

FORM OF FINAL TERMS

Final Terms

dated 22 January 2014

UniCredit Bank AG
Issue of Turbo Certificates

(the "**Securities**")

under the

Euro 50,000,000,000

**Debt Issuance Programme of
UniCredit Bank AG**

*These final terms (the "**Final Terms**") have been prepared for the purposes of Article 5 para. 4 of the Directive 2003/71/EC, as amended (the "**Prospectus Directive**") in connection with Section 6 para. 3 of the German Securities Prospectus Act, as amended (Wertpapierprospektgesetz, the "**WpPG**"). In order to get the full information the Final Terms are to be read together with the information contained in (a) the base prospectus of UniCredit Bank AG (the "**Issuer**") dated 24 June 2013 for the issuance of Knock-out Securities and Warrants (the "**Base Prospectus**"), (b) any supplements to this Base Prospectus according to Section 16 WpPG (the "**Supplements**") and (c) the registration document of the Issuer dated 17 May 2013 (the "**Registration Document**"), which is incorporated herein by reference.*

The Base Prospectus, any Supplements and these Final Terms are available in printed version free of charge at UniCredit Bank AG, Arabellastraße 12, 81925 Munich, Federal Republic of Germany and in addition on the website www.bourse.unicredit.fr or any successor website thereof in accordance with Section 14 WpPG.

An issue specific summary is annexed to these Final Terms.

SECTION A – GENERAL INFORMATION:

Issue date:

17 January 2014

Issue price:

The issue price per Security is specified in the "Issue Price" column in Table 1.1 of § 1 of the Product and Underlying Data.

Selling concession:

Not applicable

Other commissions:

Not applicable

Issue volume:

The issue volume of each Series issued under and described in these Final Terms is specified in the "Issue volume of Series in units" column in Table 1.1 of § 1 of the Product and Underlying Data.

The issue volume of each Tranche issued under and described in these Final Terms is specified in the "Issue volume of Tranche in units" column in Table 1.1 of § 1 of the Product and Underlying Data.

Product Type:

Call Turbo Securities
Put Turbo Securities

Admission to trading and listing:

Application will be made for the Securities to be admitted to trading with effect from 22 January 2014 on the following regulated or other equivalent markets: NYSE Euronext Paris S.A.

Payment and delivery:

Delivery against payment

Notification:

The German Financial Services Supervisory Authority (the "**BaFin**") has provided to the competent authorities in France a certificate of approval attesting that the Base Prospectus has been drawn up in accordance with the Prospectus Directive.

Terms and conditions of the offer:

The smallest transferable unit is 1 Security.

The smallest tradable unit is 1 Security.

The Securities will be offered to qualified investors, retail investors and/or institutional investors.

No public offer occurs. The Securities shall be admitted to trading on an organised market.

Application to listing will be made as of 22 January 2014 on the following markets:

- NYSE Euronext Paris S.A.

Consent to the use of the Base Prospectus:

The Issuer consents to the use of the Base Prospectus by all financial intermediaries (so-called general consent).

Such consent to use the Base Prospectus is given a period of twelve (12) months after 22 January 2014.

General consent for the subsequent resale or final placement of Securities by the financial intermediaries is given in relation to France.

US Selling Restrictions:

Neither TEFRA C nor TEFRA D

Additional information:

Not applicable

SECTION B – CONDITIONS:

Part A - General Conditions of the Securities

Form, Clearing System, Global Note, Custody

Type of the Securities: certificates

Global Note: Permanent Global Note

Principal Paying Agent: UniCredit Bank AG, Arabellastraße 12, 81925 Munich

Custody: Euroclear France

PART B – PRODUCT AND UNDERLYING DATA

(the "Product and Underlying Data")

§ 1 Product Data

First Day of the Knock-out Period: 22 January 2014

First Trade Date: 22 January 2014

Issue Date: 17 January 2014

Knock-out Amount: EUR 0.-

Minimum Amount: EUR 0.-

Specified Currency: Euro ("EUR")

Website of the Issuer: www.bourse.unicredit.fr

Website for Notices: http://www.bourse.unicredit.fr/tlab2/fr_FR/prix/turbo/infosenplus/nouveautes.jsp?idNode=5810

Table 1.1:

WKN	ISIN	Reuters	Mnémonic Code	Series Number	Tranche Number	Issue Volume of Series in units	Issue Volume of Tranche in units	Issue Price
HVOXKL	DE000HVOXKL3	DEHVOXKL=HVBG	E249T	PF006307	1	5,000,000	5,000,000	EUR 1.069
HVOXKM	DE000HVOXKM1	DEHVOXKM=HVBG	E250T	PF006308	1	5,000,000	5,000,000	EUR 0.819
HVOXKN	DE000HVOXKN9	DEHVOXKN=HVBG	E251T	PF006309	1	5,000,000	5,000,000	EUR 0.569
HVOXKP	DE000HVOXKP4	DEHVOXKP=HVBG	E252T	PF006310	1	5,000,000	5,000,000	EUR 1.074
HVOXKQ	DE000HVOXKQ2	DEHVOXKQ=HVBG	E253T	PF006311	1	5,000,000	5,000,000	EUR 0.823
HVOXKR	DE000HVOXKR0	DEHVOXKR=HVBG	E254T	PF006312	1	5,000,000	5,000,000	EUR 0.572
HVOXKS	DE000HVOXKS8	DEHVOXKS=HVBG	E255T	PF006313	1	5,000,000	5,000,000	EUR 2.788

HVOXKT	DE000HVOXKT6	DEHVOXKT=HVBG	E256T	PF006314	1	5,000,000	5,000,000	EUR 2.54
HVOXKU	DE000HVOXKU4	DEHVOXKU=HVBG	E257T	PF006315	1	5,000,000	5,000,000	EUR 2.292
HVOXKV	DE000HVOXKV2	DEHVOXKV=HVBG	E258T	PF006316	1	5,000,000	5,000,000	EUR 2.044
HVOXKW	DE000HVOXKW0	DEHVOXKW=HVBG	E259T	PF006317	1	5,000,000	5,000,000	EUR 1.797
HVOXKX	DE000HVOXKX8	DEHVOXKX=HVBG	E260T	PF006318	1	5,000,000	5,000,000	EUR 1.549
HVOXKY	DE000HVOXKY6	DEHVOXKY=HVBG	E261T	PF006319	1	5,000,000	5,000,000	EUR 1.302
HVOXKZ	DE000HVOXKZ3	DEHVOXKZ=HVBG	E262T	PF006320	1	5,000,000	5,000,000	EUR 1.055
HVOXK0	DE000HVOXK05	DEHVOXK0=HVBG	E263T	PF006321	1	5,000,000	5,000,000	EUR 0.808
HVOXK1	DE000HVOXK13	DEHVOXK1=HVBG	E264T	PF006322	1	5,000,000	5,000,000	EUR 0.562
HVOXK2	DE000HVOXK21	DEHVOXK2=HVBG	E265T	PF006323	1	5,000,000	5,000,000	EUR 2.328
HVOXK3	DE000HVOXK39	DEHVOXK3=HVBG	E266T	PF006324	1	5,000,000	5,000,000	EUR 2.113
HVOXK4	DE000HVOXK47	DEHVOXK4=HVBG	E267T	PF006325	1	5,000,000	5,000,000	EUR 1.90
HVOXK5	DE000HVOXK54	DEHVOXK5=HVBG	E268T	PF006326	1	5,000,000	5,000,000	EUR 1.689
HVOXK6	DE000HVOXK62	DEHVOXK6=HVBG	E269T	PF006327	1	5,000,000	5,000,000	EUR 1.479
HVOXK7	DE000HVOXK70	DEHVOXK7=HVBG	E270T	PF006328	1	5,000,000	5,000,000	EUR 1.272
HVOXK8	DE000HVOXK88	DEHVOXK8=HVBG	E271T	PF006329	1	5,000,000	5,000,000	EUR 1.065
HVOXK9	DE000HVOXK96	DEHVOXK9=HVBG	E272T	PF006330	1	5,000,000	5,000,000	EUR 0.86
HVOXLA	DE000HVOXLA4	DEHVOXLA=HVBG	E273T	PF006331	1	5,000,000	5,000,000	EUR 0.657
HVOXLB	DE000HVOXLB2	DEHVOXLB=HVBG	E274T	PF006332	1	5,000,000	5,000,000	EUR 0.456
HVOXLC	DE000HVOXLC0	DEHVOXLC=HVBG	E275T	PF006333	1	5,000,000	5,000,000	EUR 0.01
HVOXLD	DE000HVOXLD8	DEHVOXLD=HVBG	E276T	PF006334	1	5,000,000	5,000,000	EUR 0.01
HVOXLE	DE000HVOXLE6	DEHVOXLE=HVBG	E277T	PF006335	1	5,000,000	5,000,000	EUR 0.01
HVOXLF	DE000HVOXLF3	DEHVOXLF=HVBG	E278T	PF006336	1	5,000,000	5,000,000	EUR 0.01
HVOXLG	DE000HVOXLG1	DEHVOXLG=HVBG	E279T	PF006337	1	5,000,000	5,000,000	EUR 0.01

