

The Base Prospectus (as defined below) expires on 20 June 2026. On or prior to this date, a succeeding base prospectus (the "**2026 Base Prospectus**") will be published on the website of the Luxembourg Stock Exchange ([www.LuxSE.com](http://www.LuxSE.com)) and on the website of Leonteq Securities, AG ([www.leonteq.com](http://www.leonteq.com)). Thereafter, the offering of the Products will continue under the 2026 Base Prospectus. The terms and conditions (and form of final terms) from the Base Prospectus will be incorporated by reference into the 2026 Base Prospectus and will continue to apply to the Products.

**FINAL TERMS dated 12/11/2025**



**LEONTEQ SECURITIES AG**

*(incorporated in Switzerland)*

acting through its Guernsey branch (Leonteq Securities AG, Guernsey Branch)

**EUR 10'000'000 Yield Enhancement Products with European Barrier due 12/12/2028 under the European Issuance and Offering Programme (the "Notes" or the "Products")**

**Issue Price: 97.00 per cent of the Specified Denomination**

**ISIN: CH1491784588**

This document constitutes the final terms of the Products (the "**Final Terms**") described herein for the purposes of Article 6(3) of the EU Prospectus Regulation and is prepared in connection with the European Issuance and Offering Programme (the "**Programme**") established by Leonteq Securities AG which may also be acting through its Guernsey branch (Leonteq Securities AG, Guernsey Branch) or its Amsterdam branch (Leonteq Securities AG, Amsterdam Branch) (the "**Issuer**"). These Final Terms complete and should be read in conjunction with the Base Prospectus dated 20 June 2025 (the "**Base Prospectus**"), which constitutes a base prospectus for the purposes of the EU Prospectus Regulation. Full information on the Issuer and the offer of the Products is only available on the basis of the combination of these Final Terms and the Base Prospectus. A summary of the individual issue of the Products is annexed to these Final Terms.

The Products documented in these Final Terms may be considered structured products in Switzerland pursuant to Article 70 of the Swiss Financial Services Act ("**FinSA**") and are not subject to supervision by the Swiss Financial Market Supervisory Authority ("**FINMA**"). None of the Products constitute a participation in a collective investment scheme within the meaning of the Collective Investment Schemes Act ("**CISA**") and are neither subject to the authorisation nor the supervision by the FINMA and investors do not benefit from the specific investor protection provided under the CISA. Investors bear the credit risk of the Issuer.

The Base Prospectus, and any supplements thereto, are available for viewing at [https://structuredproducts-ch.leonteq.com/services/prospectuses?language\\_id=1](https://structuredproducts-ch.leonteq.com/services/prospectuses?language_id=1). Terms used herein shall have the

same meaning as in the General Conditions, the Payout Conditions and the applicable Underlying Specific Conditions (as may be amended and/or supplemented up to, and including, 12.12.2025) set forth in the Base Prospectus.

## PART A - OPERATIONAL INFORMATION

- |    |                                     |                                     |
|----|-------------------------------------|-------------------------------------|
| 1. | <b>Security Codes</b>               |                                     |
|    | ISIN:                               | CH1491784588                        |
|    | Common Code:                        | Not Applicable                      |
|    | WKN:                                | Not Applicable                      |
|    | Swiss Security Number:              | 149178458                           |
|    | Other Identifier:                   | Not Applicable                      |
| 2. | <b>Relevant Clearing System(s):</b> | SIX SIS Ltd, Euroclear, Clearstream |
| 3. | <b>Delivery:</b>                    | Delivery against payment            |
| 4. | <b>Authorised Participant:</b>      | Not Applicable                      |

## PART B – CONTRACTUAL TERMS

Provisions relating to the Products		
5.	(a) <b>Series:</b>	Not Applicable
	(b) <b>Tranche:</b>	Not Applicable
6.	<b>Settlement Currency:</b>	Euro ("EUR")
7.	<b>Products:</b>	Notes
8.	<b>Notes:</b>	Applicable
	(a) Issue Size as at the Issue Date:	EUR 10'000'000
	(i) Tranche:	Not Applicable
	(ii) Series:	Not Applicable
	(b) Specified Denomination:	EUR 1'000
	(c) Minimum Tradable Lot:	EUR 1'000
9.	<b>Certificates:</b>	Not Applicable
10.	<b>Calculation Amount:</b>	EUR 1'000
11.	<b>Issue Price:</b>	97.00 per cent of the Specified Denomination (no distribution fees)
12.	<b>Issue Date:</b>	12/12/2025
13.	<b>Redemption Date:</b>	12/12/2028
14.	<b>TCM Secured Product:</b>	Not Applicable
15.	<b>Interest Record Date:</b>	1 Business Day prior to the scheduled payment date for the relevant interest amount
16.	<b>FX Disruption Event:</b>	Applicable

	Specified Currency:	Not Applicable
17.	<b>CNY FX Disruption Event:</b>	Not Applicable
18.	<b>Unwind Costs:</b>	Not Applicable
19.	<b>Settlement Expenses:</b>	Not Applicable
20.	<b>US Tax Selling Restriction:</b>	Not Applicable
21.	<b>Section 871(m) Withholding Tax:</b>	The Issuer has determined (without regard to any other transactions) that payments on the Products should not be subject to US withholding tax under 871(m) of the Code.

