7.5000% p.a.** ZKB Callable Barrier Reverse Convertible Last Look on worst of Straumann Hldg rs/Dufry rs/Geberit rs

28.11.2019 - 28.05.2021 | Swiss Security Code 47 323 445

New Issue / indicative termsheet

** The information contained herein is purely of an indicative nature. The Issuer/Calculation Agent shall fix the legally binding parameters on the Initial Fixing Date. The Investor acknowledges that the Final Terms of the present Structured Product shall not be fixed until the Initial Fixing Date, and by subscribing to the present Structured Product is indicating his agreement with the Final Terms.

1. Product Description

Product Category/Name

Yield Enhancement/Barrier Reverse Convertible (1230, according to the Swiss Derivative Map provided by the Swiss Structured Products Association)

CISA Notification

This is a Structured Product. It 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, Guernsey
Zürcher Kantonalbank Finance (Guernsey) Limited, Saint Peter Port, Guernsey 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 can be found under Annex 3 of the Issuance Programme.

Lead Manager, Paying Agent, Exercise Agent and Calculation Agent

Zürcher Kantonalbank, Zurich

Symbol/ Swiss Security Code/ISIN

Z916WZ/
47 323 445/CH0473234455

Notional Amount/Denomination/ Trading Units

Up to CHF 3'000'000, with the right to increase / denomination of CHF 1'000 per Structured Product / CHF 1'000 or multiples thereof

Issue Price

100.00% of Denomination

Currency

CHF

Underlying

Straumann Holding AG registered share/CH0012280076/SIX Swiss Exchange /Bloomberg: STMN SE
Dufry AG registered share/CH0023405456/SIX Swiss Exchange/Bloomberg: DUFN SE
Geberit AG registered share/CH0030170408/SIX Swiss Exchange/Bloomberg: GEBN SE

Initial Fixing Value (100%) **
Knock-in Level (65%) **
Ratio

Underlying	Initial Fixing Level**	Knock-in Level**	Ratio**
Straumann Hldg rs	896.0000	582.4000	1.116071
Dufry rs	95.1000	61.8150	10.515247
Geberit rs	513.8000	333.9700	1.946283

Knock-in Level

65.00%** of Initial Fixing Level

Knock-in Level Monitoring

The Knock-in Level Monitoring is solely based on the Final Fixing Level.

Coupon	**7.5000% p.a.** (1.8750% per period**)** interest payment: 0.0000% p.a.**; premium payment: 7.5000% p.a.**
Subscription Period	Subscriptions for these Structured Products can be made **until 21 November 2019, 16:00 CET**. The Issuer has the right to decrease the Number of Structured Products issued or to withdraw the issuance of the Structured Products for any reason. Furthermore, the Issuer shall have the right to close the offer prematurely or to postpone the Subscription Period.
Initial Fixing Date	21 November 2019
Settlement Date	28 November 2019
Last Trading Date	21 May 2021
Final Fixing Date	21 May 2021
Redemption Date	28 May 2021, early redemption possible for the first time on 28 May 2020
Initial Fixing Level	Closing prices of Underlyings on Related Exchanges, on 21 November 2019
Final Fixing Level	Closing prices of Underlyings on Related Exchanges on 21 May 2021

Coupon Payment Dates/Payments

	Coupon Payment Date$_t$*	**Coupon Payment$_t$****
t = 1	28/02/2020	1.8750%
t = 2	28/05/2020	1.8750%
t = 3	28/08/2020	1.8750%
t = 4	28/11/2020	1.8750%
t = 5	28/02/2021	1.8750%
t = 6	28/05/2021	1.8750%

* modified following business day convention

Coupon Calculation Method	30/360 (German), modified following

Observation Dates/Early Redemption Dates

Observations Dates t, whereas t=1 to 4

	Observation Date$_t$	**Early Redemption Date$_t$ ***
t = 1	20/05/2020	28/05/2020
t = 2	21/08/2020	28/08/2020
t = 3	23/11/2020	30/11/2020
t = 4	19/02/2021	26/02/2021

* modified following business day convention

The Observation Dates apply, if it is a day on which commercial banks are open for general business in the city of the Exercise Agent, modified following business day convention.

