time been equal to or greater than the Call Barrier, an amount determined by reference to the following formula: <br> $[\mathrm{CA}+$ (CA x Max [Performance Floorcall, (PRcall X <br> Call Performance)] x OFX)] |
| :---: | :---: | :---: |

[^28]|  |  | (vii) [in the case of Bermudan Valuation, if Observed Performance has on any Bermudan Observation Date been less than the Put Barrier and has never been greater than the Call Barrier, an amount determined by reference to the following formula: <br> [CA - (CA x Max [Performance Floor ${ }_{\text {Put }}\left(\right.$ PR $_{\text {Put }}$ x Put Performance) <br> (viii) [in the case of Bermudan Valuation, if Observed Performance has on each Bermudan Observation Date been equal to or greater than the Put Barrier but less than the Call Barrier, CA] <br> (ix) [in the case of Bermudan Valuation, if Observed Performance has on any Bermudan Observation Date been equal to or greater than the Call Barrier, an amount determined by reference to the following formula: <br> $[C A+(C A x$ Max $[$ Performance Floorcall (PRcall $x$ <br> Call Performance)] x OFX)] <br> Where: <br> "Call Performance" means Relevant Performance MINUS Call Strike <br> "FX Option Conversion": [Applicable and "OFX" shall be the exchange rate [determined by reference to the relevant cross-rate] on the specified final FX [averaging/valuation] date[s] DIVIDED BY [[•], being] [the [average] [initial price/rate] of such exchange rate [determined by reference to the relevant cross-rate] [on the initial [averaging/valuation] date[s]], expressed as a percentage] / [Not Applicable, OFX = 1] <br> "Observed Performance" means, in respect of [the/a] Reference Item, the Observation Price [during the Observation Period/on the Bermudan Observation Date] DIVIDED BY [[•], being] the [average/highest/lowest ${ }^{48}$ ] [initial price/level/price/rate/value] of such Reference Item [on the initial averaging/valuation] date[s]/on any valuation period date during the initial valuation period $\left.{ }^{49}\right]$, expressed as a percentage <br> "Performance" means, in respect of [the/a] Reference Item and the specified final [[averaging/valuation] date[s]/valuation period], the [average/highest/lowest] [level/price/rate/value] of such Reference Item [on such specified final [averaging/valuation] date[s]/on any valuation period date during such final valuation period] DIVIDED BY [[•], being] the [average/highest/lowest] [initial price/level/price/rate/value] of such Reference Item [on the initial [averaging/valuation] date[s]/on any valuation period date during the initial valuation period], expressed as a percentage ${ }^{50}$ <br> "Put Performance" means Put Strike MINUS Relevant Performance |
| :---: | :---: | :---: |

[^29]


[^30]|  |  | (vi) [in the case of American Valuation, if Observed Performance has at any time been equal to or greater than the Call Barrier, an amount determined by reference to the following formula: $\begin{gathered} {\left[\mathrm{CA}+\left(\mathrm { CA } x \text { Max } \left[\text { Performance Floor }{ }_{\text {Call }}\left(\mathrm{PR}_{\text {Call }} \mathrm{x} \text { Capped Performance }\right)\right.\right.\right.} \\ \mathrm{x} \mathrm{OFX}] \end{gathered}$ <br> (vii) [in the case of Bermudan Valuation, if Observed Performance has on any Bermudan Observation Date been less than the Put Barrier and has never been greater than the Call Barrier, an amount determined by reference to the following formula: $\left[C A-\left(C A x \text { Max }\left[\text { Performance } \text { Floor }_{\text {Put }}\left(\text { PR }_{\text {Put }} \times \text { Put Performance }\right)\right]\right)\right.$ <br> (viii) [in the case of Bermudan Valuation, if Observed Performance has on each Bermudan Observation Date been equal to or greater than the Put Barrier but less than the Call Barrier, CA] <br> (ix) [in the case of Bermudan Valuation, if Observed Performance has on any Bermudan Observation Date been equal to or greater than the Call Barrier, an amount determined by reference to the following formula: $\begin{gathered} {\left[\mathrm{CA}+\left(\mathrm{CAx} \text { Max [Performance Floor }{ }_{\text {Call }}\left(\mathrm{PR}_{\text {Call }} \mathrm{x} \text { Capped Performance }\right)\right.\right.} \\ \mathrm{x} \text { OFX }] \end{gathered}$ <br> Where: <br> "Call Performance" means Relevant Performance MINUS Call Strike <br> "Capped Performance" means lesser of the Performance Cap and the Call Performance <br> "FX Option Conversion": [Applicable and "OFX" shall be the exchange rate [determined by reference to the relevant cross-rate] on the specified final FX [averaging/valuation] date[s] DIVIDED BY [[•], being] [the [average] [initial price/rate] of such exchange rate [determined by reference to the relevant cross-rate] [on the initial [averaging/valuation] date[s]], expressed as a percentage] / [Not Applicable, OFX = 1] <br> "Observed Performance" means, in respect of [the/a] Reference Item, the Observation Price [during the Observation Period/on the Bermudan Observation Date] DIVIDED BY [[•], being] the [average/highest/lowest ${ }^{52}$ ] [initial price/level/price/rate/value] of such Reference Item [on the initial averaging/valuation] date[s]/on any valuation period date during the initial valuation period $\left.{ }^{53}\right]$, expressed as a percentage <br> "Performance" means, in respect of [the/a] Reference Item and the specified final [[averaging/valuation] date[s]/valuation period], the [average/highest/lowest] [level/price/rate/value] of such Reference Item [on such specified final [averaging/valuation] date[s]/on any valuation period date during such final |
| :---: | :---: | :---: |

[^31]| 55 |  | valuation period] DIVIDED BY [[•], being] the [average/highest/lowest] [initial price/level/price/rate/value] of such Reference Item [on the initial [averaging/valuation] date[s]/on any valuation period date during the initial valuation period], expressed as a percentage ${ }^{54}$ <br> "Put Performance" means Put Strike MINUS Relevant Performance <br> "Relevant Performance" means [the Performance of the Reference Item/the sum of the weighted Performances for each of the Reference Items/the [ $\bullet$ ] highest Performance of any Reference Item] <br> "Valuation" means [American/Bermudan/European] Valuation |
| :---: | :---: | :---: |


|  |  | [The Reference Item-Linked Redemption Amount shall be the "Non-Protected Knock-in Put with Call Redemption Amount (Booster)", determined as follows: <br> (i) <br> ${ }^{56}$ if [Relevant/Observed] ${ }^{57}$ Performance of the Put Element [is/has at all times been/has on all Bermudan Observation Dates been] ${ }^{58}$ less than the Put Barrier and [Relevant/Observed] ${ }^{59}$ Performance of the Call Element [is/has at all times been/has on all Bermudan Observation Dates been] ${ }^{60}$ less than the Call Barrier, an amount determined by reference to the following formula: |
| :---: | :---: | :---: |

[^32]"

## [CA - (CA x Max [Performance Floor Put, $^{\text {( }}$ PR $_{\text {Put }}$ x Put Performance)])]

(ii) ${ }^{61}$ if [Relevant/Observed] ${ }^{62}$ Performance of the Put Element [is/has at any time been/has on any Bermudan Observation Date been] ${ }^{63}$ equal to or greater than the Put Barrier and [Relevant/Observed ${ }^{64}$ Performance of the Call Element [is/has at any time been/has on any Bermudan Observation Date been $]^{65}$ less than the Call Barrier, CA]
(iii) ${ }^{66}$ if [Relevant/Observed] ${ }^{67}$ Performance of the Call Element [is/has at all times been/has on all Bermudan Observation Dates been] ${ }^{68}$ equal to or greater than the Call Barrier and [Relevant/Observed] ${ }^{69}$ Performance of the Put Element [is/has at all times been/has on all Bermudan Observation Dates been $]^{70}$ equal to or greater than the Put Barrier, an amount determined by reference to the following formula:

$$
\begin{gathered}
{[\mathrm{CA}+(\mathrm{CA} \times \mathrm{Max}[\text { Performance Floor }} \\
\text { Celll },\left(\mathrm{PR}_{\text {Call }} \times\right. \text { Call } \\
\hline \text { Cormance })] \mathrm{OFX})]
\end{gathered}
$$