#### Provisions relating to Payouts

22.	<b>Coupon Provisions:</b>	Applicable
(a)	Multiple Coupon Sets:	Not Applicable
(b)	Coupon Payment Date(s):	Each date set forth in column entitled 'Coupon Payment Date(s)' in the Coupon Payment Table below
(c)	Specific Coupon Style Coupon Provisions:	Not Applicable
(d)	Conditional Coupon Provisions:	Applicable
(i)	Conditional Coupon Style:	Memory Coupon
(ii)	Coupon Rate:	In respect of each Coupon Payment Date, the rate specified in the column entitled 'Coupon Rate' in the row corresponding to such Coupon Payment Date in the Coupon Payment Table below.
(iii)	Coupon Observation Date(s):	In respect of an Underlying and a Coupon Payment Date, each date specified in the column entitled 'Coupon Observation Date(s)' in the row corresponding to such Coupon Payment Date in the Coupon Payment Table below
(iv)	Coupon Fixing Level:	In respect of each Coupon Observation Date and ABN AMRO BANK NV-CVA, Closing Share Price on such Coupon Observation Date In respect of each Coupon Observation Date and KONINKLIJKE AHOLD DELHAIZE NV, Closing Share Price on such Coupon Observation Date
(v)	Coupon Trigger Event:	Coupon Fixing Level of all Underlyings is at or above their respective Coupon Trigger Level on the relevant Coupon Observation Date
(vi)	Coupon Trigger Level:	In respect of each Underlying and a Coupon Observation Date, the percentage of the Initial Fixing Level as specified in the column entitled 'Coupon Trigger Level' in the row corresponding to such Coupon Observation Date in the Coupon Payment Table below
(e)	Daily Range Accrual Coupon Provisions:	Not Applicable

- (f) Floating Unconditional Coupon Provisions: Not Applicable
- (g) Fixed Unconditional Coupon Provisions: Not Applicable

<b>Coupon Payment Table</b>				
<b>N/n</b>	<b>Coupon Observation Date(s)</b>	<b>Coupon Trigger Level*</b>	<b>Coupon Payment Date(s)</b>	<b>Coupon Rate</b>
1	05/06/2026	100.00%	12/06/2026	10.0000%
2	07/12/2026	100.00%	14/12/2026	10.0000%
3	07/06/2027	100.00%	14/06/2027	10.0000%
4	06/12/2027	100.00%	13/12/2027	10.0000%
5	05/06/2028	100.00%	12/06/2028	10.0000%
6	05/12/2028	100.00%	12/12/2028	10.0000%

\*Levels are expressed as a percentage of the Initial Fixing Level

23. **Autocall Provisions:** Applicable
- (a) Autocall Redemption Amount: In respect of each Autocall Redemption Date, Calculation Amount
- (b) Autocall Redemption Date(s): In respect of an Autocall Observation Date, the date set forth in column entitled 'Autocall Redemption Date(s)' in the row corresponding to such Autocall Observation Date in the Autocall Redemption Table below
- (c) Autocall Observation Date(s): In respect of an Underlying each date specified in the column entitled 'Autocall Observation Date(s)' in the Autocall Redemption Table below
- (d) Autocall Observation Period: Not Applicable
- (e) Autocall Event: Autocall Fixing Level of all Underlyings is at or above the Autocall Trigger Level on the relevant Autocall Observation Date
- (f) Autocall Fixing Level: In respect of each Autocall Observation Date and ABN AMRO BANK NV-CVA, Closing Share Price on such Autocall Observation Date  
In respect of each Autocall Observation Date and KONINKLIJKE AHOLD DELHAIZE NV, Closing Share Price on such Autocall Observation Date
- (g) Autocall Trigger Level: In respect of each Underlying and an Autocall Observation Date, the percentage of the Initial Fixing Level as specified in the column entitled 'Autocall Trigger Level' in the row corresponding to such Autocall Observation Date in the Autocall Payment Table below
- (h) Autocall Maximum Redemption Percentage: Not Applicable

<b>Autocall Redemption Table</b>			
	<b>Autocall Observation Date(s)</b>	<b>Autocall Trigger Level*</b>	<b>Autocall Redemption Date(s)</b>
1	05/06/2026	100.00%	12/06/2026
2	07/12/2026	100.00%	14/12/2026
3	07/06/2027	100.00%	14/06/2027

4	06/12/2027	100.00%	13/12/2027
5	05/06/2028	100.00%	12/06/2028

\*Levels are expressed as a percentage of the Initial Fixing Level

24.	<b>Issuer Call Option Provisions:</b>	Not Applicable
25.	<b>Investor Put Option Provisions:</b>	Not Applicable
26.	<b>Partial Redemption:</b>	Not Applicable
27.	<b>Payout Style:</b>	Yield Enhancement Products
28.	<b>Yield Enhancement Products:</b>	Applicable
(a)	Yield Enhancement Product Style:	European Barrier
(b)	Settlement Type:	Cash Settlement
(c)	Underlying Valuation Dates - Adjustments for Scheduled Trading Days:	In respect of the Initial Fixing Date, Common Adjustment  In respect of each Coupon Observation Date, Common Adjustment  In respect of each Autocall Observation Date, Common Adjustment  In respect of the Final Fixing Date, Common Adjustment
(d)	Underlying Valuation Dates - Adjustments for Disrupted Days:	In respect of the Initial Fixing Date, Individual Adjustment  In respect of each Coupon Observation Date, Individual Adjustment  In respect of each Autocall Observation Date, Individual Adjustment  In respect of the Final Fixing Date, Individual Adjustment
(e)	Number of Underlying Components:	Not Applicable
(f)	FX Performance:	Not Applicable
(g)	Redemption Provisions:	Applicable
(i)	Barrier Event:	Final Fixing Level of at least one Underlying is below its Barrier Level
(ii)	Final Fixing Event:	Not Applicable
(iii)	Barrier Level:	In respect of each Underlying, 70 per cent of the Initial Fixing Level of such Underlying
(iv)	Final Trigger Level:	Not Applicable
(v)	Initial Fixing Basket Level:	Not Applicable
(vi)	Target Level:	Not Applicable

