

ZKB Knock-out Barrier Capital Protection Note with Rebate on Arm Holdings Plc Sponsored ADR share with 100.00% Capital Protection

16.10.2023 - 16.10.2024 | Swiss Security Code 127 346 735

Summary

This Summary is to be understood as an introduction to the present Final Terms. Any investment decision in relation to the products must be based on the information contained in the base prospectus and in these Final Terms in their entirety and not on the Summary. In particular, each investor should consider the risk factors contained in these Final Terms and in the base prospectus.

The Issuer can only be held liable for the content of this Summary if the Summary is misleading, incorrect or contradictory when read together with the other parts of the Final Terms and the base prospectus.

Information on the securities
<p>Type of product: ZKB Knock-out Barrier Capital Protection Note with Rebate SSPA Category: Capital Protection with Knock-out (1130, acc. to the Swiss Derivative Map) ISIN: CH1273467352 Symbol: Z23CJZ Issuer: Zürcher Kantonalbank Finance (Guernsey) Limited Underlying: Arm Holdings Plc Sponsored ADR share Initial Fixing Date: 9 October 2023 Settlement Date: 16 October 2023 Final Fixing Date: 9 October 2024 Redemption Date: 16 October 2024 Type of settlement: cash Minimum Redemption: 100.00% of Denomination at Maturity Strike Price: USD 54.25/100.00% of the Initial Fixing Level Knock-out Level: 140.00% of Initial Fixing Level</p>
Information concerning the offer and admission to trading
<p>Place of the offer: Switzerland Notional Amount/Denomination/Trading Units: Up to USD 5'000'000, with the right to increase / Denomination of USD 1'000 per structured product / USD 1'000 or multiples thereof Issue price: 100.00% of Denomination (USD 1'000) Information on listing: Application to list on the SIX Swiss Exchange will be filed, planned first trading day will be 16 October 2023</p>

Final Terms

1. Product Description

Product Category/Name

Capital Protected Products/Capital Protection with Knock-out (1130, according to the Swiss Derivative Map provided by the Swiss Structured Products Association)

Regulatory Notification

This product does not constitute a collective investment scheme within the meaning of the Swiss Federal Act on Collective Investment Schemes (CISA) and it is not subject to authorisation or supervision by FINMA. The issuer risk is borne by investors.

Issuer

Zürcher Kantonalbank Finance (Guernsey) Limited, Saint Peter Port, Guernsey
 Zürcher Kantonalbank Finance (Guernsey) Limited is a wholly owned and fully consolidated subsidiary of Zürcher Kantonalbank. It is not subject to any direct prudential supervision neither in Guernsey nor in Switzerland and does not have a rating.

Keep-Well Agreement	Zürcher Kantonalbank Finance (Guernsey) Limited is a fully owned subsidiary of Zürcher Kantonalbank. Zürcher Kantonalbank obtains the following ratings: Standard & Poor's: AAA, Moody's: Aaa, Fitch: AAA. Zürcher Kantonalbank is committed to Zürcher Kantonalbank Finance (Guernsey) Limited with sufficient financial means, allowing to satisfy any claims of its creditors in due time. The full text of the Keep-Well Agreement, which is subject to Swiss law, can be found in the publicly available base prospectus.
Lead Manager, Paying Agent, Exercise Agent and Calculation Agent	Zürcher Kantonalbank, Zurich
Symbol/ Swiss Security Code/ISIN	Z23CJZ/ 127 346 735/CH1273467352
Notional Amount/Denomination/ Trading Units	Up to USD 5'000'000, with the right to increase / Denomination of USD 1'000 per structured product / USD 1'000 or multiples thereof
Issue Price per structured product	100.00% of Denomination (94.85% bond part, IRR 5.43% p.a.)
Currency	USD
Underlying	Arm Holdings Plc Sponsored ADR share /US0420682058/NASDAQ/Bloomberg: ARM UW
Exercise Price	USD 54.25/100.00% of the Initial Fixing Level
Participation Rate	100.00% at maturity (if the Underlying never trades at or above the Knock-out Level between Initial Fixing Date and Final Fixing Date. If a Knock-out Event has occurred, the Participation Rate will be 0 %)
Minimum Redemption at Maturity	100.00% of Denomination at Maturity
Knock-out Level	USD 75.95 / 140.00% of the Initial Fixing Level
Rebate Payment	5.00% of Denomination (Rebate Payment will be made if a Knock-out Event has occurred between the Initial Fixing Date and the Final Fixing Date. Payment will be made on the Redemption Date.)
Initial Fixing Date	9 October 2023
Settlement Date	16 October 2023
Last Trading Date	9 October 2024
Final Fixing Date	9 October 2024
Redemption Date	16 October 2024
Initial Fixing Level	USD 54.25, Closing price of Underlying, NASDAQ, on 9 October 2023
Final Fixing Level	Closing Price of the Underlying, NASDAQ on 9 October 2024