(iv) otherwise ${ }^{71}$, an amount determined by reference to the following formula:

$$
\left[\text { CA - (CA x Max }\left[\text { Performance } \text { Floor }_{\text {Put, }}\left(\mathrm{PR}_{\text {Put }} \times \text { Put Performance }\right)\right]\right)+
$$ (CA x Max [Performance Floor ${ }_{\text {Call, }}\left(\mathrm{PR}_{\text {Call }} \mathrm{x}\right.$ Call Performance)] x OFX)] 72

Where:
"Call Performance" means Relevant Performance of Call Element MINUS Call Strike
"FX Option Conversion": [Applicable and "OFX" shall be the exchange rate [determined by reference to the relevant cross-rate] on the specified final FX [averaging/valuation] date[s] DIVIDED BY [[ $\bullet$ ], being] [the [average] [initial price/rate] of such exchange rate [determined by reference to the relevant cross-rate] [on the initial [averaging/valuation] date[s]], expressed as a percentage] / [Not Applicable, $\mathrm{OFX}=1$ ]
"Observed Performance" means, in respect of [the/a] Reference Item, the Observation Price [during the Observation Period/on the Bermudan Observation

[^33]| 76 |  | Date] DIVIDED BY [[•], being] the [average/highest/lowest ${ }^{73}$ ] [initial price/level/price/rate/value] of such Reference Item [on the initial averaging/valuation] date[s]/on any valuation period date during the initial valuation period $\left.{ }^{74}\right]$, expressed as a percentage <br> "Performance" means, in respect of [the/a] Reference Item comprising the Put Element or the Call Element and the specified final [[averaging/valuation] date[s]/valuation period], the [average/highest/lowest] [level/price/rate/value] of such Reference Item [on such specified final [averaging/valuation] date[s]/on any valuation period date during such final valuation period] DIVIDED BY [[•], being] the [average/highest/lowest] [initial price/level/price/rate/value] of such Reference Item [on the initial [averaging/valuation] date[s]/on any valuation period date during the intial valuation period], expressed as a percentage ${ }^{75}$ <br> "Put Performance" means Put Strike MINUS Relevant Performance of Put Element <br> "Relevant Performance" means [the Performance of the Reference Item comprising the Put Element or the Call Element, as the case may be/the sum of the weighted Performances for each of the Reference Items comprising the Put Element or the Call Element, as the case may be/the [•] highest Performance of the Reference Items comprising the Put Element or the Call Element, as the case may be] <br> "Valuation" means [American/Bermudan/European] Valuation |
| :---: | :---: | :---: |

## [The Reference Item-Linked Redemption Amount shall be the "General

[^34]

[^35]|  |  | applicable] <br> TABLE <br> [In respect of General Redemption Component [ 0 ]: ${ }^{78}$ |  |  |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  |  | Performance Interval Number ( $m$ ) | Starting <br> Performance Interval Point | Ending <br> Performance Interval Point | Participation Rate | Digital <br> Level |
|  |  | (insert number i.e <br> 1, 2 etc. starting with lowest <br> Performance <br> Interval Point) <br> (Repeat for each | repeat each <br> General Re | each Perfor <br> tion Compo | e Interval)] <br> 79 | [•] |


|  |  | [The Reference Item-Linked Redemption Amount shall be the "Barrier Bond Redemption Amount" determined by reference to the following formula: CA x [(1 - Relevant Weighting) - UC] x PFX <br> For the purposes of the above: <br> "Barrier Event" means, in respect of a Reference Item, the [Observation/Reference] Price of such Reference Item has at any time been [less than/equal to or greater than] the relevant Barrier Level <br> "Barrier Level" means, in respect of a Reference Item, [•]\% of the [average/highest/lowest ${ }^{80}$ ] [initial price/level/price/rate/value] of such Reference Item [on the initial [averaging/valuation] date[s]/on any valuation period date during the initial valuation period $]^{81}$ <br> "FX Principal Conversion": [Applicable and "PFX" shall be the [©] exchange rate [determined by reference to the relevant cross-rate] on the specified final FX [averaging/valuation] date[s] DIVIDED BY [[•]], being] [the [average] [initial price/rate] of such exchange rate [determined by reference to the relevant cross-rate] [on the initial [averaging/valuation] date[s]], expressed as a percentage]] / [Not Applicable, $\mathrm{PFX}=1]$ <br> ["Observation Price" means, in respect of a Reference Item, the [level/price/rate/value] of such Reference Item (observed continuously) during the observation period] |
| :---: | :---: | :---: |

[^36]\(\left.$$
\begin{array}{|c|l|l|}\hline & & \begin{array}{l}\text { ["Reference Price" means, in respect of a Reference Item, the } \\
\text { [level/price/rate/value] of such Reference Item on any valuation date during the } \\
\text { valuation period] }\end{array}
$$ <br>
"Relevant Weighting" means the sum of the weightings of each of the Reference <br>

Items in respect of which a Barrier Event has occurred\end{array}\right\}\)| "UC" means a pro rata portion of the sum of all costs and expenses, taxes and duties |
| :--- |
| incurred by the Issuer and/or its affiliates or agents in connection with the |
| redemption of the Notes and/or the termination of hedging transactions in relation |
| to the Notes |


|  |  | [Valuation <br> (In relation to Non-Protected K repeat the following sections a Element) (In relation to Genera as necessary for each General <br> [Redemption Valuation Provisi Valuation Provisions relating to <br> ["initial valuation date" <br> ["initial averaging dates" <br> ["initial valuation period" <br> ["valuation period dates" for the initial valuation period <br> ["final valuation date" <br> ["final averaging dates" <br> ["final valuation period" | $\begin{aligned} & \text { k-in } 1 \\ & \text { cessa } \\ & \text { lempt } \end{aligned}$ | with Call Redemption Amount (Booster), or each of the Call Element and the Put <br> $n$ Amount, repeat the following sections Component) <br> o the [Put/Call] Element:] [Redemption demption Component [ $\bullet$ ]: $]^{82}$ <br> [-] (subject to postponement)] <br> [•], [•] and [•] (subject to [[modified] postponement omission])] <br> from ([but excluding/and including]) <br> [•] to ([and including/but excluding]) $\left.[\bullet]^{83}\right]$ <br> Each $[\bullet][,[\bullet]$ and $[\bullet]]$ falling during the initial valuation period (each such date subject to [[modified] postponement / omission])] $]^{84}$ <br> (subject to postponement)] <br> [•], [•] and [•] (subject to [[modified] postponement omission])] <br> from ([but excluding/and including]) [•] to ([and including/but excluding]) [ $[\bullet]$ /he specified final valuation date $\left.]^{85}\right]$ |
| :---: | :---: | :---: | :---: | :---: |

[^37]

|  |  | [FX Principal Conversion: Applicable |  |  |
| :---: | :---: | :---: | :---: | :---: |
|  |  | ["initial valuation date" | $=$ | [•] (subject to postponement)] |
|  |  | ["initial averaging dates" | $=$ | [•], [•] and [•] (subject to postponement)] |
|  |  | ["final valuation date" | $=$ | [Ө] (subject to postponement)]] |
|  |  | ["final averaging dates" |  | [•], [セ] and [•] (subject to postponement)]] |
|  |  | [FX Option Conversion: Applicable |  |  |
|  |  | ["initial valuation date" |  | [•] (subject to postponement)] |
|  |  | ["initial averaging dates" |  | $[\bullet], \quad[\bullet]$ and $[\bullet]$ (subject to postponement)] |
|  |  | ["final valuation date" | $=$ | [ヤ] (subject to postponement)]] |