	(vii) Strike Event:	Not Applicable – Products are European Barrier Yield Enhancement Products
	(viii) Final Performance:	Final Fixing Level (Worst) divided by the Initial Fixing Level (Worst)
	(ix) Final Return:	Not Applicable
	(x) Strike Level:	Not Applicable
	(xi) Lock-In Provisions:	Not Applicable
	(xii) Target One Event Provisions:	Not Applicable
	(xiii) Participation Percentage:	Not Applicable
	(xiv) Protection Percentage:	Not Applicable
	(xv) Downside Participation:	Not Applicable
	(xvi) Final Redemption Percentage:	Not Applicable
	(xvii) Target Level:	Not Applicable
	(xviii) Optimal Tracker Observation Date:	Not Applicable
	(xix) Inverse Percentage:	Not Applicable
	(xx) Strike Percentage:	Not Applicable
	(xxi) Cap:	Not Applicable
	(xxii) X:	Not Applicable
	(xxiii) Leverage Factor:	Not Applicable
	(xxiv) Y:	Not Applicable
	(h) Delivery and Residual Cash Settlement Provisions:	Not Applicable - the Settlement Type is Cash Settlement
29.	<b>Twin Win Products:</b>	Not Applicable
30.	<b>Fixed Redemption Products:</b>	Not Applicable
31.	<b>Protection Products:</b>	Not Applicable
32.	<b>Bonus Products:</b>	Not Applicable
33.	<b>Reverse Convertible Products:</b>	Not Applicable
34.	<b>Barrier Reverse Convertible Products:</b>	Not Applicable
35.	<b>Tracker Products:</b>	Not Applicable
36.	<b>Dual Currency Products:</b>	Not Applicable
37.	<b>Discount Products:</b>	Not Applicable
38.	<b>Leverage Products:</b>	Not Applicable

39. **Outperformance Products:** Not Applicable
40. **Long-Short Products:** Not Applicable
41. **Dispersion Products:** Not Applicable
42. **Steeper Product:** Not Applicable

**Provisions relating to the Underlying(s)**

<b>Underlying Table</b>								
<b>(i)</b>	<b>Underlyings</b>	<b>Bloomberg Code</b>	<b>ISIN</b>	<b>Exchange(s)</b>	<b>Initial Fixing Level (100.00%)</b>	<b>Barrier Level (70.00%)*</b>	<b>Autocall Trigger Level(s) (100.00%)*</b>	<b>Coupon Trigger Level (100.00%)*</b>
1	ABN AMRO BANK NV-CVA	ABN NA	NL0011540547	Euronext Amsterdam	will be determined on the Initial Fixing Date	will be determined on the Initial Fixing Date	will be determined on the Initial Fixing Date	will be determined on the Initial Fixing Date
2	KONINKLIJKE AHOLD DELHAIZE NV	AD NA	NL0011794037	Euronext Amsterdam	will be determined on the Initial Fixing Date	will be determined on the Initial Fixing Date	will be determined on the Initial Fixing Date	will be determined on the Initial Fixing Date

\*Levels are expressed in percentage of the Initial Fixing Level

43. **Share Linked Conditions:** Applicable – the Products are Share Linked Products
- (a) **Share(s):** Each share set forth in the Underlying Table above in the column entitled 'Underlying(s)'
- (b) **Underlying Currency:** In respect of ABN AMRO BANK NV-CVA, EUR  
In respect of KONINKLIJKE AHOLD DELHAIZE NV, EUR
- (c) **Exchange(s):** In respect of ABN AMRO BANK NV-CVA, Euronext Amsterdam  
In respect of KONINKLIJKE AHOLD DELHAIZE NV, Euronext Amsterdam
- (d) **Additional Disruption Event(s):** In respect of each Share
- (i) **Change in Law:** Applicable
- (ii) **Failure to Deliver:** Applicable
- (iii) **Hedging Disruption:** Applicable
- (iv) **Increased Cost of Hedging:** Applicable
- (v) **Insolvency Filing:** Applicable
- (vi) **Reduced Number of Shares:** Not Applicable
- (e) **Maximum Days of Disruption:** Eight Scheduled Trading Days as specified in Share Linked Condition 5 (*Definitions*)
- (f) **Initial Fixing Date:** In respect of each Share, 05/12/2025
- (g) **Initial Fixing Level:** In respect of ABN AMRO BANK NV-CVA, the Closing Share Price on the Initial Fixing Date for such Share