HVOXLH	DE000HVOXLH9	DEHVOXLH=HVBG	E280T	PF006338	1	5,000,000	5,000,000	EUR 0.01
HVOXLJ	DE000HVOXLJ5	DEHVOXLJ=HVBG	E281T	PF006339	1	5,000,000	5,000,000	EUR 0.01
HVOXLK	DE000HVOXLK3	DEHVOXLK=HVBG	E282T	PF006340	1	5,000,000	5,000,000	EUR 0.181
HVOXLL	DE000HVOXLL1	DEHVOXLL=HVBG	E283T	PF006341	1	5,000,000	5,000,000	EUR 0.437
HVOXLM	DE000HVOXLM9	DEHVOXLM=HVBG	E284T	PF006342	1	5,000,000	5,000,000	EUR 0.692
HVOXLN	DE000HVOXLN7	DEHVOXLN=HVBG	E285T	PF006343	1	5,000,000	5,000,000	EUR 0.946
HVOXLP	DE000HVOXLP2	DEHVOXLP=HVBG	E286T	PF006344	1	5,000,000	5,000,000	EUR 1.199
HVOXLQ	DE000HVOXLQ0	DEHVOXLQ=HVBG	E287T	PF006345	1	5,000,000	5,000,000	EUR 1.452
HVOXLR	DE000HVOXLR8	DEHVOXLR=HVBG	E288T	PF006346	1	5,000,000	5,000,000	EUR 0.01
HVOXLS	DE000HVOXLS6	DEHVOXLS=HVBG	E289T	PF006347	1	5,000,000	5,000,000	EUR 0.01
HVOXLT	DE000HVOXLT4	DEHVOXLT=HVBG	E290T	PF006348	1	5,000,000	5,000,000	EUR 0.01
HVOXLU	DE000HVOXLU2	DEHVOXLU=HVBG	E291T	PF006349	1	5,000,000	5,000,000	EUR 0.222
HVOXLV	DE000HVOXLV0	DEHVOXLV=HVBG	E292T	PF006350	1	5,000,000	5,000,000	EUR 0.535
HVOXLW	DE000HVOXLW8	DEHVOXLW=HVBG	E293T	PF006351	1	5,000,000	5,000,000	EUR 0.848
HVOXLX	DE000HVOXLX6	DEHVOXLX=HVBG	E294T	PF006352	1	5,000,000	5,000,000	EUR 1.158
HVOXLY	DE000HVOXLY4	DEHVOXLY=HVBG	E295T	PF006353	1	5,000,000	5,000,000	EUR 1.467
HVOXLZ	DE000HVOXLZ1	DEHVOXLZ=HVBG	E296T	PF006354	1	5,000,000	5,000,000	EUR 1.775
HVOXL0	DE000HVOXL04	DEHVOXL0=HVBG	E297T	PF006355	1	5,000,000	5,000,000	EUR 0.483
HVOXL1	DE000HVOXL12	DEHVOXL1=HVBG	E298T	PF006356	1	5,000,000	5,000,000	EUR 0.726
HVOXL2	DE000HVOXL20	DEHVOXL2=HVBG	E299T	PF006357	1	5,000,000	5,000,000	EUR 0.969
HVOXL3	DE000HVOXL38	DEHVOXL3=HVBG	E300T	PF006358	1	5,000,000	5,000,000	EUR 1.213
HVOXL4	DE000HVOXL46	DEHVOXL4=HVBG	E301T	PF006359	1	5,000,000	5,000,000	EUR 1.457
HVOXL5	DE000HVOXL53	DEHVOXL5=HVBG	E302T	PF006360	1	5,000,000	5,000,000	EUR 1.701
HVOXL6	DE000HVOXL61	DEHVOXL6=HVBG	E303T	PF006361	1	5,000,000	5,000,000	EUR 1.945

HVOXL7	DE000HVOXL79	DEHVOXL7=HVBG	E304T	PF006362	1	5,000,000	5,000,000	EUR 2.19
HVOXL8	DE000HVOXL87	DEHVOXL8=HVBG	E305T	PF006363	1	5,000,000	5,000,000	EUR 0.473
HVOXL9	DE000HVOXL95	DEHVOXL9=HVBG	E306T	PF006364	1	5,000,000	5,000,000	EUR 0.712
HVOXMA	DE000HVOXMA2	DEHVOXMA=HVBG	E307T	PF006365	1	5,000,000	5,000,000	EUR 0.95
HVOXMB	DE000HVOXMB0	DEHVOXMB=HVBG	E308T	PF006366	1	5,000,000	5,000,000	EUR 1.189
HVOXMC	DE000HVOXMC8	DEHVOXMC=HVBG	E309T	PF006367	1	5,000,000	5,000,000	EUR 1.428
HVOXMD	DE000HVOXMD6	DEHVOXMD=HVBG	E310T	PF006368	1	5,000,000	5,000,000	EUR 1.668
HVOXME	DE000HVOXME4	DEHVOXME=HVBG	E311T	PF006369	1	5,000,000	5,000,000	EUR 1.908
HVOXMF	DE000HVOXMF1	DEHVOXMF=HVBG	E312T	PF006370	1	5,000,000	5,000,000	EUR 2.148

Table 1.2:

WKN	ISIN	Underlying	Call/Put	Ratio	Knock-out Barrier	Strike	Final Valuation Date	Final Payment Date	Reference Price
HVOXKL	DE000HVOXKL3	CAC 40 [®]	Call	0.01	4,225	4,225	21 February 2014	28 February 2014	Closing price
HVOXKM	DE000HVOXKM1	CAC 40 [®]	Call	0.01	4,250	4,250	21 February 2014	28 February 2014	Closing price
HVOXKN	DE000HVOXKN9	CAC 40 [®]	Call	0.01	4,275	4,275	21 February 2014	28 February 2014	Closing price
HVOXKP	DE000HVOXKP4	CAC 40 [®]	Call	0.01	4,225	4,225	21 March 2014	28 March 2014	Closing price
HVOXKQ	DE000HVOXKQ2	CAC 40 [®]	Call	0.01	4,250	4,250	21 March 2014	28 March 2014	Closing price
HVOXKR	DE000HVOXKR0	CAC 40 [®]	Call	0.01	4,275	4,275	21 March 2014	28 March 2014	Closing price
HVOXKS	DE000HVOXKS8	CAC 40 [®]	Call	0.01	4,050	4,050	17 April 2014	28 April 2014	Closing price
HVOXKT	DE000HVOXKT6	CAC 40 [®]	Call	0.01	4,075	4,075	17 April 2014	28 April 2014	Closing price
HVOXKU	DE000HVOXKU4	CAC 40 [®]	Call	0.01	4,100	4,100	17 April 2014	28 April 2014	Closing price

HVOXKV	DE000HVOXKV2	CAC 40 [®]	Call	0.01	4,125	4,125	17 April 2014	28 April 2014	Closing price
HVOXKW	DE000HVOXKW0	CAC 40 [®]	Call	0.01	4,150	4,150	17 April 2014	28 April 2014	Closing price
HVOXKX	DE000HVOXKX8	CAC 40 [®]	Call	0.01	4,175	4,175	17 April 2014	28 April 2014	Closing price
HVOXKY	DE000HVOXKY6	CAC 40 [®]	Call	0.01	4,200	4,200	17 April 2014	28 April 2014	Closing price
HVOXKZ	DE000HVOXKZ3	CAC 40 [®]	Call	0.01	4,225	4,225	17 April 2014	28 April 2014	Closing price
HVOXK0	DE000HVOXK05	CAC 40 [®]	Call	0.01	4,250	4,250	17 April 2014	28 April 2014	Closing price
HVOXK1	DE000HVOXK13	CAC 40 [®]	Call	0.01	4,275	4,275	17 April 2014	28 April 2014	Closing price
HVOXK2	DE000HVOXK21	CAC 40 [®]	Call	0.01	4,050	4,050	20 June 2014	27 June 2014	Closing price
HVOXK3	DE000HVOXK39	CAC 40 [®]	Call	0.01	4,075	4,075	20 June 2014	27 June 2014	Closing price
HVOXK4	DE000HVOXK47	CAC 40 [®]	Call	0.01	4,100	4,100	20 June 2014	27 June 2014	Closing price
HVOXK5	DE000HVOXK54	CAC 40 [®]	Call	0.01	4,125	4,125	20 June 2014	27 June 2014	Closing price
HVOXK6	DE000HVOXK62	CAC 40 [®]	Call	0.01	4,150	4,150	20 June 2014	27 June 2014	Closing price
HVOXK7	DE000HVOXK70	CAC 40 [®]	Call	0.01	4,175	4,175	20 June 2014	27 June 2014	Closing price
HVOXK8	DE000HVOXK88	CAC 40 [®]	Call	0.01	4,200	4,200	20 June 2014	27 June 2014	Closing price
HVOXK9	DE000HVOXK96	CAC 40 [®]	Call	0.01	4,225	4,225	20 June 2014	27 June 2014	Closing price
HVOXLA	DE000HVOXLA4	CAC 40 [®]	Call	0.01	4,250	4,250	20 June 2014	27 June 2014	Closing price
HVOXLB	DE000HVOXLB2	CAC 40 [®]	Call	0.01	4,275	4,275	20 June 2014	27 June 2014	Closing price
HVOXLC	DE000HVOXLC0	CAC 40 [®]	Put	0.01	4,275	4,275	21 February 2014	28 February 2014	Closing price
HVOXLD	DE000HVOXLD8	CAC 40 [®]	Put	0.01	4,300	4,300	21 February 2014	28 February 2014	Closing price
HVOXLE	DE000HVOXLE6	CAC 40 [®]	Put	0.01	4,275	4,275	21 March 2014	28 March 2014	Closing price
HVOXLF	DE000HVOXLF3	CAC 40 [®]	Put	0.01	4,300	4,300	21 March 2014	28 March 2014	Closing price
HVOXLG	DE000HVOXLG1	CAC 40 [®]	Put	0.01	4,275	4,275	17 April 2014	28 April 2014	Closing price

HVOXLH	DE000HVOXLH9	CAC 40 [®]	Put	0.01	4,300	4,300	17 April 2014	28 April 2014	Closing price
HVOXLJ	DE000HVOXLJ5	CAC 40 [®]	Put	0.01	4,325	4,325	17 April 2014	28 April 2014	Closing price
HVOXLK	DE000HVOXLK3	CAC 40 [®]	Put	0.01	4,350	4,350	17 April 2014	28 April 2014	Closing price
HVOXLL	DE000HVOXLL1	CAC 40 [®]	Put	0.01	4,375	4,375	17 April 2014	28 April 2014	Closing price
HVOXLM	DE000HVOXLM9	CAC 40 [®]	Put	0.01	4,400	4,400	17 April 2014	28 April 2014	Closing price
HVOXLN	DE000HVOXLN7	CAC 40 [®]	Put	0.01	4,425	4,425	17 April 2014	28 April 2014	Closing price
HVOXLP	DE000HVOXLP2	CAC 40 [®]	Put	0.01	4,450	4,450	17 April 2014	28 April 2014	Closing price
HVOXLQ	DE000HVOXLQ0	CAC 40 [®]	Put	0.01	4,475	4,475	17 April 2014	28 April 2014	Closing price
HVOXLR	DE000HVOXLR8	CAC 40 [®]	Put	0.01	4,275	4,275	20 June 2014	27 June 2014	Closing price
HVOXLS	DE000HVOXLS6	CAC 40 [®]	Put	0.01	4,300	4,300	20 June 2014	27 June 2014	Closing price
HVOXLT	DE000HVOXLT4	CAC 40 [®]	Put	0.01	4,325	4,325	20 June 2014	27 June 2014	Closing price
HVOXLU	DE000HVOXLU2	CAC 40 [®]	Put	0.01	4,350	4,350	20 June 2014	27 June 2014	Closing price
HVOXLV	DE000HVOXLV0	CAC 40 [®]	Put	0.01	4,375	4,375	20 June 2014	27 June 2014	Closing price
HVOXLW	DE000HVOXLW8	CAC 40 [®]	Put	0.01	4,400	4,400	20 June 2014	27 June 2014	Closing price
HVOXLX	DE000HVOXLX6	CAC 40 [®]	Put	0.01	4,425	4,425	20 June 2014	27 June 2014	Closing price
HVOXLY	DE000HVOXLY4	CAC 40 [®]	Put	0.01	4,450	4,450	20 June 2014	27 June 2014	Closing price
HVOXLZ	DE000HVOXLZ1	CAC 40 [®]	Put	0.01	4,475	4,475	20 June 2014	27 June 2014	Closing price
HVOXL0	DE000HVOXL04	DAX [®] (Performance) Index	Put	0.01	9,800	9,800	17 April 2014	28 April 2014	Closing price
HVOXL1	DE000HVOXL12	DAX [®] (Performance) Index	Put	0.01	9,825	9,825	17 April 2014	28 April 2014	Closing price
HVOXL2	DE000HVOXL20	DAX [®] (Performance) Index	Put	0.01	9,850	9,850	17 April 2014	28 April 2014	Closing price
HVOXL3	DE000HVOXL38	DAX [®] (Performance) Index	Put	0.01	9,875	9,875	17 April 2014	28 April 2014	Closing price