[^38]|  |  | ["final averaging dates" | $=$$[\bullet], \quad[\bullet]$ and <br> postponement)] | $[\bullet]$ (subject to |
| :--- | :--- | :--- | :--- | :--- | :--- | :--- |

\(\left.$$
\begin{array}{|c|l|l|}\hline & \begin{array}{l}\text { [Inflation-Linked Notes: Adjustments } \\
\text { The terms and conditions of the Notes contain provisions, as applicable, relating to } \\
\text { events affecting the Reference Item, modification or cessation of the Reference Item } \\
\text { and provisions relating to subsequent corrections of the level of the Reference Item } \\
\text { and details of the consequences of such events. Such provisions may permit the } \\
\text { Issuer either to require the calculation agent to determine a substitute level for the } \\
\text { Reference Item by reference to the terms of a reference bond or by reference to the } \\
\text { most recently published level of the Reference Item or to cancel the Notes and to } \\
\text { pay an amount equal to the early redemption amounts as specified above.] }\end{array}
$$ <br>
[Reference Item-Linked Notes which are Index-Linked Notes, Equity-Linked Notes, <br>
Fund-Linked Notes, Currency-Linked Notes or Commodity-Linked Notes: Disrupted <br>

Days, Market Disruption Events and Adjustments\end{array}\right\}\)| The terms and conditions of the Notes contain provisions, as applicable, relating to |
| :--- |
| events affecting the Reference Item(s), modification or cessation of the Reference |
| Item(s) and market disruption provisions and provisions relating to subsequent |
| corrections of the level of the Reference Item(s) and details of the consequences of |
| such events. Such provisions may permit the Issuer either to require the calculation |
| agent to determine what adjustments should be made following the occurrence of |
| the relevant event (which may include deferment of any required valuation or |
| payment or the substitution of a substitute reference item) or to cancel the Notes and |
| to pay an amount equal to the early redemption amount as specified above.] |

"

## [Redemption following the occurrence of a Credit Event

Notwithstanding the above provisions, [Single Reference Entity CLNS: if a credit event determination date occurs in relation to the reference entity, the Issuer will redeem the Notes, each Note being redeemed at the Credit Event Redemption Amount on the Credit Event Redemption Date.][First-to-Default CLNs: if a credit event determination date occurs in relation to any of the specified reference entities, the Issuer will redeem the Notes, each Note being redeemed at the Credit Event Redemption Amount on the Credit Event Redemption Date.][Nth-to-Default CLNs: if a credit event determination date occurs in relation to [nth] reference entities (a "Trigger"), the Issuer will redeem the Notes, each Note being redeemed at the Credit Event Redemption Amount on the Credit Event Redemption Date (each determined in relation only to the Reference Entity in respect of which a credit event determination date has occurred which causes the Trigger to occur)][Portfolio $C L N s$ : if a credit event determination date has occurred in respect of any specified reference entity the Issuer will redeem the Notes, each Note being redeemed at the Credit Event Redemption Amount on the Credit Event Redemption Date.]
"Credit Event Redemption Date" means [Other than Portfolio CLNs: the day falling [three/other] Business Days after (i) the calculation of the final price[,] [or] (ii) the auction final price determination date, provided that the Credit Event Redemption Date shall not fall earlier than the auction settlement date [Zero/Set Recovery Notes:, or (iii) the credit event determination date], in each case in respect of the reference entity the occurrence of a credit event determination date in respect


Note's pro rata share of [Single Reference Entity/First-to-Default/Nth-to-Default CLNs: $($ RENA $\times \mathrm{FP})-\mathrm{UC}][$ Portfolio CLNs:

$$
\left.\left(\sum_{1 \ldots n}^{n} \operatorname{RENA}_{\mathrm{u}, \mathrm{i}}\right)+\left(\sum_{1 \ldots n}^{n} \operatorname{RENA}_{\mathrm{A}, \mathrm{i}} \times \mathrm{FP}_{\mathrm{A}, \mathrm{i}}\right)-\mathrm{UC} ;\right]
$$

[Tranched Portfolio CLNs: in relation to each Calculation Amount equal to

$$
(\mathrm{CA} \times[100 \%-\text { Aggregate Portfolio Loss }])-\text { TUC }]
$$

Where:
["Aggregate Portfolio Loss" means, in respect of a day, a percentage, floored at zero per cent. and capped at 100 per cent., determined by the Calculation Agent by reference to the following formula calculated as of such day:

$$
\left.\frac{\mathrm{LP}-\mathrm{AP}}{\mathrm{DP}-\mathrm{AP}} ;\right]
$$

["AP" is the Attachment Point, being [ $\bullet$ ] ; ;
["DP" is the Detachment Point, being [ 0 ]\%;
["LP" means the Loss Percentage being, in respect of a day, a fraction expressed as a percentage, determined by the Calculation Agent by reference to the following formula calculated as of such day:

$$
\left.\left[\sum_{1 \ldots n}^{n} R E N A_{A, i} \times\left(1-F P_{A, i}\right)\right] /\left[\sum_{1 \ldots n}^{n} R E N A_{u, i}+\sum_{1 . . . n}^{n} R E N A_{A, i}\right] ;\right]
$$

["TUC" means each Note's pro rata portion of the Unwind Costs;]
"RENA" is the Reference Entity Notional Amount[, with "RENA $A_{u, i}$ " being the Reference Entity Notional Amount in respect of any Reference Entity for which a credit event determination date has not occurred and being deemed to be zero for all other Reference Entities and "RENA ${ }_{A,}$," is the Reference Entity Notional Amount in respect of any Reference Entity for which a credit event determination date has occurred and being deemed to be zero for all other Reference Entities];
"FP" is [the final price or the auction final price, which shall not be greater than $100 \%$ ] [specify the Set/Zero Recovery Price][, with "FP $\mathbf{P}_{\mathrm{A}, \mathrm{i}}$ " being such value in respect of the Reference Entity for which a credit event determination date has occurred];
"UC" is [specify][an amount determined by the Calculation Agent equal to the aggregate sum of (without duplication) all costs (including loss of funding), fees, charges, expenses, tax and duties incurred by the Issuer and/or any of its Affiliates in connection with the redemption or credit settlement of the Notes and the related termination, settlement or re-establishment of any hedging arrangements]; and
[" $\mathbf{n}$ " is the number of Reference Entities.]
The Credit Event Redemption Amount shall not be less than zero]

| $[$ C.19 | Exercise <br> price/final <br> reference price | See Element C.18 above.] |
| :--- | :--- | :--- |
| (Applicable <br> for Annex <br> XII $)$ |  |  |


| [C. 20 <br> (Applicable <br> for Annex <br> XII) | Underlying | [The Reference [Entity is/Entities are] [insert details of each Reference Entity, including, where relevant, the Reference Entity Notional Amount].] <br> [In respect of [interest] [and] [redemption] [the [Call/Put] Element] [General Redemption Component [ $\bullet$ ]] [and] [FX ${ }^{89}$ [Principal/Option] Conversion] [the/each] Reference Item specified under the heading "Description of Reference Item[s]" in the Table below, being the type of Reference Item specified under the heading "Classification" in the Table below. |  |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: |
|  |  | Description of Reference Item[s] | Classification | Electronic <br> [ $\mathbf{P} / \mathrm{p}]$ age[s] | [Weight |
|  |  | [•] (NB: Include all Currency Pairs for any cross-rates and the method of calculation of each crossrate) | [Underlying <br> Rate] <br> [[Inflation] <br> Index] <br> [Equity Security <br> [(which is an ETF <br> Share)]] [Fund <br> Interest] [FX <br> Rate] <br> [Commodity] | [•] [and [•]] | [-]] |