		In respect of KONINKLIJKE AHOLD DELHAIZE NV, the Closing Share Price on the Initial Fixing Date for such Share
(h)	Final Fixing Date:	In respect of each Share 05/12/2028
(i)	Final Fixing Level:	In respect of ABN AMRO BANK NV-CVA, the Closing Share Price on the Final Fixing Date for such Share In respect of KONINKLIJKE AHOLD DELHAIZE NV, the Closing Share Price on the Final Fixing Date for such Share
44.	<b>Participation Certificate (<i>Genussscheine</i>) Linked Conditions:</b>	Not Applicable
45.	<b>Index Linked Conditions:</b>	Not Applicable
46.	<b>Depository Receipt Linked Conditions:</b>	Not Applicable
47.	<b>Commodity Linked Conditions:</b>	Not Applicable
48.	<b>Currency Exchange Rate Linked Conditions:</b>	Not Applicable
49.	<b>Futures Contract Linked Conditions:</b>	Not Applicable
50.	<b>Fixed Income Instrument and Derivative Instrument Linked Conditions:</b>	Not Applicable
51.	<b>ETF Linked Conditions:</b>	Not Applicable
52.	<b>Fund Linked Conditions:</b>	Not Applicable
53.	<b>Reference Rate Linked Conditions:</b>	Not Applicable
<b>General Provisions</b>		
54.	<b>Form of Products:</b>	SIX SIS Securities issued in uncertificated form in accordance with article 973c of the Swiss Code of Obligations
55.	<b>Prohibition of Sales to EEA Retail Investors:</b>	Not Applicable
56.	<b>Prohibition of Sales to UK Retail Investors:</b>	Applicable
57.	<b>Business Centre(s):</b>	Zurich, T2
58.	<b>Business Day Convention:</b>	Following
59.	<b>Specified Number of Business Days:</b>	Eight
60.	<b>Other Rounding Conventions:</b>	Not Applicable
61.	<b>Calculation Agent:</b>	Leonteq Securities AG
62.	<b>Paying Agent:</b>	Leonteq Securities AG
63.	<b>Additional Agents:</b>	Not Applicable
64.	<b>Notice Website:</b>	<a href="http://www.leonteq.com">www.leonteq.com</a>

65. **Name(s) and address(es) of Lead Manager:** Leonteq Securities AG, Europaallee 39, 8004 Zurich, Switzerland
66. **Governing Law:** Swiss law

## **PART C - OTHER INFORMATION**

### **1. LISTING AND ADMISSION TO TRADING**

- (a) Listing and Admission to Trading: Not Applicable
- (b) Estimate of total expenses related to admission to trading: Not Applicable

### **2. INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE OFFER**

Not Applicable

### **3. REASONS FOR THE OFFER, ESTIMATED NET PROCEEDS AND TOTAL EXPENSES**

- (a) Reasons for the offer: General funding
- (b) Estimated net proceeds: 100 per cent. of the Issue Size
- (c) Estimated total expenses: Not Applicable - there are no estimated expenses charged to the Investor by the Issuer

### **4. PERFORMANCE OF UNDERLYINGS, AND OTHER INFORMATION CONCERNING THE UNDERLYINGS**

Information about the past and future performance and volatility of ABN AMRO BANK NV-CVA can be found free of charge at [www.euronext.com](http://www.euronext.com) (but the information appearing on such website does not form part of these Final Terms).

Information about the past and future performance and volatility of KONINKLIJKE AHOLD DELHAIZE NV can be found free of charge at [www.euronext.com](http://www.euronext.com) (but the information appearing on such website does not form part of these Final Terms).

### **5. TERMS AND CONDITIONS OF THE OFFER**

#### **5.1. Authorised Offer(s)**

- (a) Public Offer: An offer of the Products may be made, subject to the conditions set out below by the Authorised Offeror(s) (specified in (b) immediately below) other than pursuant to Article 1(4) of the Prospectus Regulation in the Public Offer Jurisdiction(s) (specified in (c) immediately below) during the Offer Period (specified in (d) immediately below) subject to the conditions set out in the Base Prospectus and in (e) immediately below
- (b) Name(s) and address(es), to the extent known to the Issuer, of the places in the various countries where the offer takes place (together the "**Authorised Offeror(s)**"): Each financial intermediary specified in (i) and (ii) below:  
 (i) **Specific consent:** Not Applicable; and  
 (ii) General consent: Applicable: each financial intermediary which (A) is authorised to make such offers under Directive 2014/65/EU, and (B) accepts such offer by publishing on its website the Acceptance Statement.

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|-----|--|--|
| (c) | Jurisdiction(s) where the offer may take place (together, the " <b>Public Offer Jurisdictions(s)</b> "): | The Netherlands                                  |
| (d) | Offer period for which use of the Base Prospectus is authorised by the Authorised Offeror(s):            | The Offer Period (as specified in 5.2 (d) below) |
| (e) | Other conditions for use of the Base Prospectus by the Authorised Offeror(s):                            | Not Applicable                                   |

**5.2. Other terms and conditions of the offer**

- |     |   |  |
|-----|---|--|
| (a) | Offer Price:  | The Issue Price  |
| (b) | Total amount of offer:  | EUR 10'000'000   |
| (c) | Conditions to which the offer is subject:   | The offer of the Products is conditional on their issue. The Issuer reserves the right to withdraw the offer and/or to cancel the issue of the Products for any reason at any time on or prior to the Issue Date. The Issuer is not obliged to accept subscription applications and/or to issue subscribed Products. |
| (d) | Time period, including any possible amendments, during which the offer will be open and description of the application process: | An offer of the Products will be made from 12/11/2025 to, and including, 05/12/2028 (the " <b>Offer Period</b> "). The Offer Period may be discontinued at any time. Notice of the early closure of the Offer Period will be made to investors through a notice published on the Notice Website.                     |
| (e) | Description of the application process:   | Prospective investors may apply to the Authorised Offeror to subscribe for/order Products in accordance with the arrangements existing between the Authorised Offeror and its customers relating to the subscription/order of securities generally.  |
| (f) | Details of the minimum and/or maximum amount of application:  | The minimum amount of application which can be subscribed by the relevant investors is EUR 1'000. There is no maximum amount of application  |
| (g) | Description of possibility to reduce subscriptions and manner for refunding excess amount paid by applicants:                   | Not Applicable   |
| (h) | Details of method and time limits for paying up and delivering the Products:  | Payments for the Products shall be made in accordance with the arrangements existing between the Authorised Offeror and its customers relating to the subscription/order of securities generally, as instructed by the Authorised Offeror.   |
| (i) | Manner in and date on which results of the offer are to be made public:   | Not Applicable   |
| (j) | Whether tranche(s) have been reserved for certain countries:  | Not Applicable   |
| (k) | Process for notification to applicants of the amount allotted and indication  | Not Applicable   |