HVOXL4	DE000HVOXL46	DAX [®] (Performance) Index	Put	0.01	9,900	9,900	17 April 2014	28 April 2014	Closing price
HVOXL5	DE000HVOXL53	DAX [®] (Performance) Index	Put	0.01	9,925	9,925	17 April 2014	28 April 2014	Closing price
HVOXL6	DE000HVOXL61	DAX [®] (Performance) Index	Put	0.01	9,950	9,950	17 April 2014	28 April 2014	Closing price
HVOXL7	DE000HVOXL79	DAX [®] (Performance) Index	Put	0.01	9,975	9,975	17 April 2014	28 April 2014	Closing price
HVOXL8	DE000HVOXL87	DAX [®] (Performance) Index	Put	0.01	9,800	9,800	20 June 2014	27 June 2014	Closing price
HVOXL9	DE000HVOXL95	DAX [®] (Performance) Index	Put	0.01	9,825	9,825	20 June 2014	27 June 2014	Closing price
HVOXMA	DE000HVOXMA2	DAX [®] (Performance) Index	Put	0.01	9,850	9,850	20 June 2014	27 June 2014	Closing price
HVOXMB	DE000HVOXMB0	DAX [®] (Performance) Index	Put	0.01	9,875	9,875	20 June 2014	27 June 2014	Closing price
HVOXMC	DE000HVOXMC8	DAX [®] (Performance) Index	Put	0.01	9,900	9,900	20 June 2014	27 June 2014	Closing price
HVOXMD	DE000HVOXMD6	DAX [®] (Performance) Index	Put	0.01	9,925	9,925	20 June 2014	27 June 2014	Closing price
HVOXME	DE000HVOXME4	DAX [®] (Performance) Index	Put	0.01	9,950	9,950	20 June 2014	27 June 2014	Closing price
HVOXMF	DE000HVOXMF1	DAX [®] (Performance) Index	Put	0.01	9,975	9,975	20 June 2014	27 June 2014	Closing price

§ 2
Underlying Data

Table 2.1:

Underlying	Underlying Currency	WKN	ISIN	Reuters	Bloomberg	Index Sponsor	Index Calculation Agent	Website
CAC 40 [®]	EUR	969400	FR0003500008	.FCHI	CAC Index	Euronext and Conseil Scientifique	Euronext Indices B.V.	https://indices.nyx.com/
DAX [®] (Performance) Index	EUR	846900	DE0008469008	.GDAXI	DAX Index	Deutsche Börse AG	Deutsche Börse AG	www.dax-indices.com

For further information regarding the past and future value of the Underlying and its volatility, please refer to the Website as specified in the Table 2.1 (or any successor page).

PART C – SPECIAL CONDITIONS OF THE SECURITIES

(the "Special Conditions")

§ 1

Definitions

"**Adjustment Event**" means each of the following events:

- (a) changes in the relevant Index Concept or the calculation of the Underlying, that result in a new relevant Index Concept or calculation of the Underlying being no longer economically equivalent to the original relevant Index Concept or the original calculation of the Underlying; the Calculation Agent determines in its reasonable discretion (§ 315 BGB), whether this is the case;
- (b) the calculation or publication of the Underlying is finally discontinued, or replaced by another index (the "**Index Replacement Event**");
- (c) due to circumstances for which the Issuer is not responsible, the Issuer is no longer entitled to use the Underlying as basis for the calculations or, respectively, specifications described in the Terms and Conditions of these Securities; likewise the Issuer is not responsible for the termination of the license to use the Underlying due to an unacceptable increase in license fees (a "**License Termination Event**");
- (d) any event which is economically equivalent to one of the above-mentioned events with regard to its consequences on the Underlying.

"**Banking Day**" means each day (other than a Saturday or Sunday) on which the Clearing System and the Trans-European Automated Real-time Gross settlement Express Transfer-System (TARGET2) (the "**TARGET2**") are open for business.

"**Calculation Agent**" means the Calculation Agent as specified in § 2 (2) of the General Conditions.

"**Calculation Date**" means each day on which the Reference Price is published by the Index Sponsor or the Index Calculation Agent, as the case may be.

"**Call Event**" means Index Call Event.

"**Change in Law**" means that due to

- (a) the coming into effect of changes in laws or regulations (including but not limited to tax laws or capital market provisions) or
- (b) a change in relevant case law or administrative practice (including but not limited to the administrative practice of the tax or financial supervisory authorities),

in the reasonable discretion (§ 315 BGB) of the Issuer

- (a) the holding, acquisition or sale of the Underlying or assets that are needed in order to hedge price risks or other risks with respect to its obligations under the Securities is or becomes wholly or partially illegal for the Issuer or
- (b) the costs associated with the obligations under the Securities have increased substantially (including but not limited to an increase in tax obligations, the reduction of tax benefits or other negative consequences with regard to tax treatment),

if such changes become effective on or after the First Trade Date.

"**Clearance System**" means the principal domestic clearance system customarily used for settling trades in the securities that form the basis of the Underlying as determined by the Calculation Agent in its reasonable discretion (§ 315 BGB).

"**Clearance System Business Day**" means, with respect to the Clearance System, any day (other than a Saturday or Sunday) on which such Clearance System is open for the acceptance and execution of settlement instructions.

"Clearing System" means Euroclear France SA ("**Euroclear France**").

"Determining Futures Exchange" means the futures exchange, on which respective derivatives of the Underlying or – if derivatives on the Underlying are not traded – its components (the "**Derivatives**") are traded, and as determined by the Calculation Agent in its reasonable discretion (§ 315 BGB) by way of notice pursuant to § 6 of the General Conditions in accordance with such Derivative's number or liquidity.

In the case of a material change in the market conditions at the Determining Futures Exchange, such as a final discontinuation of derivatives' quotation linked to the Underlying or to its components at the Determining Futures Exchange or a considerably restricted number or liquidity, the Calculation Agent will in its reasonable discretion (§ 315 BGB) by way of notice pursuant to § 6 of the General Conditions determine another futures exchange as the determining futures exchange (the "**Substitute Futures Exchange**"). In the event of such a substitution, any reference in the Terms and Conditions of these Securities to the Determining Futures Exchange, depending on the context, shall be deemed to refer to the Substitute Futures Exchange.

"Differential Amount" means the Differential Amount as calculated or, respectively, specified by the Calculation Agent pursuant to § 4 of the Special Conditions.

"Exercise Right" means the Exercise Right as specified in § 3 (1) of the Special Conditions.

"Final Payment Date" means the "Final Payment Date" as specified in the "Final Payment Date" column in Table 1.2 in § 1 of the Product and Underlying Data.

"Final Valuation Date" means the Final Valuation Date as specified in the "Final Valuation Date" column in Table 1.2 in § 1 of the Product and Underlying Data. If the Final Valuation Date is not a Calculation Date the immediately following Banking Day which is a Calculation Date shall be the Final Valuation Date.

"First Day of the Knock-out Period" means the First Day of the Knock-out Period as specified in § 1 of the Product und Underlying Data.

"First Trade Date" means the First Trade Date as specified in § 1 of the Product and Underlying Data.

"Hedging Disruption" means that the Issuer is not able to

(a) close, continue or carry out transactions or acquire, exchange, hold or sell assets (respectively) which are needed in order to hedge price risks or other risks with regard to its obligations under the Securities; the Issuer determines in its reasonable discretion (§ 315 BGB) whether this is the case, or

(b) realise, reclaim or pass on proceeds from such transactions or assets,

under conditions which are economically substantially equivalent to those on the First Trade Date of the Securities.