(specify for each Reference Item, for interest and/or redemption separately (if applicable), for each Put or Call Element relating to a payout, for each General Redemption Component ${ }^{90}$ and for FX Interest Conversion, FX Principal Conversion and/or FX Option Conversion (if applicable))]
[Information relating to [the Reference [Entit[y/ies]/Item[s]]] [and] [the Currency Pair(s) comprising the Reference Item[s]] [is available from internationally recognised published or electronically displayed sources such as Bloomberg and any web-site of [the/each] Reference Entity/can be obtained from the electronic page[s] specified under the heading "Electronic [P/p]age[s]" for such Reference Item[s] in the Table above [and from [[৫]/other internationally recognised published or electronically displayed sources]].]

| $[$ C.21 | Market where <br> Notes will be <br> traded and for | [Application has been made to the [Irish Stock Exchange plc]/[the Nasdaq <br> Copenhagen A/S]/[the Nasdaq Stockholm AB]/[the Nasdaq Helsinki Oy]/[the <br> Nordic Growth Market NGM AB [(NDX [Sweden/Finland])]] / [the Luxembourg |
| :--- | :--- | :--- |

[^39]

## Section D- Risks

| Element | Title |  |
| :---: | :---: | :---: |
| D. 2 | Key risks specific to the Issuer | In purchasing Notes, investors assume the risk that the Issuer may become insolvent or otherwise be unable to make all payments due in respect of the Notes. There is a wide range of factors which individually or together could result in the Issuer becoming unable to make all payments due in respect of the Notes. It is not possible to identify all such factors or to determine which factors are most likely to occur, as the Issuer may not be aware of all relevant factors and certain factors which it currently deems not to be material may become material as a result of the occurrence of events outside the Issuer's control. The Issuer has identified in the Base Prospectus a number of factors which could materially adversely affect its business and ability to make payments due under the Notes. These factors include: <br> - the Group is exposed to a number of risks, the categories of which are credit risk, market risk, liquidity risk, operational risk, litigation and regulatory risk, insurance risk, pension risk and business risk; <br> - regulatory changes could materially affect the Issuer's business; <br> - the Issuer faces increased capital and liquidity requirements as a result of the Basel III Framework; <br> - the implementation of a bank recovery and resolution directive or the taking any action under it could materially affect the value of any Notes; <br> - the Group may have to pay additional amounts under deposit guarantee schemes or resolution funds; and <br> - the Group may be affected by general economic and geopolitical conditions. |


| D. [3/6] <br> (D. 3 <br> applicable for <br> Annexes $V$ <br> and XIII) <br> (D. 6 <br> applicable for <br> Annex XII) | Key information on key risks specific to the Notes | The Issuer believes that the factors summarised below represent the principal risks inherent in investing in the Notes, but the Issuer may be unable to pay amounts on or in connection with any Notes for other reasons which may not be considered significant risks by the Issuer based on information currently available to it and which it may not currently be able to anticipate. |
| :---: | :---: | :---: |
|  |  | [Notes may involve a high degree of risk. There are certain factors which are material for the purpose of assessing the market risks associated with investing in the Notes, which include, without limitation, the following: an active secondary market in respect of the Notes may never be established or may illiquid |


|  |  |
| :---: | :---: |
|  |  |
|  |  |

and this would adversely affect the value at which an investor could sell its Notes, if an investor holds Notes which are not denominated in the investor's home currency, it will be exposed to movements in exchange rates adversely affecting the value of its holding and the imposition of exchange controls could result in an investor not receiving payment on those Notes, the market value of the Notes will be affected by a number of factors independent of the creditworthiness of the Issuer, credit ratings assigned to the Issuer may not reflect all the risks associated with an investment in the Notes, the Notes may not be a suitable investment for all investors, [because the global Notes are held by or on behalf of Euroclear Bank S.A./N.V. and Clearstream Banking S.A., investors will have to rely on the clearing system procedures for transfer, payment and communication with the Issuer/because the VP Systems Notes are dematerialised securities, investors will have to rely on the clearing system procedures for transfer, payment and communication with the Issuer,] [investors who purchase Notes in denominations that are not an integral multiple of the Specified Denomination may be adversely affected if definitive Notes are subsequently required to be issued,] the recognition as eligible collateral for the Eurosystem and intra-day credit operations by the Eurosystem of New Global Notes is dependent upon satisfaction of the Eurosystem eligibility criteria at the relevant time, [there is no taxation gross-up in respect of the Notes,] taxes and expenses may be payable by holders in connection with the Notes, there may be withholding under the EU Savings Directive, U.S. Foreign Account Tax Compliance Act withholding may affect payments on the Notes, the Hiring Incentives to Restore Employment Act withholding may affect payments on the Notes, the proposed financial transactions tax may apply in respect of certain dealings in Notes, the Terms and Conditions of the Notes contain provisions which may permit their modification without the consent of all investors, the value of the Notes could be adversely affected by a change in applicable laws or administrative practice, the Issuer has issued covered bonds and if any relevant claims in respect of these covered bonds are not met out of the pool of assets or the proceeds arising from it, any remaining claims will subsequently rank pari passu with the Issuer's obligations under the Notes.

In addition, there are certain factors which are material for the purpose of assessing the risks relating to the structure of the Notes, which include, without limitation, the following: [as the Issuer has the right to redeem the Notes at its option, this may limit the market value of the Notes and an investor may not be able to reinvest the redemption proceeds in a manner which achieves a similar effective return] [and] [if the Issuer's obligations under the Notes become illegal, the Issuer may redeem the Notes] [and] [the value of Fixed Rate Notes may be affected by movements in market interest rates] [and] [investors in Capped Floating Rate Notes will not benefit from increases in reference rates which would apply to Variable Rate Notes with no cap] [and] [Variable Rate Notes may be volatile investments] [and] [where a Rate of Interest is determined in conjunction with a multiplier or other leverage factor, the effect of changes will be enhanced] [and] [interest is accumulated during the term of the Notes and is only paid on or about the Maturity Date] [and] [Notes which are issued at a substantial discount or premium may experience price volatility in response to changes in market interest rates]
[There are certain additional risks associated with Notes linked to the Reference Item[s]: prospective investors in the Notes should understand the risks of transactions involving the Notes and should reach an investment decision only after careful consideration, with their advisers, of the suitability of the Notes in