(l)	Amount of any expenses and taxes specifically charged to the subscriber or purchaser:	Not Applicable
(m)	Product specific initial costs, Inducements:	Not Applicable
(n)	Name(s) and address(es), legal entity identifier, domicile, legal form and country of incorporation, to the extent known to the Issuer, of the placers in the various countries where the offer takes place:	Not Applicable
6.	<b>BENCHMARK REGULATION:</b>	Not Applicable

6. **BENCHMARK REGULATION:** Not Applicable

## SUMMARY

INTRODUCTION AND WARNINGS
<p><b>Warnings:</b> The summary should be read as an introduction to the prospectus. Any decision to invest in the Products should be based on consideration of the prospectus as a whole by the investor. In certain circumstances, the investor could lose all or part of the invested capital. Where a claim relating to the information contained in the prospectus is brought before a court, the plaintiff investor might, under national law, have to bear the costs of translating the prospectus before the legal proceedings are initiated. Civil liability attaches only to those persons who have tabled the summary, including any translation thereof, but only where the summary is misleading, inaccurate or inconsistent when read together with the other parts of the prospectus or it does not provide, when read together with the other parts of the prospectus, key information in order to aid investors when considering whether to invest in the Products</p> <p><b>You are about to purchase a product that is not simple and may be difficult to understand.</b></p>
<p><b>The Products:</b> EUR 10'000'000 Yield Enhancement Products with European Barrier due 12/12/2028 under the European Issuance and Offering Programme (ISIN: CH1491784588) the "<b>Products</b>" or the "<b>Securities</b>"</p>
<p><b>The Issuer:</b> Leonteq Securities AG, acting through its Guernsey branch, Europaallee 39, 8004 Zurich, Switzerland, telephone number +41 58 800 1111. The Issuer's legal entity identifier (LEI) is: ML61HP3A4MKTTA1ZB671.</p>
<p><b>The Authorised Offeror(s):</b> Each financial intermediary which is authorised to make such offers under Directive 2014/65/EU and accepts the Issuer's offer to grant consent to use the base prospectus in connection with the offer of the Products by publishing on its website a relevant statement of such acceptance.</p>
<p><b>Competent authority:</b> The base prospectus was approved on 20 June 2025 by the Commission de Surveillance du Secteur Financier ("<b>CSSF</b>"), 283 route d'Arlon, L-1150 Luxembourg (Telephone number: +352 26 25 1 - 1).</p>
KEY INFORMATION ON THE ISSUER
Who is the Issuer of the Securities?
<p><b>Domicile and legal form of the Issuer, LEI, law under which the Issuer operates and country of incorporation:</b> The Issuer was incorporated under Swiss law and registered in Zurich, Switzerland on 24 September 2007 as a stock corporation under article 620 et seq. of the Swiss Code of Obligations for an unlimited duration. As from that day, it is registered in the Commercial Register of the Canton of Zurich, Switzerland, under the number CHE-113.829.534 and operates under the laws of Switzerland. The registered office of Leonteq Securities AG is at Europaallee 39, 8004 Zurich, Switzerland. The Issuer's legal entity identifier (LEI) is: ML61HP3A4MKTTA1ZB671. The LEI of Leonteq Securities AG, Guernsey Branch is: 549300SCKU4B0LXWV721 and of Leonteq Securities AG, Amsterdam Branch is: 2549008UP5LW6G3XIW43.</p>
<p><b>Issuer's principal activities:</b> The Issuer's main business activities include the development, structuring, distribution, hedging and settlement, lifecycle management and market-making of structured products, as well as the design and management of structured certificates and unit-linked life insurance policies. The Issuer provides some of these core services to platform partners under the terms of cooperation agreements. Additionally, the Issuer provides among others insurance and savings solution products as well as related services to third parties in Switzerland and abroad. The Issuer also distributes financial products to institutional investors and financial intermediaries who offer these products to retail investors.</p>
<p><b>Major shareholders, including whether it is directly or indirectly owned or controlled and by whom:</b> The Issuer's share capital is held in its entirety by Leonteq AG, which as sole shareholder controls the Issuer.</p>
<p><b>Key managing directors:</b> The current managing directors of the Issuer are: Christian Spieler (CEO), Hans Widler, Manish Patnaik, Reto Quadroni, Jasmin Koelbl-Vogt, Alessandro Ricci and Markus Schmid.</p>
<p><b>Statutory auditors:</b> Deloitte AG has audited the financial statements of the Issuer for the financial years ended 31 December 2024 and 31 December 2023 and issued an unqualified opinion in each case.</p>
What is the key financial information regarding the Issuer?

The following key financial information (according to IFRS) has been extracted from the audited financial statements of the Issuer for the financial year ended 31 December 2024.