"Increased Costs of Hedging" means that the Issuer has to pay a substantially higher amount of taxes, duties, expenditures and fees (with the exception of broker fees) compared to the First Trade Date in order to

(a) close, continue or carry out transactions or acquire, exchange, hold or sell assets (respectively) that are needed in order to hedge price risks or other risks with regard to its obligations under the Securities; the Issuer determines in its reasonable discretion (§ 315 BGB) whether this is the case, or

(b) realise, reclaim or pass on proceeds from such transactions or assets, respectively,

whereas cost increases due to a deterioration of the credit-worthiness of the Issuer are not considered as Increased Costs of Hedging.

"Index Calculation Agent" means the Index Calculation Agent as specified in the "Index Calculation Agent" column in Table 2.1 in § 2 of the Product and Underlying Data.

"Index Call Event" means each of the following events:

- (a) an adjustment pursuant to § 8 (2) or (3) of the Special Conditions is not possible or not reasonable with regard to the Issuer and/or the Security Holders;
- (b) no suitable Replacement Underlying is available; the Issuer determines in its reasonable discretion (§ 315 BGB) whether this is the case.
- (c) no suitable substitute for the Index Sponsor and/or the Index Calculation Agent is available; the Calculation Agent determines in its reasonable discretion (§ 315 BGB) whether this is the case;
- (d) a Change in Law and/or a Hedging Disruption and/or Increased Costs of Hedging occurs;
- (e) the Underlying is no longer calculated or published in the Underlying Currency.

"Index Sponsor" means the Index Sponsor as specified in the "Index Sponsor" column in Table 2.1 in § 2 of the Product and Underlying Data.

"Issue Date" means the Issue Date as specified in § 1 of the Product and Underlying Data.

"Knock-out Amount" is the Knock-out Amount as specified in § 1 of the Product and Underlying Data.

"Knock-out Barrier" means the Knock-out Barrier as specified in the "Knock-out Barrier" column in Table 1.2 in § 1 of the Product and Underlying Data.

A **"Knock-out Event"** has occurred if the official price of the Underlying, as published by the Index Sponsor or, respectively, the Index Calculation Agent, with continuous observation during the Knock-out Period has at any time for the first time

In the case of Securities, for which "Call" is specified in the "Call/Put" column in Table 1.2 in § 1 of the Product and Underlying Data:

fallen on or below the Knock-out Barrier.

In the case of Securities, for which "Put" is specified in the "Call/Put" column in Table 1.2 in § 1 of the Product and Underlying Data:

risen on or above the Knock-out Barrier.

"Knock-out Period" means each Calculation Date from the First Day of the Knock-out Period (including) to the Final Valuation Date (including).

"Market Disruption Event" means each of the following events:

- (a) in general the suspension or restriction of trading on the exchanges or the markets on which the securities that form the basis of the Underlying are listed or traded, or on the respective futures exchanges or on the markets on which Derivatives of the Underlying are listed or traded;
- (b) in relation to individual securities which form the basis of the Underlying, the suspension or restriction of trading on the exchanges or on the markets on which such securities are traded or on the respective futures exchange or the markets on which derivatives of such securities are traded;
- (c) in relation to individual Derivatives of the Underlying, the suspension or restriction of trading on the futures exchanges or the markets on which such derivatives are traded;
- (d) the suspension of or failure or the non-publication of the calculation of the Underlying as a result of a decision by the Index Sponsor or the Index Calculation Agent;

to the extent that such Market Disruption Event occurs in the last hour prior to the normal calculation of the Reference Price, which is relevant for the Securities, and continues at the point of time of the normal calculation and is material; the Calculation Agent determines in its reasonable discretion (§ 315 BGB) whether this is the case. Any restriction of the trading hours or the number of days on which trading takes place on the Relevant Exchange or, as the case may be, the Determining Futures Exchange, shall not constitute a Market Disruption Event provided that the restriction occurs due to a previously announced change in the rules of the Relevant Exchange or, as the case may be, the Determining Futures Exchange.

"Minimum Amount" means the Minimum Amount as specified in § 1 of the Product and Underlying Data.

"Principal Paying Agent" means the Principal Paying Agent as specified in § 2 (1) of the General Conditions.

"Ratio" means the Ratio as specified in the "Ratio" column in Table 1.2 in § 1 of the Product and Underlying Data.

"Reference Price" means the Reference Price of the Underlying as specified in the "Reference Price" column in Table 1.2 in § 1 of the Product and Underlying Data.

"Relevant Exchange" means the exchange, on which the components of the Underlying are traded, as determined by the Calculation Agent in its reasonable discretion (§ 315 BGB) by way of notice pursuant to § 6 of the General Conditions in accordance with such components' liquidity.

In the case of a material change in the market conditions at the Relevant Exchange, such as a final discontinuation of the quotation of the components of the Underlying at the Relevant Exchange and the quotation at a different stock exchange or a considerably restricted number or liquidity, the Calculation Agent will in its reasonable discretion (§ 315 BGB) by way of notice pursuant to § 6 of the General Conditions determine another stock exchange as the relevant exchange (the **"Substitute Exchange"**). In the event of a substitution, any reference in the Terms and Conditions of these Securities to the Relevant Exchange shall be deemed to refer to the Substitute Exchange.

"Relevant Reference Price" means the Reference Price on the Final Valuation Date.

"Security Holder" means the holder of a Security.

"Settlement Cycle" means the period of Clearance System Business Days following a transaction on the Relevant Exchange of the securities that form the basis of the Underlying, during which period settlement will customarily occur according to the rules of that Relevant Exchange.

"Specified Currency" means the Specified Currency as specified in § 1 of the Product and Underlying Data.

"Strike" means the Strike as specified in the "Strike" column in Table 1.2 in § 1 of the Product and Underlying Data.

"Terms and Conditions" means the terms and conditions of these Securities as set out in the General Conditions (Part A), the Product and Underlying Data (Part B) and the Special Conditions (Part C).

"Underlying" means the Underlying as specified in the "Underlying" column in Table 1.2 in § 1 of the Product and Underlying Data. The Underlying is specified by the Index Sponsor and is calculated by the Index Calculation Agent.

"Underlying Currency" means the Underlying Currency as specified in the "Underlying Currency" column in Table 2.1 in § 2 of the Product and Underlying Data.

"Valuation Date" means the Final Valuation Date.

"Website for Notices" means the Website for Notices as specified in § 1 of the Product and Underlying Data.

"Website of the Issuer" means the Website of the Issuer as specified in § 1 of the Product and Underlying Data.

§ 2

Interest

The Securities do not bear interest.

§ 3

Exercise Right, Exercise, Knock-out, Payment

- (1) *Exercise Right:* Subject to the occurrence of a Knock-out Event, the Security Holder shall be entitled, according to the Terms and Conditions of these Securities, to demand for each Security the payment of the Differential Amount from the Issuer.
- (2) *Exercise:* The Exercise Right will be automatically exercised on the Final Valuation Date.
- (3) *Knock-out:* Upon the occurrence of a Knock-out Event, the Exercise Right forfeits and the Knock-out Amount will be paid for each Security.
- (4) *Payment:* The Differential Amount will be paid on the Final Payment Date, pursuant to the provisions of § 6 of the Special Conditions.

The Knock-out Amount will be paid five Banking Days after the day, on which the Knock-out Event has occurred, pursuant to the provisions of § 6 of the Special Conditions.