Redemption Method

- If the price of the Underlying closes at or below the Initial Fixing Level on the Final Fixing Date and has never traded at or above the Knock-out Level, Redemption will equal the Minimum Redemption.
- If the price of the Underlying closes above the Initial Fixing Level on the Final Fixing Date but below the Knock-out Level and has never traded at or above the Knock-out Level, the Redemption will be calculated according to the following formula:

$$N * \left[KS + P * \max \left(\frac{S_{FF} - K}{S_{IF}}, 0 \right) \right]$$

where

- N = Denomination
- KS = Capital Protection = 100.00%
- P = Participation Rate = 100.00%
- S_{FF} = Final Fixing Level of Underlying
- S_{IF} = Initial Fixing Level of Underlying
- K = Strike Level = 100.00% of Initial Fixing Level

- If the price of the Underlying has traded at or above the Knock-out Level between the Initial Fixing Date and Final Fixing Date, Redemption will be equal to the Minimum Redemption plus a Rebate Payment of 5.00% of the Denomination.

Listing

Application to list on the SIX Swiss Exchange will be filed, planned first trading day will be 16 October 2023.

Secondary Market

Under normal market conditions, Zürcher Kantonalbank intends to provide bid and/or ask prices for this product on a regular basis. There is no obligation to provide corresponding liquidity. The non-binding indicative quotes can be found at www.zkb.ch/finanzinformationen.

Clearing House

SIX SIS AG/Euroclear/Clearstream

Distribution fees

Distribution fees in the form of a discount on the Issue price, reimbursement of a part of the Issue price or other one-off and/or periodic charges may have been paid to one or several distribution partners of this structured product.

Distribution fees to partners outside the group

No distribution fees are paid out to distribution partners outside the group.

Distribution fees to partners inside the group

Distribution fees are paid out to the Lead Manager and amount to 0.1800%.

Sales: 044 293 66 65

SIX Telekurs: .zkb

Internet: www.zkb.ch/finanzinformationen

Reuters: ZKBSTRUCT

Bloomberg: ZKBY <go>

Key Elements of the product

ZKB Knock-out Barrier Capital Protection Note with Rebate is an investment product, which combines the purchase of an "at-the-money" Call option with Knock-out and a bond investment. If the price of the Underlying has never touched or traded above the Knock-out Level during the lifetime of the product, the Redemption will be 100.00% of the Denomination plus 100.00% participation on the upside performance of the Underlying from the Exercise Price on. If the Underlying has traded at or above the Knock-out Level during the lifetime of the product, the option part expires on that respective event. Then the Redemption at maturity will be 100.00% of the Denomination plus a Rebate Payment of 5.00% of the Denomination. In this connection, the Rebate Payment is considered to be the compensation for the loss of the upside participation. If the Underlying closes below the Exercise Price on the Final Fixing Date, and has never traded at or above the Knock-out Level between Initial Fixing Date and Final Fixing Date, the Redemption will be 100.00% of the Denomination.

Taxes

The product is considered as transparent and IUP (Intérêt Unique Prédominant). The implied internal rate of return is subject to income tax for private investors with Swiss tax domicile at sale or maturity (IRR 5.43% p.a., present value of bond part at issue 94.85%) and is determined in compliance with the "modifizierte Differenzbesteuerung" tax rule based on the ESTV Bondfloor Pricing method. The applicable daily exchange rate for foreign currency translation purposes may be an important factor. Any return derived from the option part qualifies as capital gain and is not subject to Swiss income tax for private investors with Swiss tax domicile. The product is not subject to Swiss withholding tax. The Federal securities transfer stamp tax is not levied on secondary market transactions for securities with initial duration of less than one year. This product may be subject to additional withholding taxes or duties, such as related to FATCA, Sect. 871(m) U.S. Tax Code or foreign financial transaction taxes. Any payments due under this product are net of such taxes or duties. The information above is a summary only of the Issuer's understanding of current law and practice in Switzerland relating to the taxation of structured products. The relevant tax law and practice may change. The Issuer does not assume any liability in connection with the above information. The tax information only provides a general overview and can not substitute the personal tax advice to the investor.