<b>Summary information – income statement</b>		
	<b>Year ended 31 December 2024 (audited)</b>	<b>Year ended 31 December 2023 (audited)</b>
<b>Selected income statement data</b>		
Net profit (in CHF thousands)	10'081	23'455
<b>Summary information – balance sheet</b>		
	<b>As at 31 December 2024 (unaudited)</b>	<b>As at 31 December 2023 (unaudited)</b>
Net financial debt (financial liabilities minus financial assets) (in CHF thousands)	-365'171	-497'053
<b>Summary information – cash flow</b>		
	<b>As at 31 December 2024 (audited)</b>	<b>As at 31 December 2023 (audited)</b>
Net cash flows from operating activities (in CHF thousands)	-22'650	-346'142
Net cash flows from financing activities (in CHF thousands)	-37'729	-78'033
Net cash flows from investing activities (in CHF thousands)	-26'350	-26'753

**Qualifications in audit report on historical financial information:** There are no qualifications in the audit report of the Issuer on its historical financial information.

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

The Issuer is subject to the following key risks:

- The Issuer is exposed to market risks arising from open positions in interest rate, currency, commodity, credit, equity and other products which arises primarily from the issuance of structured investment products and the related hedging activity. The realisation of such market risks may have a material adverse effect on the financial condition of the Issuer.
- The Issuer's activities expose it to a variety of other risks including operational risk, credit risk of counterparties as well as market liquidity and liquidity and refinancing risk. These risks primarily arise through the issuance of structured investment products, the related investment of cash proceeds and the hedging of market risks through the purchase of derivative products.
- The Issuer's business and financial condition may also be adversely affected by many factors, including in particular, the risk of (i) reduction in its credit rating, and (ii) its valuation and risk measurement model being incorrect or incorrectly used and its risk management measures not being adequate.

#### **KEY INFORMATION ON THE PRODUCTS**

##### **What are the main features of the Securities?**

##### ***Type and class of Securities being offered and/or admitted to trading, including security identification numbers***

The Products are derivative securities in the form of certificates in uncertificated form.

The Products are relating to basket of underlyings as described below.

The Products will be cleared and settled through Euroclear Bank S.A./N.V. and/or Clearstream Banking S.A. and/or SIX SIS Ltd.

**Security identification numbers:** ISIN: CH1491784588; Swiss Security Number: 149178458

##### ***Currency, issue size and term of the Securities***

The currency of the Products will be Euro ("EUR") ( the "Settlement Currency" )

The specified denomination per Product is: EUR 1'000.00

The notional amount is EUR 10'000'000.00

**Redemption Date:** 12/12/2028 This is the date on which the Products are scheduled to redeem. This date may be postponed following the postponement of a valuation date due to a disruption event.

#### ***Rights attached to the Securities***

The Products will give each investor the right to receive a potential coupon amount and a return, together with certain ancillary rights such as the right to receive notice of certain determinations and events. The potential coupon amount and the return on the Products will depend on the performance of the Underlying(s).

#### **Coupon Amount :**

- If, in respect of a Coupon Observation Date, the Coupon Fixing Level of each Underlying in respect of such Coupon Observation Date is at or above the Coupon Trigger Level in respect of each Underlying on such Coupon Observation Date (such event a "**Coupon Trigger Event**"), the coupon amount payable in respect of each Product on the Coupon Payment Date falling immediately after such Coupon Observation Date will be determined in accordance with the following formula:

$$\text{Calculation Amount} \times \left[ \sum_{i=n+1}^N \text{Coupon Rate}_i \right]$$

- Otherwise, the coupon amount payable in respect of each Product on the Coupon Payment Date falling immediately after the relevant Coupon Observation Date will be zero.

Where :

- Coupon Fixing Level:** in respect of a Coupon Observation Date and each Underlying, the official closing price of such Underlying on such Coupon Observation Date.
- i:** a unique integer from 1 to N, each representing a separate Coupon Payment Date.
- n:** in respect of a Coupon Payment Date (the "**Relevant Coupon Payment Date**"), the number of the last Coupon Payment Date on which a coupon amount was paid (if any) preceding the Relevant Coupon Payment Date, provided that if there are no Coupon Payment Dates preceding the Relevant Coupon Payment Date, then "n" shall be zero.
- N:** in respect of the Relevant Coupon Payment Date, the number of the current Relevant Coupon Payment Date.
- Coupon Rate:** the Coupon Rate in respect of Coupon Payment Date "i".

<i>i</i>	<b>Coupon Observation Date(s)</b>	<b>Coupon Trigger Level(s)*</b>	<b>Coupon Payment Date(s)</b>	<b>Coupon Rate</b>	<i>i</i>	<b>Coupon Observation Date(s)</b>	<b>Coupon Trigger Level(s)*</b>	<b>Coupon Payment Date(s)</b>	<b>Coupon Rate</b>
1	05/06/2026	100.00%	12/06/2026	10.0000%	4	06/12/2027	100.00%	13/12/2027	10.0000%
2	07/12/2026	100.00%	14/12/2026	10.0000%	5	05/06/2028	100.00%	12/06/2028	10.0000%
3	07/06/2027	100.00%	14/06/2027	10.0000%	6	05/12/2028	100.00%	12/12/2028	10.0000%

\* Levels are expressed as a percentage of the Initial Fixing Level

**Autocall Redemption Amount:** The Products may be terminated early based upon the performance of the Underlyings. If, in respect of an Autocall Observation Date, the Autocall Fixing Level of each Underlying is at or above its respective Autocall Trigger Level on such Autocall Observation Date (such event an "**Autocall Event**"), the Issuer shall redeem each Product on the Autocall Redemption Date immediately following such Autocall Observation Date at the Autocall Redemption Amount and no further amounts shall be payable in respect of such Product, provided that, any coupon amount payable on the Coupon Payment Date falling on the relevant Autocall Redemption Date shall be the final coupon amount.