|  |  | light of their particular financial circumstances, the information set forth in the Base Prospectus and the information regarding the Notes and the Reference Item[s] to which [the value of, or payments in respect of,] the Notes relate. Fluctuations in the value and/or volatility of [the Reference Item[s]/obligations issued or guaranteed by the Reference Entity] may affect the value of the Notes. Investors may risk losing their entire investment. Investors will have no claim against any Reference Item. Hedging arrangements of the Issuer may affect the value of the Notes and there may be conflicts of interest in respect of the Notes. [Market disruptions or other adjustment events may occur in respect of the Reference Item[s] which may result in valuations and/or payments being delayed, the Notes may be subject to adjustment (including, without limitation, that the relevant Reference Item may be substituted) or the Notes may be redeemed early.] <br> The Notes will represent an investment linked to [the performance of] the Reference Item[s] and prospective investors should note that the return (if any) on their investment in the Notes will depend upon [the performance of] the Reference Item[s].] |
| :---: | :---: | :---: |
|  |  | [There are certain additional risks associated with Credit-Linked Notes: prospective investors in the Notes should understand the risks of transactions involving the Notes and should reach an investment decision only after careful consideration, with their advisers, of the suitability of the Notes in light of their particular financial circumstances, the information set forth in the Base Prospectus and the information regarding the Notes and the Reference Entit[y][ies] to which the value of and payments in respect of the Notes relate. Fluctuations in the value and/or volatility of obligations issued or guaranteed by a Reference Entity may affect the value of the Notes and the occurrence of a Credit Event in respect of a Reference Entity will reduce the amount of interest and principal payable and may alter the timing of redemption. Investors may risk losing their entire investment. Investors will have no claim against any Reference Entity. Hedging arrangements of the Issuer may affect the value of the Notes and there may be conflicts of interest in respect of the Notes. The terms of the Notes may change by reference to market convention and as a result of determinations made by a relevant Credit Derivatives Determination Committee. A Reference Entity may be replaced due to events beyond the control of the Issuer. The risk associated with the Notes may increase as a result of changes to the Notes after the issue date.] |
| [D. 6 <br> (Applicable for Annex XII) | Risk Warning | THE AMOUNT PAID ON REDEMPTION OF THE NOTES MAY BE LESS THAN THE PRINCIPAL AMOUNT OF THE NOTES, TOGETHER WITH ANY [ACCRUED] INTEREST, AND MAY IN CERTAIN CIRCUMSTANCES BE ZERO. INVESTORS MAY LOSE THE VALUE OF THEIR ENTIRE INVESTMENT, OR PART OF IT, AS THE CASE MAY BE.] |

## Section E-Offer

| Element | Title |  |
| :--- | :--- | :--- |
| E.2b | Reasons for offer <br> and use of <br> proceeds when | The net proceeds from each issue of Notes will be applied by the Issuer to meet <br> part of its general financing requirements. |


| (Applicable <br> for Annexes <br> $V$ and XII) | different from making profit and/or hedging certain risks |  |
| :---: | :---: | :---: |
| E. 3 <br> (Applicable <br> for Annexes $V$ <br> and XII) | Terms and conditions of the offer | [Not Applicable - The offer relating to the Notes is an Exempt Offer.] <br> [This issue of Notes is being offered in a Non-Exempt Offer in [Denmark / Finland / Ireland / Germany / Luxembourg / Norway / Sweden / the United Kingdom]. <br> The issue price of the Notes is [•] per cent. of their principal amount. <br> [Summarise other details of any non-exempt offer, copying the language from items 14(iv) - 14(vii) and 15 of Part B of the Final Terms.] <br> An Investor intending to acquire or acquiring any Notes in a Non-exempt Offer from an Authorised Offeror will do so, and offers and sales of such Notes to an Investor by such Authorised Offeror will be made, in accordance with any terms and other arrangements in place between such Authorised Offeror and such Investor including as to price, allocations and settlement arrangements.] |
| E. 4 <br> (Applicable <br> for Annexes <br> $V$, XII and <br> XIII) | Interests material to the issue/offer, including conflicting interests | [Not Applicable - So far as the Issuer is aware, no person involved in the issue of the Notes has an interest material to the offer.] <br> [The [Authorised Offeror[s]] will be paid aggregate commissions equal to [•] per cent. of the principal amount of the Notes. So far as the Issuer is aware, no other person involved in the issue of the Notes has an interest material to the offer.] |
| E. 7 | Expenses charged to the investor | No expenses are being charged to an investor by the Issuer [or [the/any] Authorised Offeror]. [However, expenses may be charged by [an/the] Authorised Offeror [in the range between [ $\bullet$ ] per cent. and [ $\bullet$ ] per cent.] of the nominal amount of the Notes to be purchased by the relevant investor.] |


[^0]:    ${ }^{1}$ In the Danske Bank Group's annual report as at and for the year ending 31 December 2016, the comparative figures for the year ended 31 December 2015 were restated. Element B. 12 and note 2 in the Annual Report 2016 reflect the restatements for the year 2015. By virtue of the Prospectus Supplement No. 3 dated 13 February 2017, the words "31 December 2015" and "30 September 2016" in "Statement of no material adverse change" and "Description of significant changes to financial or trading position" have been deleted and the words " 31 December 2016" are substituted therefore and changes have been made in the section "Selected historical key financial information" to reflect the publication of the consolidated audited annual financial statements as at and for the year ended 31 December 2016.

[^1]:    ${ }^{2}$ In the Danske Bank Group's annual report as at and for the year ending 31 December 2016, the comparative figures for the year ended 31 December 2015 were restated. Element B. 12 and note 2 in the Annual Report 2016 reflect the restatements for the year 2015. By virtue of the Prospectus Supplement No. 3 dated 13 February 2017, the words " 31 December 2015" and "30 September 2016" in "Statement of no material adverse change" and "Description of significant changes to financial or trading position" have been deleted and the words " 31 December 2016" are substituted therefore and changes have been made in the section "Selected historical key financial information" to reflect the publication of the consolidated audited annual financial statements as at and for the year ended 31 December 2016.

[^2]:    ${ }^{3}$ By virtue of the Prospectus Supplement No. 2 dated 4 November 2016, the words "highest/lowest" are inserted.
    ${ }^{4}$ By virtue of the Prospectus Supplement No. 2 dated 4 November 2016, the words"/on any valuation period date during the initial valuation period" are inserted.

[^3]:    ${ }^{5}$ By virtue of the Prospectus Supplement No. 2 dated 4 November 2016, the words "(each valuation date during such period subject to [[modified] postponement / omission]) " are deleted.
    ${ }^{6}$ By virtue of the Prospectus Supplement No. 2 dated 4 November 2016, the definition of "Valuation Period Dates" is inserted.

[^4]:    ${ }^{7}$ By virtue of the Prospectus Supplement No. 2 dated 4 November 2016, the words "highest/lowest" are inserted.
    ${ }^{8}$ By virtue of the Prospectus Supplement No. 2 dated 4 November 2016, the words "/on any valuation period date during the initial valuation period" are inserted.

[^5]:    ${ }^{9}$ By virtue of the Prospectus Supplement No. 2 dated 4 November 2016, the words "(each valuation date during such period subject to [[modified] postponement / omission]) " are deleted.
    ${ }^{10}$ By virtue of the Prospectus Supplement No. 2 dated 4 November 2016, the definition of "Valuation Period Dates" is inserted.

[^6]:    ${ }^{11}$ By virtue of the Prospectus Supplement No. 2 dated 4 November 2016, the words "highest/lowest" are inserted.
    ${ }^{12}$ By virtue of the Prospectus Supplement No. 2 dated 4 November 2016, the words "/on any valuation period date during the initial valuation period" are inserted.

[^7]:    ${ }^{13}$ By virtue of the Prospectus Supplement No. 2 dated 4 November 2016, the words "highest/lowest" are inserted.
    ${ }^{14}$ By virtue of the Prospectus Supplement No. 2 dated 4 November 2016, the words "/on any valuation period date during the initial valuation period" are inserted.

[^8]:    ${ }^{15}$ By virtue of the Prospectus Supplement No. 2 dated 4 November 2016, the definition of "Performance" is deleted and the following substituted therefor: ""Performance" means, in respect of [the/a] Reference Item and the specified final [[averaging/valuation] date[s]/valuation period], the [average/highest/lowest] [level/price/rate/value] of such Reference Item [on such specified final [averaging/valuation] date[s]/on any valuation period date during such final valuation period] DIVIDED BY [[ $\bullet$ ], being] the [average/highest/lowest] [initial price/level/price/rate/value] of such Reference Item [on the initial [averaging/valuation] date[s]/on any valuation period date during the initial valuation period], expressed as a percentage".