Documentation

This document is a non-binding English translation of the Final Terms (Endgültige Bedingungen) published in German and constituting the Final Terms in accordance with article 45 of the Federal Act on Financial Services (FinSA). The English language translation is provided for convenience only.

The binding German version of these Final Terms together with the applicable Base prospectus of the Issuer for the issuance of structured products approved by SIX Exchange Regulation Ltd (together with any supplements thereto, the "Base prospectus") constitute the product documentation for the present issue.

If this structured product was offered for the first time prior to the date of the respective applicable Base prospectus, the further legally binding product terms and conditions (the "Relevant Conditions") are derived from the Base prospectus or issuance program which was in force at the time of the first offer. The information on the Relevant Conditions is incorporated by reference of the respective Base prospectus or issuance program into the applicable Base prospectus in force at the time of issuance.

Except as otherwise defined in these Final Terms, the terms used in these Final Terms have the meaning given to them in the Base prospectus or the Relevant Conditions. In case of discrepancies between information or the provisions in these Final Terms and those in the Base prospectus or the Relevant Conditions, the information and provisions in these Final Terms shall prevail. The present products will be issued in the form of uncertificated securities (Wertrechte) and registered as book-entry securities (Bucheffekten) with SIX SIS Ltd. Investors have no right to require the issuance of any certificates or any proof of evidence for the products. **These Final Terms and the Base prospectus can be ordered free of charge at Zürcher Kantonalbank, Bahnhofstrasse 9, 8001 Zurich, dept. VRIS or by e-mail at documentation@zkb.ch. They are also available on <https://www.zkb.ch/finanzinformationen>.**

Information on the Underlying

Information on the performance of the Underlying is publicly available on www.bloomberg.com. Current annual reports are published on the website of the respective business entity. The transfer of the Underlying is conducted in accordance with their respective statutes.

Notices

Any notice by the Issuer in connection with these structured products, in particular any notice in connection with modifications of the terms and conditions will be validly published on the website <https://www.zkb.ch/finanzinformationen> under the relevant structured product. The Swiss security code search button will lead you directly to the relevant structured product. The notices will be published in accordance with the rules issued by SIX Swiss Exchange for IBL (Internet Based Listing) on the website <https://www.six-exchange-regulation.com/en/home/publications/official-notices.html>

Governing Law/Jurisdiction

Swiss Law/Zurich

2. Profit and Loss Expectations at Maturity

Profit and Loss Expectations at Maturity

ZKB Knock-out Barrier Capital Protection Note with Rebate

Underlying			Redemption		
Price	Percent	Knock-out Level touched	Performance %	Knock-out Level untouched	Performance %
USD 21.70	-60%	USD 1'050.00	5.00%	USD 1'000.00	0.00%
USD 32.55	-40%	USD 1'050.00	5.00%	USD 1'000.00	0.00%
USD 43.40	-20%	USD 1'050.00	5.00%	USD 1'000.00	0.00%
USD 54.25	0%	USD 1'050.00	5.00%	USD 1'000.00	0.00%
USD 65.10	+20%	USD 1'050.00	5.00%	USD 1'200.00	20.00%
USD 75.95	+40%	USD 1'050.00	5.00%	Knock-out Level berührt	
USD 86.80	+60%	USD 1'050.00	5.00%	Knock-out Level berührt	

Source: Zürcher Kantonalbank

If the Final Fixing Level trades above the Exercise Price, the performance of the Underlying from the Exercise Price on multiplied by the Participation Rate will get realised only, if the Underlying has never touched or traded above the Knock-out Level during the lifetime of the product. If the Underlying has touched or traded above the Knock-out Level, the Redemption is according to the Minimum Redemption plus the Rebate Payment. If the Final Fixing Level is below the Exercise Price, the capital protection of 100.00% is guaranteed.

The table above is valid at maturity only and is by no means meant as a price indication for this Structured Product throughout its lifetime. The price of this Structured Product depends on additional risk factors between the Initial Fixing Date and the Final Fixing Date. The price quoted on the secondary market can therefore deviate substantially from the above table.