§ 4

Differential Amount

- (1) *Differential Amount:* The Differential Amount per Security equals an amount in the Specified Currency, which will be calculated or, respectively, specified by the Calculation Agent as follows:

In the case of Securities, for which "Call" is specified in the "Call/Put" column in Table 1.2 in § 1 of the Product and Underlying Data:

Differential Amount = (Relevant Reference Price - Strike) x Ratio

However, the Differential Amount is not lower than the Minimum Amount.

In the case of Securities, for which "Put" is specified in the "Call/Put" column in Table 1.2 in § 1 of the Product and Underlying Data:

Differential Amount = (Strike - Relevant Reference Price) x Ratio

However, the Differential Amount is not lower than the Minimum Amount.

- (2) When calculating or, respectively, determining the Differential Amount, no fees, commissions or other costs charged by the Issuer or a third party authorised by the Issuer, will be taken into account.

§ 5

Issuer's Extraordinary Call Right

Issuer's Extraordinary Call Right: Upon the occurrence of a Call Event the Issuer may call the Securities extraordinarily by giving notice pursuant to § 6 of the General Conditions and redeem the Securities at their Cancellation Amount. Such call shall become effective at the time of the notice pursuant to § 6 of the General Conditions or at the time indicated in the notice, as the case may be.

The "**Cancellation Amount**" shall be the reasonable market value of the Securities determined by the Calculation Agent in its reasonable discretion (§ 315 BGB) within ten Banking Days before the extraordinary call becomes effective.

The Cancellation Amount will be paid five Banking Days following the date of the above mentioned notice, or at the date specified in such notice, as the case may be, pursuant to the provisions of § 6 of the Special Conditions.

§ 6

Payments

- (1) *Rounding:* The amounts payable under these Terms and Conditions shall be rounded up or down

to the nearest EUR 0.01, with EUR 0.005 being rounded upwards. However, at least the Minimum Amount shall be paid.

- (2) *Business day convention:* If the due date for any payment under the Securities (the "**Payment Date**") is not a Banking Day then the Security Holders shall not be entitled to payment until the next following Banking Day. The Security Holders shall not be entitled to further interest or other payments in respect of such delay.
- (3) *Manner of payment, discharge:* All payments shall be made to the Principal Paying Agent. The Principal Paying Agent shall pay the amounts due to the Clearing System to be credited to the respective accounts of the depository banks and to be transferred to the Security Holders. The payment to the Clearing System shall discharge the Issuer from its obligations under the Securities in the amount of such a payment.
- (4) *Interest of default:* If the Issuer fails to make payments under the Securities when due, the amount due shall bear interest on the basis of the default interest rate established by law. Such accrual of interest starts on the day following the due date of that payment (including) and ends on the effective date of the payment (including).

§ 7

Market Disruptions

- (1) *Postponement:* Notwithstanding the provisions of § 8 of the Special Conditions, if a Market Disruption Event occurs on a Valuation Date, the respective Valuation Date will be postponed to the next following Calculation Date on which the Market Disruption Event no longer exists.

Any Payment Date relating to such Valuation Date shall be postponed if applicable. Interest shall not be payable due to such postponement.

- (2) *Discretionary valuation:* Should the Market Disruption Event continue for more than 30 consecutive Banking Days the Calculation Agent shall determine in its reasonable discretion (§ 315 BGB) the respective Reference Price required for the calculations or, respectively, specifications described in the Terms and Conditions of these Securities. Such Reference Price shall be determined in accordance with prevailing market conditions at 10:00 a.m. (Munich local time) on the 31st Banking Day, taking into account the economic position of the Security Holders.

If within these 30 Banking Days traded Derivatives of the Underlying expire and are settled on the Determining Futures Exchange, the settlement price established by the Determining Futures Exchange for the there traded Derivatives will be taken into account in order to conduct the calculations or, respectively, specifications described in the Terms and Conditions of these Securities. In that case, the expiration date for those Derivatives is the relevant Valuation Date.

§ 8

Index Concept, Adjustments, Replacement Underlying, New Index Sponsor and New Index Calculation Agent, Replacement Specification

- (1) *Index Concept:* The basis for the calculations or, respectively, specifications of the Calculation Agent described in the Terms and Conditions of these Securities shall be the Underlying with its provisions currently applicable, as developed and maintained by the Index Sponsor, as well as the respective method of calculation, determination, and publication of the price of the Underlying (the "**Index Concept**") applied by the Index Sponsor. This shall also apply if during the term of the Securities changes are made or occur in respect of the Index Concept, or if other measures are taken, which have an impact on the Index Concept, unless otherwise provided in the below provisions.
- (2) *Adjustments:* Upon the occurrence of an Adjustment Event the Calculation Agent shall in its reasonable discretion (§ 315 BGB) adjust the Terms and Conditions of these Securities (in particular the Underlying, the Ratio and/or all prices of the Underlying, which have been specified by the Calculation Agent) and/or all prices of the Underlying determined by the Calculation Agent on the basis of the Terms and Conditions of these Securities in such a way that the economic

position of the Security Holders remains unchanged to the greatest extent possible. Any adjustment will be performed taking into consideration any adjustments made by the Determining Futures Exchange to the there traded Derivatives linked to the Underlying, and the remaining term of the Securities as well as the latest available price of the Underlying. If the Calculation Agent determines that, pursuant to the rules of the Determining Futures Exchange, no adjustments were made to the Derivatives linked to the Underlying, the Terms and Conditions of these Securities regularly remain unchanged. The exercised adjustments and the date of the first application shall be notified according to § 6 of the General Conditions.

- (3) *Replacement Underlying:* In cases of an Index Replacement Event or a License Termination Event, the adjustment pursuant to paragraph (2) is usually made by the Calculation Agent in its reasonable discretion (§ 315 BGB) determining, which index should be used in the future as Underlying (the "**Replacement Underlying**"). If necessary, the Calculation Agent will make further adjustments to the Terms and Conditions of these Securities (in particular to the Underlying, the Ratio and/or all prices of the Underlying, which have been specified by the Issuer) and/or all prices of the Underlying determined by the Calculation Agent pursuant to the Terms and Conditions of these Securities in such a way that the economic position of the Security Holders remains unchanged to the greatest extent possible. The Replacement Underlying and the adjustments made as well as the time of its first application will be published in accordance with § 6 of the General Conditions. From the first application of the Replacement Underlying on, any reference to the Underlying in the Terms and Conditions of these Securities shall be deemed to refer to the Replacement Underlying, unless the context requires otherwise.
- (4) *New Index Sponsor and New Index Calculation Agent:* If the Underlying is no longer determined by the Index Sponsor but rather by another person, company or institution (the "**New Index Sponsor**"), then all calculations or, respectively, specifications described in the Terms and Conditions of these Securities shall occur on the basis of the Underlying as determined by the New Index Sponsor. In this case, any reference to the Index Sponsor shall be deemed as referring to the New Index Sponsor, depending on the context. If the Underlying is no longer calculated by the Index Calculation Agent but rather by another person, company or institution (the "**New Index Calculation Agent**"), then all calculations or, respectively, specifications described in the Terms and Conditions of these Securities shall occur on the basis of the Underlying as calculated by the New Index Calculation Agent. In this case, any reference to the Index Calculation Agent shall be deemed as referring to the New Index Calculation Agent, unless the context requires otherwise.
- (5) *Replacement Specification:* If a price of the Underlying published by the Index Sponsor or the Index Calculation Agent, as the case may be, pursuant to the Terms and Conditions of these Securities will subsequently be corrected and the correction (the "**Corrected Value**") will be published by the Index Sponsor or the Index Calculation Agent, as the case may be, after the original publication, but still within one Settlement Cycle, then the Calculation Agent will notify the Issuer of the Corrected Value without undue delay and shall again specify and publish pursuant to § 6 of the General Conditions the relevant value by using the Corrected Value (the "**Replacement Specification**").