[^9]:    ${ }^{16}$ By virtue of the Prospectus Supplement No. 2 dated 4 November 2016, the definition of "Performance" is deleted and the following substituted therefor: ""Performance" means, in respect of [the/a] Reference Item and the specified final [[averaging/valuation] date[s]/valuation period], the [average/highest/lowest] [level/price/rate/value] of such Reference Item [on such specified final [averaging/valuation] date[s]/on any valuation period date during such final valuation period] DIVIDED BY [[•], being] the [average/highest/lowest] [initial price/level/price/rate/value] of such Reference Item [on the initial [averaging/valuation] date[s]/on any valuation period date during the initial valuation period], expressed as a percentage".

[^10]:    ${ }^{17}$ By virtue of the Prospectus Supplement No. 2 dated 4 November 2016, the definition of "Performance" is deleted and the following substituted therefor: ""Performance" means, in respect of [the/a] Reference Item and the specified final [[averaging/valuation] date[s]/valuation period], the [average/highest/lowest] [level/price/rate/value] of such Reference Item [on such specified final [averaging/valuation] date[s]/on any valuation period date during such final valuation period] DIVIDED BY [[•], being] the [average/highest/lowest] [initial price/level/price/rate/value] of such Reference Item [on the initial [averaging/valuation] date[s]/on any valuation period date during the initial valuation period], expressed as a percentage

[^11]:    ${ }^{18}$ By virtue of the Prospectus Supplement No. 2 dated 4 November 2016, the definition of "Performance" is deleted and the following substituted therefor: ""Performance" means, in respect of [the/a] Reference Item and the specified final [[averaging/valuation] date[s]/valuation period], the [average/highest/lowest] [level/price/rate/value] of such Reference Item [on such specified final [averaging/valuation] date[s]/on any valuation period date during such final valuation period] DIVIDED BY [[•], being] the [average/highest/lowest] [initial price/level/price/rate/value] of such Reference Item [on the initial [averaging/valuation] date[s]/on any valuation period date during the initial valuation period], expressed as a percentage".

[^12]:    ${ }^{19}$ By virtue of the Prospectus Supplement No. 2 dated 4 November 2016, the definition of "Performance" is deleted and the following substituted therefor: ""Performance" means, in respect of a Reference Item and the specified final [[averaging/valuation] date[s]/valuation period], the [average/highest/lowest] [level/price/rate/value] of such Reference Item [on such specified final [averaging/valuation] date[s]/on any valuation period date during such final valuation period] DIVIDED BY [[•], being] the [average/highest/lowest] [initial price/level/price/rate/value] of such Reference Item [on the initial [averaging/valuation] date[s]/on any valuation period date during the intial valuation period], expressed as a percentage".

[^13]:    ${ }^{20}$ By virtue of the Prospectus Supplement No. 2 dated 4 November 2016, the definition of "Performance" is deleted and the following substituted therefor: ""Performance" means, in respect of a Reference Item and the specified final [[averaging/valuation] date[s]/valuation period], the [average/highest/lowest] [level/price/rate/value] of such Reference Item [on such specified final [averaging/valuation] date[s]/on any valuation period date during such final valuation period DIVIDED BY [[ $\square$ ], being] the [average/highest/lowest] [initial price/level/price/rate/value] of such Reference Item [on the initial [averaging/valuation] date[s]/on any valuation period date during the initial valuation period], expressed as a percentage".

[^14]:    ${ }^{21}$ By virtue of the Prospectus Supplement No. 2 dated 4 November 2016, the definition of "Performance" is deleted and the following substituted therefor: ""Performance" means, in respect of a Reference Item and the specified final [[averaging/valuation] date[s]/valuation period], the [average/highest/lowest] [level/price/rate/value] of such Reference Item [on such specified final [averaging/valuation] date[s]/on any valuation period date during such final valuation period] DIVIDED BY [[•], being] the [average/highest/lowest] [initial price/level/price/rate/value] of such Reference Item [on the initial [averaging/valuation] date[s]/on any valuation period date during the initial valuation period], expressed as a percentage".

[^15]:    ${ }^{22}$ By virtue of the Prospectus Supplement No. 2 dated 4 November 2016, the definition of "Performance" is deleted and the following substituted therefor: ""Performance" means, in respect of [the/a] Reference Item and the specified initial [[averaging/valuation] date[s]/valuation period], [[•], being] the [average/lowest/highest] [initial price/level/price/rate/value] of such Reference Item [on the initial [averaging/valuation] date[s]/on any valuation period date during such initial valuation period] DIVIDED BY the [average/highest/lowest] [level/price/rate/value] of such Reference Item [on such specified final [averaging/valuation] date[s]/on any valuation period date during the final valuation period, expressed as a percentage".

[^16]:    ${ }^{23}$ By virtue of the Prospectus Supplement No. 2 dated 4 November 2016, the definition of "Performance" is deleted and the following substituted therefor: ""Performance" means, in respect of [the/a] Reference Item and the specified initial [[averaging/valuation] date[s]/valuation period], [[•], being] the [average/lowest/highest] [initial price/level/price/rate/value] of such Reference Item [on the initial [averaging/valuation] date[s]/on any valuation period date during such initial valuation period] DIVIDED BY the [average/highest/lowest] [level/price/rate/value] of such Reference Item [on such specified final [averaging/valuation] date[s]/on any valuation period date during the final valuation period, expressed as a percentage".

[^17]:    ${ }^{24}$ By virtue of the Prospectus Supplement No. 2 dated 4 November 2016, the definition of "Performance" is deleted and the following substituted therefor: ""Performance" means, in respect of [the/a] Reference Item and the specified final [[averaging/valuation] date[s]/valuation period], the [average/highest/lowest] [level/price/rate/value] of such Reference Item [on such specified final [averaging/valuation] date[s]/on any valuation period date during such final valuation period] DIVIDED BY [ [ ] ], being] the [average/lowest/highest] [initial price/level/price/rate/value] of such Reference Item [on the initial [averaging/valuation] date[s]/on any valuation period date during the initial valuation period], expressed as a percentage

[^18]:    ${ }^{25}$ By virtue of the Prospectus Supplement No. 2 dated 4 November 2016, the words "/highest/lowest" are inserted.
    ${ }^{26}$ By virtue of the Prospectus Supplement No. 2 dated 4 November 2016, the words "/on any valuation period date during the initial valuation period" are inserted.

[^19]:    ${ }^{27}$ By virtue of the Prospectus Supplement No. 2 dated 4 November 2016, the definition of "Performance" is deleted and the following substituted therefor: ""Performance" means, in respect of the Reference Item and the specified final [[averaging/valuation] date[s]/valuation period], the [average/highest/lowest] [level/price/rate/value] of such Reference Item [on such specified final [averaging/valuation] date[s]/on any valuation period date during such final valuation period] DIVIDED BY [[•], being] the [average/highest/lowest] [initial price/level/price/rate/value] of such Reference Item [on the initial [averaging/valuation] date[s]/on any valuation period date during the initial valuation period], expressed as a percentage".
    ${ }^{28}$ By virtue of the Prospectus Supplement No. 2 dated 4 November 2016, the words "["Bermudan Observation Dates" $\left.=[\bullet]\right]$ " are deleted.

[^20]:    ${ }^{29}$ By virtue of the Prospectus Supplement No. 2 dated 4 November 2016, the definition of "Performance" is deleted and the following substituted therefor: ""Performance" means, in respect of the Reference Item and the specified final [[averaging/valuation] date[s]/valuation period], the [average/highest/lowest] [level/price/rate/value] of such Reference Item [on such specified final [averaging/valuation] date[s]/on any valuation period date during such final valuation period] DIVIDED BY [[•], being] the [average/highest/lowest] [initial price/level/price/rate/value] of such Reference Item [on the initial [averaging/valuation] date[s]/on any valuation period date during the initial valuation period], expressed as a percentage".
    ${ }^{30}$ By virtue of the Prospectus Supplement No. 2 dated 4 November 2016, the words "["Bermudan Observation Dates" $\left.=[\bullet]\right]$ " are deleted.