3. Material Risks for Investors

Issuer Risk

Obligations under this structured product constitute direct, unconditional and unsecured obligations of the Issuer and rank pari passu with other direct, unconditional and unsecured obligations of the Issuer. The value of the structured product not only depends on the performance of the Underlying and other developments in the financial markets, but also on the solvency of the Issuer, which may change during the term of this structured product.

Specific Product Risks

Structured products are complex investment instruments, which entail considerable risks and, accordingly, are only suitable for investors who have the requisite knowledge and experience and understand thoroughly the risks connected with an investment in these structured products and are capable of bearing the economic risks.

The loss potential of an investment in ZKB Knock-out Barrier Capital Protection Note with Rebate is at Maturity limited to the difference between the paid price and the Minimum Redemption. Nevertheless, during the lifetime of the product, the ZKB Knock-out Barrier Capital Protection Note with Rebate may trade at a lower value than the Minimum Redemption. The product is denominated in USD. If the investor's reference currency differs from the USD, the investor bears the risk between the USD and his reference currency.

4. Additional Terms

Modifications

If an extraordinary event as described in the base prospectus occurs in relation to the Underlying/a component of the Underlying or if any other extraordinary event occurs, which makes it impossible or particularly cumbersome for the Issuer, to fulfill its obligations under the products or to calculate the value of the products, the Issuer shall at its own discretion take all the necessary actions and, if necessary may modify the terms and conditions of these products at its own discretion in such way, that the economic value of the products after occurrence of the extraordinary event corresponds, to the extent possible, to the economic value of the products prior to the occurrence of the extraordinary event. Specific modification rules for certain types of Underlyings stated in the base prospectus shall prevail. If the Issuer determines, for whatever reason, that an adequate modification is not possible, the Issuer has the right to redeem the products early.

Change of Obligor	The Issuer is entitled at all times and without the consent of the investors to assign in whole (but not in part) the rights and claims under individual structured products or all of them to a Swiss or foreign subsidiary, branch or holding company of the Zürcher Kantonalbank (the "New Issuer") to the extent that (i) the New Issuer assumes all of the obligations arising out of the assigned structured products which the previous Issuer owed in respect of these structured products, (ii) the Zürcher Kantonalbank enters into a keep-well agreement with the New Issuer with terms equivalent to the one between the Zürcher Kantonalbank and Zürcher Kantonalbank Finance (Guernsey) Limited, (iii) the New Issuer has received from the supervisory authorities of the country in which it is domiciled all necessary approvals for the issue of structured products and the assumption of the obligations under the assigned structured products.
Market Disruptions	Compare specific provisions in the base prospectus.
Prudential Supervision	As a bank within the meaning of the Swiss Federal Act on Banks and Savings Banks (BankG; SR 952.0) and a securities firm within the meaning of the Swiss Federal Act on Financial Institutions (FinlAG; SR 954.1), Zürcher Kantonalbank is subject to the prudential supervision of FINMA, Laupenstrasse 27, CH-3003 Bern, https://www.finma.ch .
Recording of Telephone Conversations	Investors are reminded that telephone conversations with trading or sales units of Zürcher Kantonalbank are recorded. Investors, engaging in telephone conversations with these units provide their tacit consent to the recording of their conversations.
Further Information	This document constitutes neither an offer nor a recommendation or invitation to purchase financial instruments and can't replace the individual investor's own judgement. The information contained in this document does not constitute investment advice but is intended solely as a product description. An investment decision should in any case be made on the basis of these Final Terms and the base prospectus. Particularly, before entering into a transaction, the investor should, if necessary with the assistance of an advisor, examine the conditions for investment in the product in consideration of his personal situation with regard to legal, regulatory, tax and other consequences. Only an investor who is aware of the risks of the transaction and has the financial capacity to bear any losses should enter into such transactions.
Material Changes	Since the end of the last financial year or the date of the interim financial statements, there have been no material changes in the assets, financial or revenue position of the Issuer and Zürcher Kantonalbank.
Responsibility for the Final Terms	Zürcher Kantonalbank, Zurich, and Zürcher Kantonalbank Finance (Guernsey) Limited, Guernsey, assume responsibility for the content of these Final Terms and hereby declare that, to their knowledge, the information contained in these Final Terms is correct and no material circumstances have been omitted.

Zurich, 9 October 2023, last update on 10 October 2023