ANNEX – 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 this type of securities and 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 the 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 is included in the Summary with the specification of 'Not applicable'.

A. INTRODUCTION AND WARNINGS

A.1	Warning	<p>This Summary should be read as an introduction to the Base Prospectus.</p> <p>The investor should base any decision to invest in the Securities on consideration of the Base Prospectus as a whole.</p> <p>Where a claim relating to the information contained in this Base Prospectus is brought before a court, the plaintiff investor might, under the national legislation of the Member States, have to bear the costs of translating the Base Prospectus before the legal proceedings are initiated.</p> <p>UniCredit Bank AG, Kardinal-Faulhaber-Straße 1, 80333 Munich (in its capacity as Issuer) assumes liability for the Summary including any translation thereof, but only if the Summary is misleading, inaccurate or inconsistent when read together with the other parts of the Base Prospectus, or it does not provide, when read together with the other parts of the Base Prospectus, all necessary key information.</p>
A.2	<p>Consent to the use of the base prospectus</p> <p>Indication of the offer period</p> <p>Other conditions attached to the consent</p> <p>Provision of terms and conditions of the offer by financial intermediary</p>	<p>Subject to the following paragraphs, the Issuer gives its consent to the use of the Base Prospectus during the term of its validity for subsequent resale or final placement of the Securities by financial intermediaries.</p> <p>Resale or final placement of the Securities by financial intermediaries can be made and consent to use the Base Prospectus is given for an offer period of twelve (12) months following the 22 January 2014.</p> <p>Subject to the condition that each financial intermediary complies with the terms and conditions of the issue, the applicable final terms as well as the applicable selling restrictions, the consent is not subject to any other conditions.</p> <p>In the event of an offer being made by a financial intermediary, this financial intermediary will make available information to investors on the terms and conditions of the offer at the time the offer is made.</p>

B. ISSUER

B.1	Legal and commercial name	UniCredit Bank AG (" UniCredit Bank " or " HVB ", and together with its consolidated subsidiaries, the " HVB Group ") is the legal name. HypoVereinsbank is the commercial name.
B.2	Domicile / Legal form / Legislation / Country of incorporation	UniCredit Bank has its registered office at Kardinal-Faulhaber-Straße 1, 80333 Munich, was incorporated in Germany and is registered with the Commercial Register at the Local Court (<i>Amtsgericht</i>) in Munich under number HRB 42148, incorporated as a stock corporation under the laws of the Federal Republic of Germany.
B.4b	Known trends affecting the issuer and the industries in which it operates	The global economy and the international financial markets will continue to face a high degree of uncertainty in 2013. The financial markets will continue to be affected by the unresolved sovereign debt crisis in particular. The banking sector still faces significant challenges, from both the overall economic environment and pending regulatory initiatives by banking supervisors. In this environment, HVB Group will continually adapt its business strategy to reflect changes in market conditions and carefully review the management signals derived from this on a regular basis.
B.5	Description of the group and the issuer's position	UniCredit Bank is the parent company of HVB Group. HVB Group holds directly and indirectly equity participations in various companies.

	within the group	UniCredit Bank has been an affiliated company of UniCredit S.p.A., Rome, Italy (" UniCredit S.p.A. ", and together with its consolidated subsidiaries, the " UniCredit ") since November 2005 and hence a major part of UniCredit from that date as a sub-group. UniCredit S.p.A. holds directly 100% of UniCredit Bank's share capital.																																																												
B.9	Profit forecast or estimate	Not applicable; no profit forecast or estimate is made.																																																												
B.10	Nature of any qualifications in the audit report on historical financial information	Not applicable. KPMG AG Wirtschaftsprüfungsgesellschaft, the independent auditors (<i>Wirtschaftsprüfer</i>) of UniCredit Bank for the financial years 2011 and 2012, have audited the consolidated financial statements of HVB Group and the unconsolidated financial statements of UniCredit Bank as of and for the years ended 31 December 2011 and 2012 and have issued an unqualified audit opinion thereon.																																																												
B.12	Selected historical key financial information	<p>Consolidated Financial Highlights as of 31 December 2012*</p> <table border="1"> <thead> <tr> <th>Key performance indicators</th> <th>1/1 – 31/12/2012</th> <th>1/1 – 31/12/2011</th> </tr> </thead> <tbody> <tr> <td>Net operating profit</td> <td>€1,807m</td> <td>€1,935m</td> </tr> <tr> <td>Cost-income ratio (based on operating income)</td> <td>58.1%</td> <td>62.1%</td> </tr> <tr> <td>Profit before tax</td> <td>€2,058m</td> <td>€1,615m</td> </tr> <tr> <td>Consolidated profit</td> <td>€1,287m</td> <td>€971m</td> </tr> <tr> <td>Return on equity before tax¹⁾</td> <td>9.2%</td> <td>7.2%</td> </tr> <tr> <td>Return on equity after tax¹⁾</td> <td>5.8%</td> <td>4.3%</td> </tr> <tr> <td>Earnings per share</td> <td>€1.55</td> <td>€1.16</td> </tr> <tr> <td></td> <td></td> <td></td> </tr> <tr> <th>Balance sheet figures</th> <th>31/12/2012</th> <th>31/12/2011</th> </tr> <tr> <td>Total assets</td> <td>€348.3bn</td> <td>€372.3bn</td> </tr> <tr> <td>Shareholders' equity</td> <td>€23.3bn</td> <td>€23.3bn</td> </tr> <tr> <td>Leverage ratio²⁾</td> <td>15.0x</td> <td>16.0x</td> </tr> <tr> <td></td> <td></td> <td></td> </tr> <tr> <th>Key capital ratios compliant with Basel II</th> <th>31/12/2012</th> <th>31/12/2011</th> </tr> <tr> <td>Core capital without hybrid capital (core Tier 1 capital)</td> <td>€19.1bn</td> <td>€19.9bn</td> </tr> <tr> <td>Core capital (Tier 1 capital)</td> <td>€19.5bn</td> <td>€20.6bn</td> </tr> <tr> <td>Risk-weighted assets (including equivalents for market risk and operational risk)</td> <td>€109.8bn</td> <td>€127.4bn</td> </tr> <tr> <td>Core capital ratio without hybrid capital (core Tier 1 ratio)³⁾</td> <td>17.4%</td> <td>15.6%</td> </tr> <tr> <td>Core capital ratio (Tier 1 ratio)³⁾</td> <td>17.8%</td> <td>16.2%</td> </tr> </tbody> </table> <p>* Figures shown in this table are audited and taken from the Issuer's Consolidated Annual Report as of 31 December 2012</p> <p>¹⁾ Return on equity calculated on the basis of average shareholders' equity according to IFRS.</p> <p>²⁾ Ratio of total assets to shareholders' equity compliant with IFRS.</p> <p>³⁾ Calculated on the basis of risk-weighted assets, including equivalents for market risk and operational risk.</p>	Key performance indicators	1/1 – 31/12/2012	1/1 – 31/12/2011	Net operating profit	€1,807m	€1,935m	Cost-income ratio (based on operating income)	58.1%	62.1%	Profit before tax	€2,058m	€1,615m	Consolidated profit	€1,287m	€971m	Return on equity before tax ¹⁾	9.2%	7.2%	Return on equity after tax ¹⁾	5.8%	4.3%	Earnings per share	€1.55	€1.16				Balance sheet figures	31/12/2012	31/12/2011	Total assets	€348.3bn	€372.3bn	Shareholders' equity	€23.3bn	€23.3bn	Leverage ratio ²⁾	15.0x	16.0x				Key capital ratios compliant with Basel II	31/12/2012	31/12/2011	Core capital without hybrid capital (core Tier 1 capital)	€19.1bn	€19.9bn	Core capital (Tier 1 capital)	€19.5bn	€20.6bn	Risk-weighted assets (including equivalents for market risk and operational risk)	€109.8bn	€127.4bn	Core capital ratio without hybrid capital (core Tier 1 ratio) ³⁾	17.4%	15.6%	Core capital ratio (Tier 1 ratio) ³⁾	17.8%	16.2%
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Consolidated Financial Highlights as of 31 March 2013*