[^21]:    ${ }^{31}$ By virtue of the Prospectus Supplement No. 2 dated 4 November 2016, the words "["Bermudan Observation Dates" $\left.=[\bullet]\right]$ " are deleted.

[^22]:    ${ }^{32}$ By virtue of the Prospectus Supplement No. 2 dated 4 November 2016, the definition of "Performance" is deleted and the following substituted therefor: ""Performance" means, in respect of [the/a] Reference Item and the specified final [[averaging/valuation] date[s]/valuation period], the [average/highest/lowest] [level/price/rate/value] of such Reference Item [on such specified final [averaging/valuation] date[s]/on any valuation period date during such final valuation period] DIVIDED BY [[•], being] the [average/highest/lowest] [initia price/level/price/rate/value] of such Reference Item [on the initial [averaging/valuation] date[s]/on any valuation period date during the final valuation period], expressed as a percentage".
    ${ }^{33}$ By virtue of the Prospectus Supplement No. 2 dated 4 November 2016, the words "["Bermudan Observation Dates" $\left.=[\bullet]\right]$ " are deleted.

[^23]:    ${ }^{34}$ By virtue of the Prospectus Supplement No. 2 dated 4 November 2016, the definition of "Performance" is deleted and the following substituted therefor: ""Performance" means, in respect of [the/a] Reference Item and the specified final [[averaging/valuation] date[s]/valuation

[^24]:    ${ }^{36}$ By virtue of the Prospectus Supplement No. 2 dated 4 November 2016, the definition of "Performance" is deleted and the following substituted therefor: "'Performance" means, in respect of [the/a] Reference Item and the specified final [[averaging/valuation] date[s]/valuation period, the [average/highest/lowest] [level/price/rate/value] of such Reference Item [on such specified final [averaging/valuation] date[s]/on any valuation period date during such final valuation period] DIVIDED BY [[•], being] the [average/highest/lowest] [initial price/level/price/rate/value] of such Reference Item [on the initial [averaging/valuation] date[s]/on any valuation period date during the initial valuation period], expressed as a percentage".
    ${ }^{37}$ By virtue of the Prospectus Supplement No. 2 dated 4 November 2016, the words "["Bermudan Observation Dates" $\left.=[\bullet]\right]$ " are deleted.

[^25]:    ${ }^{38}$ By virtue of the Prospectus Supplement No. 2 dated 4 November 2016, the definition of "Performance" is deleted and the following substituted therefor: ""Performance" means, in respect of [the/a] Reference Item and the specified final [[averaging/valuation] date[s]/valuation period], the [average/highest/lowest] [level/price/rate/value] of such Reference Item [on such specified final [averaging/valuation] date[s]/on

[^26]:    ${ }^{40}$ By virtue of the Prospectus Supplement No. 2 dated 4 November 2016, the words "/highest/lowest" are inserted.
    ${ }^{41}$ By virtue of the Prospectus Supplement No. 2 dated 4 November 2016, the words "/on any valuation period date during the initial valuation period" are inserted.
    ${ }^{42}$ By virtue of the Prospectus Supplement No. 2 dated 4 November 2016, the definition of "Performance" is deleted and the following substituted therefor: ""Performance" means, in respect of [the/a] Reference Item and the specified final [[averaging/valuation] date[s]/valuation period], the [average/highest/lowest] [level/price/rate/value] of such Reference Item [on such specified final [averaging/valuation] date[s]/on any valuation period date during such final valuation period] DIVIDED BY [[•], being] the [average/highest/lowest] [initial price/level/price/rate/value] of such Reference Item [on the initial [averaging/valuation] date[s]/on any valuation period date during the initial valuation period], expressed as a percentage".
    ${ }^{43}$ By virtue of the Prospectus Supplement No. 2 dated 4 November 2016, the words "["Bermudan Observation Dates" $\left.=[\bullet]\right]$ " are deleted.

[^27]:    ${ }^{44}$ By virtue of the Prospectus Supplement No. 2 dated 4 November 2016, the words "/highest/lowest" are inserted.
    ${ }^{45}$ By virtue of the Prospectus Supplement No. 2 dated 4 November 2016, the words "/on any valuation period date during the initial valuation period" are inserted.
    ${ }^{46}$ By virtue of the Prospectus Supplement No. 2 dated 4 November 2016, the definition of "Performance" is deleted and the following substituted therefor: ""Performance" means, in respect of [the/a] Reference Item and the specified final [[averaging/valuation] date[s]/valuation period], the [average/highest/lowest] [level/price/rate/value] of such Reference Item [on such specified final [averaging/valuation] date[s]/on any valuation period date during such final valuation period] DIVIDED BY [[ 0 ], being] the [average/highest/lowest] [initial price/level/price/rate/value] of such Reference Item [on the initial [averaging/valuation] date[s]/on any valuation period date during the initial valuation period], expressed as a percentage".

[^28]:    ${ }^{47}$ By virtue of the Prospectus Supplement No. 2 dated 4 November 2016, the words"["Bermudan Observation Dates" $\left.=[\bullet]\right]$ " are deleted.

[^29]:    ${ }^{48}$ By virtue of the Prospectus Supplement No. 2 dated 4 November 2016, the words"/highest/lowest" are inserted.
    ${ }^{49}$ By virtue of the Prospectus Supplement No. 2 dated 4 November 2016, the words"/on any valuation period date during the initial valuation period" are inserted.
    ${ }^{50}$ By virtue of the Prospectus Supplement No. 2 dated 4 November 2016, the definition of "Performance" is deleted and the following substituted therefor: ""Performance" means, in respect of [the/a] Reference Item and the specified final [[averaging/valuation] date[s]/valuation period], the [average/highest/lowest] [level/price/rate/value] of such Reference Item [on such specified final [averaging/valation] date[s]/on any valuation period date during such final valuation period] DIVIDED BY [[ $\bullet$ ], being] the [average/highest/lowest] [initial price/level/price/rate/value] of such Reference Item [on the initial [averaging/valuation] date[s]/on any valuation period date during the initial valuation period], expressed as a percentage".

[^30]:    ${ }^{51}$ By virtue of the Prospectus Supplement No. 2 dated 4 November 2016, the words "["Bermudan Observation Dates" $\left.=[\bullet]\right]$ " are deleted.

[^31]:    ${ }^{52}$ By virtue of the Prospectus Supplement No. 2 dated 4 November 2016, the words "/highest/lowest" are inserted.
    ${ }^{53}$ By virtue of the Prospectus Supplement No. 2 dated 4 November 2016, the words "/on any valuation period date during the initial valuation period" are inserted.