Where :

- Autocall Fixing Level:** in respect of an Autocall Observation Date and each Underlying, the official closing price of such Underlying on such Autocall Observation Date.
- Autocall Redemption Amount:** EUR 1'000.00

<i>i</i>	<b>Autocall Observation Date(s)</b>	<b>Autocall Trigger Level(s)*</b>	<b>Autocall Redemption Date(s)</b>	<i>i</i>	<b>Autocall Observation Date(s)</b>	<b>Autocall Trigger Level(s)*</b>	<b>Autocall Redemption Date(s)</b>
1	05/06/2026	100.00%	12/06/2026	4	06/12/2027	100.00%	13/12/2027
2	07/12/2026	100.00%	14/12/2026	5	05/06/2028	100.00%	12/06/2028
3	07/06/2027	100.00%	14/06/2027				

\*Levels are expressed as a percentage of the Initial Fixing Level

#### Redemption Amount :

Unless the Products have been previously redeemed or purchased and cancelled, the Issuer shall redeem the Products on the Redemption Date in accordance with the following:

- If a Barrier Event has NOT occurred, the investor will receive a Cash Settlement in the Settlement Currency which equals the Calculation Amount.
- If a Barrier Event has occurred, the investor will receive a Cash Settlement in the Settlement Currency which equals the Calculation Amount multiplied by the Final Performance.

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

Where:

- **CA or Calculation Amount:** EUR 1'000.00
- **Final Fixing Date:** in respect of the Underlying(s) 05/12/2028 subject to adjustment.
- **Final Fixing Level:** in respect of the Final Fixing Date and each Underlying, the official closing price of such Underlying on the Final Fixing Date.
- **Final Performance:** in respect of an Underlying, a percentage equal to (a) the Final Fixing Level of the Underlying with the lowest Underlying Performance divided by (b) the Initial Fixing Level of the Underlying with the lowest Underlying Performance.
- **Initial Fixing Date:** in respect of the Underlying(s), 05/12/2025, subject to adjustment.
- **Underlying Performance:** in respect of an Underlying, the percentage equal to (a) the Final Fixing Level of such Underlying divided by (b) the Initial Fixing Level of such Underlying.

i	Underlying(s)	Exchange	ISIN	Bloomberg Ticker	Underlying Type	Initial Fixing Level (100.00%)	Barrier Level (70.00%)*	Autocall Trigger Level(s) (100.00%)*	Coupon Trigger Level (100.00%)*
1	ABN AMRO BANK NV-CVA	Euronext Amsterdam	NL0011540547	ABN NA	Share	will be determined on the Initial Fixing Date	will be determined on the Initial Fixing Date	will be determined on the Initial Fixing Date	will be determined on the Initial Fixing Date
2	KONINKLIJKE AHOLD DELHAIZE NV	Euronext Amsterdam	NL0011794037	AD NA	Share	will be determined on the Initial Fixing Date	will be determined on the Initial Fixing Date	will be determined on the Initial Fixing Date	will be determined on the Initial Fixing Date

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

**Governing law:** The Products will be governed by Swiss law and the rights thereunder will be construed accordingly.

**Status of the Products:** The Products constitute direct, unsecured and unsubordinated general obligations of the Issuer and rank equally among themselves and with all other direct unsecured and unsubordinated general obligations of the Issuer. The Products do not evidence deposits of the Issuer. The Products are not insured or guaranteed by any government or government agency.

#### Description of restrictions on free transferability of the Securities

The Products are offered and sold outside the United States to non-U.S. persons in reliance on Regulation S under the Securities Act and must comply with applicable transfer restrictions with respect to the United States.

No offers, sales, resales or deliveries of the Products may be made in or from any jurisdiction and/or to any individual or entity except in circumstances which will result in compliance with any applicable laws and regulations and which will not impose any obligation on the Issuer and/or Leonteq Securities AG (the "**Lead Manager**").

Subject to the above, the Products will be freely transferable.

**Where will the Securities be traded?**



The Issuer and the Lead Manager do not assume any legal obligation in respect of the realisation of admission to trading as of any particular date or the maintenance of any admission to trading that is realised.

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

The Products are subject to the following key risks:

- ***Investors in the Products may lose up to the entire value of their investment in the Products, depending on the performance of the Underlying(s).***
- ***Risks relating to certain features of the Products:***
  - Investors will be exposed to the performance of the underlying which has the worst performance, rather than the basket as a whole. This means that, regardless of how the other Underlyings perform, if the worst performing underlying in the basket fails to meet a relevant threshold or barrier for the calculation of any redemption amount, investors might receive no return on their initial investment and they could lose some or all of their investment
  - The coupon amount will only be paid if the level, price or other applicable value of the Underlying(s) on the relevant valuation date(s) either reaches or crosses one or more specific barrier(s). It is possible that such level, price or other applicable value of the Underlying(s) on the relevant valuation date(s) will not either reach or cross the barrier(s) (as applicable), and therefore, no coupon will be payable on the relevant coupon payment date. This means that the amount of coupon payable to an investor over the term of the Products will vary and may be zero
  - The payment of coupon amount will be conditional on the value or performance of the Underlying(s). The coupon amount payable will be zero on a coupon payment date if the Underlying(s) do not perform in accordance with the terms of the Products although such payment will be deferred to the next coupon payment date. If the Underlying(s) meet the performance criteria, the coupon payable will be an amount for the current coupon payment date plus any amounts deferred from previous coupon payment dates where coupon was not paid. Investors will not be paid any coupon or other allowance for the deferred payments of coupon and it is possible that the Underlying(s) never meet the performance criteria, meaning that investors will not receive any coupon at all for the lifetime of the Products.
- ***Risks relating to the Underlying(s):***
  - Past performance of the Underlying(s) is not indicative of future performance, and performance may be subject to unpredictable change over time;
  - Investors will not have any legal or beneficial rights of ownership in the Underlyings, and no claim against the share issuer or any other third party in relation to the Underlyings; such parties have no obligation to act in investors' interests.
  - The performance of the Underlying(s) cannot be predicted and is determined by macroeconomic factors which may adversely affect the performance of the Underlying(s) and the value and return on the Products. The share issuer may not act in the interests of investors in the Products and any of these actions could adversely affect the value and return on the Products. Investors in the Products will not have any voting rights or rights to dividends or other amounts or rights in respect of the Underlying(s).
- ***No or limited liquidity:*** The Products may have no liquidity or the market for such Products may be limited and this may adversely impact their value or the ability of the Investor to dispose of them.
- ***Secondary market price:*** The market price of the Products prior to maturity may be significantly lower than their original purchase price. Consequently, if you sell your Products before their scheduled maturity (assuming you are able to), you may lose some of your original investment.
- ***Early redemption:*** The Products may be redeemed prior to their scheduled maturity in certain extraordinary circumstances and if an Autocall Event occurs. In such case, investors may only be able to reinvest the proceeds on less favourable market terms compared to when the Products were purchased.

### KEY INFORMATION ON THE OFFER OF PRODUCTS TO THE PUBLIC AND/OR THE ADMISSION TO TRADING ON A REGULATED MARKET

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

#### *Terms and conditions of the offer*

Issue Date: 12/12/2025

The issue price on the Issue Date: 97 % of the Specified Denomination (no distribution fees)

The Products are offered for subscription in the Netherlands during the period from (and including) 12/11/2025 to (and including) the Final Fixing Date.

The Products are offered subject to the following conditions:

- The offer of the Products is conditional on their issue.
- The Issuer reserves the right to withdraw the offer and/or to cancel the issue of the Products for any reason at any time on or prior to the Issue Date.
- The Issuer is not obliged to accept subscription applications and/or to issue subscribed Products.

Description of the application process: Prospective investors may apply to the Authorised Offeror(s) to subscribe for/order Products in accordance with the arrangements existing between the Authorised Offeror(s) and its customers relating to the subscription/order of securities generally.

Details of the minimum and/or maximum amount of application: The minimum amount of application which can be subscribed by the relevant investor equals the Specified Denomination. There is no maximum amount of application. Details of method and time limits for paying up and delivering the Products: Payments for the Products shall be made in accordance with the arrangements existing between the Authorised Offeror(s) and its customers relating to the subscription/order of securities generally, as instructed by the Authorised Offeror(s).

***Estimated expenses or taxes charged to investor by issuer/offeror***

Information about expenses additional to the Issue Price or the purchase price can be obtained from the relevant distributor. There are no estimated expenses or taxes charged to the investor by the Issuer.

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

The Authorised Offeror(s) of the Products shall be each financial intermediary which is authorised to make such offers under Directive 2014/65/EU and accepts the Issuer's offer to grant consent to use the Base Prospectus in connection with the offer of the Products by publishing on its website a relevant statement of such acceptance.

**Why is the Prospectus being produced?**

***Use and estimated net amount of proceeds***

The proceeds from the sale of the Products are used for hedging the payment obligations arising from the issue of the Products and for the purposes of the Issuer's ordinary business activities.

The estimated net proceeds are 100 per cent. of the Issue Size.

***Underwriting agreement on a firm commitment basis:*** The offer of the Products is not subject to an underwriting agreement on a firm commitment basis.

***Description of the most material conflicts of interest pertaining to the offer or the admission to trading***

The Issuer and its subsidiaries, the Lead Manager and the Calculation Agent deal in and hold interests in the Underlying(s) or in components of the Underlying(s) or in options or futures contracts relating to the Underlying(s) or components thereof in their normal course of business and from time to time may participate in transactions connected to the Products for their own account or on behalf of others. Furthermore, Issuer and its subsidiaries may exercise another function in relation to the Products or Underlying(s) or components thereof, such as issuing agent, calculation agent, paying agent and/or administrative agent. The Issuer and its subsidiaries, the Lead Manager and the Calculation Agent can also receive non-public information regarding the Underlying(s) or components of the Underlying(s), but are not obliged to pass such information on to the investors. The Issuer can involve cooperation partners and external advisors in the issuance of Products, e.g., in the composition and adjustment of a basket or index. It is possible that such cooperation partners and advisors may pursue their own interests in the course of an issuance by the Issuer and when providing their associated advice.

The selling price of the Products, where appropriate in addition to fixed issue surcharges, management fees, performance fees or other fees, may contain surcharges on the initial mathematical 'fair' value of the Products (the "**margin**"). This margin will be determined by the Issuer in its reasonable discretion and can differ from surcharges that other issuers impose on comparable products. This margin covers, among other things, the costs of structuring, market making and settlement of the Products and also includes the expected profit for the Issuer.