Redemption Method	**Early Redemption:** On each Observation Date, the Issuer has the right, but not the obligation to call the product and to redeem it on the respective Early Redemption Date. Information flow about redemption is stated in section "Notices" and will immediately take effect on the Observation Date. ■ If the Issuer exercises its one-sided early redemption right, the product will be redeemed at 100% of the Denomination plus Coupon Payment for the respective period. No further payments are made. ■ If the Issuer does not exercise its one-sided early redemption right, the product continues to run until the next Observation Date. **Redemption at Maturity:** If no Early Redemption event has occurred, there are the following possible redemption scenarios: If the price of none of the Underlyings has traded at or below the Knock-in Level at the Final Fixing Date, redemption will be 100% of the Denomination. If the price of one or more of the Underlyings has traded at or below the Knock-in Level at the Final Fixing Date, the investor will receive a physical delivery of a number of Underlyings as defined in Ratio per Denomination of the worst performing Underlying between the Initial Fixing Date and the Final Fixing Date (Fractions will be paid in cash, no cumulation). The Coupon will be paid out on the defined Payment Date(s) independent of the performance of the Underlyings.
Listing	Application to list on the SIX Swiss Exchange will be filed, the first provisory trading day will be 28 November 2019
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	Distribution fees are paid out to distribution partners of this Structured Product outside the group and may amount up to 0.5000% p.a.
Distribution fees to partners inside the group	Distribution fees are paid out to the Lead Manager and may amount up to 0.3333% p.a.
Sales: 044 293 66 65	SIX Telekurs: .zkb Reuters: ZKBSTRUCT Internet: www.zkb.ch/finanzinformationen Bloomberg: ZKBY <go>
Key Elements of the Product	ZKB Callable Barrier Reverse Convertible on worst of is an investment product, which can be redeemed early on different dates at the discretion of the Issuer. The investor achieves an above average return in case of stable, slightly raising or even falling levels of the Underlyings. If no Underlying touched or breached the Knock-in Level at Final Fixing Date, redemption will be 100 % of the Denomination. If at Final Fixing Date, the Knock-in Level of one or more of the Underlyings is touched or breached the investor will receive a physical delivery of the worst performing Underlying (between Initial Fixing Date and Final Fixing Date) according to the Redemption Method. The guaranteed Coupon will be paid out in any case. Because of the guaranteed Coupon the purchase price is clearly below the price of the Underlyings at Initial Fixing Date. During the lifetime, this ZKB Callable Barrier Reverse Convertible on worst of is traded flat accrued interest, i.e. accrued interest is included in the trading price.

Taxes	The product is considered as Non-IUP (Intérêt Unique Prédominant). The coupon payments of 1.8750% (7.5000% p.a.)** are divided in an option premium payment of 7.5000% p.a.** and an interest payment of 0.0000% p.a. ** The option premium part qualifies as capital gain and is not subject to Swiss income tax for private investors with Swiss tax domicile. The interest part is subject to Swiss income tax at the time of payment. The product is not subject to Swiss withholding tax. The Federal securities transfer stamp tax is levied on secondary market transactions of this product. The Federal securities transfer stamp tax will be charged in the case of physical delivery of the underlying securities at maturity. 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 constitutes indicative values (marked **). The Final Terms (Final Terms) under Article 21 of the Additional Rules for the Listing of Derivates of SIX Swiss Exchange are set at initial fixing date. These Final Terms supplement the Issuance Programme of the Issuer dated 15 April 2019 and published in German in the currently valid version. These Final Terms and the Issuance Programme constitute the complete Issuance and Listing Prospectus for this issuance (the 'Listing Prospectus'). Except as otherwise defined in these Final Terms, capitalised terms used in these Final Terms have the meaning as defined in the Glossary in the Issuance Programme. In case of discrepancies between information or the provisions in these Final Terms and those in the Issuance Programme, the information and provisions in these Final Terms shall prevail. Structured Products will be issued as uncertified rights (Wertrechte) and registered as book entry securities (Bucheffekten) with SIX SIS AG. Investors have no right to require the issuance of any certificates or proves of evidence for the Structured Products. **These Final Terms and the Issuance Programme can be ordered free of charge at Zürcher Kantonalbank, Bahnhofstrasse 9, 8001 Zurich, dept. VRIE or by e-mail at documentation@zkb.ch.** This document is not a prospectus in accordance with articles 652a or 1156 of the Swiss Code of Obligations.
Information on the Underlying	Information on the performance of the Underlying / a component 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 / a component 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 Callable Barrier Reverse Convertible Last Look on worst of**