[^32]:    ${ }^{54}$ By virtue of the Prospectus Supplement No. 2 dated 4 November 2016, the definition of "Performance" is deleted and the following substituted therefor: ""Performance" means, in respect of [the/a] Reference Item and the specified final [[averaging/valuation] date[s]/valuation period], the [average/highest/lowest] [level/price/rate/value] of such Reference Item [on such specified final [averaging/valuation] date[s]/on any valuation period date during such final valuation period] DIVIDED BY [[ $\bullet$ ], being] the [average/highest/lowest] [initial price/level/price/rate/value] of such Reference Item [on the initial [averaging/valuation] date[s]/on any valuation period date during the initial valuation period], expressed as a percentage".
    ${ }^{55}$ By virtue of the Prospectus Supplement No. 2 dated 4 November 2016, the words "["Bermudan Observation Dates" $\left.=[\bullet]\right]$ " are deleted.
    ${ }^{56}$ By virtue of the Prospectus Supplement No. 2 dated 4 November 2016, the words "[in the case of European Valuation" are deleted.
    ${ }^{57}$ By virtue of the Prospectus Supplement No. 2 dated 4 November 2016, the word "Relevant" is deleted and the words "[Relevant/Observed]" are substituted therefor.
    ${ }^{58}$ By virtue of the Prospectus Supplement No. 2 dated 4 November 2016, the word "is" is deleted and the words "[is/has at all times been/has on all Bermudan Observation Dates been]" are substituted therefor.
    ${ }^{59}$ By virtue of the Prospectus Supplement No. 2 dated 4 November 2016, the word "Relevant" is deleted and the words "[Relevant/Observed]" are substituted therefor.
    ${ }^{60}$ By virtue of the Prospectus Supplement No. 2 dated 4 November 2016, the word "is" is deleted and the words "[is/has at all times been/has on all Bermudan Observation Dates been]" are substituted therefor.

[^33]:    ${ }^{61}$ By virtue of the Prospectus Supplement No. 2 dated 4 November 2016, the words " $[$ in the case of European Valuation" are deleted.
    ${ }^{62}$ By virtue of the Prospectus Supplement No. 2 dated 4 November 2016, the word "Relevant" is deleted and the words "[Relevant/Observed]" are substituted therefor.
    ${ }^{63}$ By virtue of the Prospectus Supplement No. 2 dated 4 November 2016, the word "is" is deleted and the words " $[$ is/has at any time been/has on any Bermudan Observation Date been]" are substituted therefor.
    ${ }^{64}$ By virtue of the Prospectus Supplement No. 2 dated 4 November 2016, the word "Relevant" is deleted and the words "[Relevant/Observed]" are substituted therefor.
    ${ }^{65}$ By virtue of the Prospectus Supplement No. 2 dated 4 November 2016, the word "is" is deleted and the words "[is/has at any time been/has on any Bermudan Observation Date been]" are substituted therefor.
    ${ }^{66}$ By virtue of the Prospectus Supplement No. 2 dated 4 November 2016, the words "[in the case of European Valuation" are deleted.
    ${ }^{67}$ By virtue of the Prospectus Supplement No. 2 dated 4 November 2016, the word "Relevant" is deleted and the words "[Relevant/Observed]" are substituted therefor.
    ${ }^{68}$ By virtue of the Prospectus Supplement No. 2 dated 4 November 2016, the word "is" is deleted and the words "[is/has at all times been/has on all Bermudan Observation Dates been]" are substituted therefor.
    ${ }^{69}$ By virtue of the Prospectus Supplement No. 2 dated 4 November 2016, the word "Relevant" is deleted and the words "[Relevant/Observed]" are substituted therefor.
    ${ }^{70}$ By virtue of the Prospectus Supplement No. 2 dated 4 November 2016, the word "is" is deleted and the words "[is/has at all times been/has on all Bermudan Observation Dates been]" are substituted therefor.
    ${ }^{71}$ By virtue of the Prospectus Supplement No. 2 dated 4 November 2016, the words "[in the case of European Valuation if Relevant Performance of the Put Element is less than the Put Barrier and Relevant Performance of the Call Element is equal to or greater than the Call Barrier" are deleted and the word "otherwise" substituted therefor.
    ${ }^{72}$ By virtue of the Prospectus Supplement No. 2 dated 4 November 2016, sub-paragraphs (v) to (xii) are deleted.

[^34]:    ${ }^{73}$ By virtue of the Prospectus Supplement No. 2 dated 4 November 2016, the words "/highest/lowest" are inserted.
    ${ }^{74}$ By virtue of the Prospectus Supplement No. 2 dated 4 November 2016, the words "/on any valuation period date during the initial valuation period" are inserted
    ${ }^{75}$ By virtue of the Prospectus Supplement No. 2 dated 4 November 2016, the definition of "Performance" is deleted and the following substituted therefor: ""Performance" means, in respect of [the/a] Reference Item comprising the Put Element or the Call Element and the specified final [[averaging/valuation] date[s]/valuation period], the [average/highest/lowest] [level/price/rate/value] of such Reference Item [on such specified final [averaging/valuation] date[s]/on any valuation period date during such final valuation period] DIVIDED BY [ $[\bullet$ ], being] the [average/highest/lowest] [initial price/level/price/rate/value] of such Reference Item [on the initial [averaging/valuation] date[s]/on any valuation period date during the intial valuation period], expressed as a percentage".
    ${ }^{76}$ By virtue of the Prospectus Supplement No. 2 dated 4 November 2016, the words "["Bermudan Observation Dates" $\left.=[\bullet]\right]$ " are deleted.

[^35]:    ${ }^{77}$ By virtue of the Prospectus Supplement No. 2 dated 4 November 2016, the words ""General Redemption Component Value" or "GRCV" means on the basis of the General Redemption Component a percentage calculated according to the following:" are deleted and replaced by ""General Redemption Component Value" or "GRCV" means, in respect of a General Redemption Component, a percentage calculated by the Calculation Agent by reference to the following:"

[^36]:    ${ }^{78}$ By virtue of the Prospectus Supplement No. 2 dated 4 November 2016, the paragraphs beginning from the paragraph "Where:" to the paragraph "IIn respect of General Redemption Component [ $\bullet$ ]:" are inserted.
    ${ }^{79}$ By virtue of the Prospectus Supplement No. 2 dated 4 November 2016, the words "(Repeat for each General Redemption Component)" are inserted.
    ${ }^{80}$ By virtue of the Prospectus Supplement No. 2 dated 4 November 2016, the words "/highest/lowest" are inserted.
    ${ }^{81}$ By virtue of the Prospectus Supplement No. 2 dated 4 November 2016, the words "/on any valuation period date during the initial valuation period]" are inserted.

[^37]:    ${ }^{82}$ By virtue of the Prospectus Supplement No. 2 dated 4 November 2016, the first two paragraphs under the heading "[Valuation" are inserted.
    ${ }^{83}$ By virtue of the Prospectus Supplement No. 2 dated 4 November 2016, the words "(each valuation date during such period subject to [[modified] postponement / omission]) " are deleted.
    ${ }^{84}$ By virtue of the Prospectus Supplement No. 2 dated 4 November 2016, the definition of "Valuation Period Dates" is inserted.
    ${ }^{85}$ By virtue of the Prospectus Supplement No. 2 dated 4 November 2016, the words "(each valuation date during such period subject to [[modified] postponement / omission]) " are deleted.

[^38]:    ${ }^{86}$ By virtue of the Prospectus Supplement No. 2 dated 4 November 2016, the definition of "Valuation Period Dates" is inserted.
    ${ }^{87}$ By virtue of the Prospectus Supplement No. 2 dated 4 November 2016, the words "["Bermudan observation dates" $=[\bullet],[\bullet]$ and [ $\bullet$ ] (subject to [[modified] postponement / omission])]" are inserted.
    ${ }^{88}$ By virtue of the Prospectus Supplement No. 2 dated 4 November 2016, the definition of "Valuation Period Dates" is inserted.

[^39]:    ${ }^{89}$ By virtue of the Prospectus Supplement No. 2 dated 4 November 2016, the words "[and FX" are deleted and replaced by the words "[the [Call/Put] Element] [General Redemption Component [ $\bullet$ ]] [and] [FX".
    ${ }^{90}$ By virtue of the Prospectus Supplement No. 2 dated 4 November 2016, the words "element relating to a payout" are deleted and replaced by the words "Put or Call Element relating to a payout, for each General Redemption Component".