Worst Underlying		Redemption		
Price	**Percent**	**ZKB Callable Barrier Reverse Convertible Last Look on worst of**	**Coupon**	**Performance %**
CHF 358.4000	-60 %	CHF 400.00	CHF 112.50	-48.75 %
CHF 537.6000	-40 %	CHF 600.00	CHF 112.50	-28.75 %
CHF 716.8000	-20 %	CHF 1'000.00	CHF 112.50	11.25 %
CHF 896.0000	0 %	CHF 1'000.00	CHF 112.50	11.25 %
CHF 1'075.2000	+20 %	CHF 1'000.00	CHF 112.50	11.25 %
CHF 1'254.4000	+40 %	CHF 1'000.00	CHF 112.50	11.25 %
CHF 1'433.6000	+60 %	CHF 1'000.00	CHF 112.50	11.25 %

Source: Zürcher Kantonalbank

If the prices of the Underlyings do not close at or below the Knock-in Level on the Final Fixing Date, the performance of the ZKB Callable Barrier Reverse Convertible Last Look on worst of will be at 11.25% **, according to Coupon Payment Date(s).
If on the Final Fixing Date the worst performing Underlying closes at or below the Knock-In Level, then the performance of the Last Look on worst of will correspond to the Denomination minus the percentage performance of the worst performing Underlying. The Coupon will be paid out additionally.

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. It was assumed, that Straumann Hldg rs was the worst performing Underlying. This selection is just a representative example of the possible alternatives.

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 financial 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 Callable Barrier Reverse Convertible on worst of is in case of a Knock-in Event equal to the one of the Underlying with the worst Performance minus the coupon paid out. The price of the Underlying can trade at redemption considerably below the Initial Fixing Level. The Product is denominated in CHF. If the investor's reference currency differs from the CHF, the investor bears the risk between the CHF and his reference currency.

4. Additional Terms

Modifications

If an Extraordinary Event as described in Section IV of the Issuance Programme 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 Structured Products or to calculate the value of the Structured Products, the Issuer shall at its own discretion take all the necessary actions and, if necessary may modify the terms and conditions of these Structured Products at its own discretion in such way, that the economic value of the Structured Products after occurrence of the extraordinary event corresponds, to the extent possible, to the economic value of the Structured Products prior to the occurrence of the extraordinary event. Specific modification rules for certain types of Underlyings stated in Section IV of the Issuance Programme shall prevail. If the Issuer determines, for whatever reason, that an adequate modification is not possible, the Issuer has the right to redeem the Structured 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 Derivatives 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 Derivatives which the previous Issuer owed in respect of these Derivatives, (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 Derivatives and the assumption of the obligations under the assigned Derivatives.
Market Disruptions	Compare specific provisions in the Issuance Programme.
Selling Restrictions	EEA, U.S.A./U.S. persons, United Kingdom, Guernsey
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 dealer within the meaning of the Swiss Federal Act on Securities Exchanges and Securities Trading (BEHG; SR 954.1), Zürcher Kantonalbank is subject to the prudential supervision of FINMA, Laupenstrasse 27, CH-3003 Bern, http://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 issuance programme. 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.

Zurich, 14 November 2019, last update on 14 November 2019