Key performance indicators	1/1 – 31/03/2013	1/1 – 31/03/2012
Net operating profit	€554m	€1,100m
Cost-income ratio (based on operating income)	57.9%	43.1%
Profit before tax	€613m	€1,121m
Consolidated profit	€403m	€730m
Return on equity before tax ¹⁾	11.8%	20.0%
Return on equity after tax ¹⁾	8.1%	13.1%
Earnings per share	€0.51	€0.88
Balance sheet figures	31/03/2013	31/12/2012
Total assets	€345.3bn	€348.3bn
Shareholders' equity	€23.7bn	€23.3bn
Leverage ratio ²⁾	14.6x	15.0x
Key capital ratios compliant with Basel II	31/03/2013	31/12/2012
Core capital without hybrid capital (core Tier 1 capital)	€19.2bn	€19.1bn
Core capital (Tier 1 capital)	€19.3bn	€19.5bn
Risk-weighted assets (including equivalents for market risk and operational risk)	€106.6bn	€109.8bn
Core capital ratio without hybrid capital (core Tier 1 ratio) ³⁾	18.0%	17.4%
Core capital ratio (Tier 1 ratio) ³⁾	18.1%	17.8%

* Figures shown in this table are unaudited and taken from the Issuer's Consolidated Interim Report as of 31 March 2013

¹⁾ Return on equity calculated on the basis of average shareholders' equity according to IFRS.

²⁾ Ratio of total assets to shareholders' equity compliant with IFRS.

³⁾ Calculated on the basis of risk-weighted assets, including equivalents for market risk and operational risk.

Statement with regard to no material adverse change in the prospects of the issuer since the date of its last published audited financial statements or a description of any material adverse change

There has been no material adverse change in the prospects of HVB Group since 31 December 2012.

Description of significant change in the financial position subsequent to the period covered by the historical financial information

There has been no significant change in the financial position of HVB Group since 31 March 2013.

B.13	Recent developments	Not applicable. There are no recent events particular to UniCredit Bank which are to a material extent relevant to the evaluation of its solvency.
B.14	Statement of dependency upon other entities within the group	UniCredit S.p.A. holds directly 100% of UniCredit Bank's share capital.
B.15	Principal activities	UniCredit Bank offers a comprehensive range of banking and financial products and services to private, corporate and public sector customers and international companies. Its range extends i.a., from mortgage loans, consumer loans and banking services for private customers, business loans and foreign trade financing for corporate customers through to fund products for all asset classes, advisory and brokerage services, securities transactions, liquidity and financial risk management, advisory services for affluent customers and investment banking products for corporate customers.
B.16	Direct or indirect ownership or control	UniCredit S.p.A. holds directly 100% of UniCredit Bank's share capital.

C. SECURITIES

C.1	Type and class of the securities	<p>Call Turbo Securities Put Turbo Securities</p> <p>Each Tranche of Securities will be issued as non-par value Certificates.</p> <p>"Certificates" are debt instruments in bearer form (<i>Inhaberschuldverschreibungen</i>) pursuant to § 793 German Civil Code (<i>Bürgerliches Gesetzbuch, BGB</i>).</p> <p>The Securities are represented by a permanent global note without interest coupons.</p> <p>The holders of the Securities (the "Security Holders") are not entitled to receive definitive Securities.</p> <table border="1"> <thead> <tr> <th>Series</th> <th>Tranche</th> <th>ISIN</th> <th>WKN</th> </tr> </thead> <tbody> <tr><td>PF006307</td><td>1</td><td>DE000HVOXKL3</td><td>HVOXKL</td></tr> <tr><td>PF006308</td><td>1</td><td>DE000HVOXKM1</td><td>HVOXKM</td></tr> <tr><td>PF006309</td><td>1</td><td>DE000HVOXKN9</td><td>HVOXKN</td></tr> <tr><td>PF006310</td><td>1</td><td>DE000HVOXKP4</td><td>HVOXKP</td></tr> 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C.2	Currency of the securities issue	The Securities are issued in Euro ("EUR") (the "Specified Currency").																																																																												
C.5	Restrictions of any free transferability of the securities	Not applicable. The Securities are freely transferable.																																																																												
C.8	Rights attached to the securities, including ranking and limitations to those rights	<p>Law governing the Securities</p> <p>The form and content of the Securities as well as the rights and obligations of the Issuer and Security Holders are subject to the law of the Federal Republic of Germany.</p> <p>Rights associated with the Securities</p> <p>The Securities have a fixed term. Security Holders shall be entitled to a capital payment linked to the performance of an Underlying (as defined in C.20).</p> <p>Subject to the occurrence of a Knock-out Event (as defined in C.15), the Security Holders shall be entitled to demand payment of the Differential Amount (as defined in C.15) on a Final Payment Date (as defined in C.16) (the "Exercise Right").</p> <p>If a Knock-out Event has occurred, the Security Holders shall be entitled to demand payment of the Knock-out Amount (as defined in C.15).</p> <p>The Securities do not bear interest.</p> <p>Restrictions on the rights</p> <p>The Issuer is entitled to call the Securities and to adjust the Terms and Conditions of these Securities.</p> <p>Status of the Securities</p> <p>Liabilities on the basis of the Securities give rise to direct, unconditional and unsecured liabilities on the part of the Issuer and, subject to provisions to the contrary in the legislation, they shall be of at least the same rank as all other unsecured and not lower-ranking liabilities on the part of the Issuer.</p>																																																																												
C.11	Admission to trading	Application will be made for the Securities to be admitted to trading with effect from 22 January 2014 on the following regulated or other equivalent markets: NYSE Euronext Paris S.A.																																																																												
C.15	Effect of the underlying on the value of the securities	<p>The Securities reflect the performance of the Underlying (as defined in C.20) and allow the Security Holder to participate in both the positive and negative performance of the Underlying during the term of the Securities.</p> <p>Call Turbo Securities are Securities where Security Holders can participate disproportionately (leveraged) in the price development of the Underlying. If the price of the Underlying rises, the price of the Security regularly rises disproportionately. If the price of the Underlying falls, the price of the Securities regularly falls disproportionately.</p> <p>Put Turbo Securities are Securities where Security Holders can participate disproportionately (leveraged) in the reverse price development of the Underlying. If the price of the Underlying falls, the price of the Security regularly rises disproportionately. If the price of the Underlying rises, the price of the Securities regularly falls disproportionately.</p> <p>If <u>no</u> Knock-out Event has occurred, the payment will be made on the Final Payment Date (as defined in C.16) and shall consist of the Differential Amount.</p> <p>If <u>a</u> Knock-out Event has occurred, the payment shall occur prematurely and shall consist of the Knock-out Amount.</p> <p>The "Differential Amount" equals:</p> <ul style="list-style-type: none"> - in the case of Call Turbo Securities an amount by which the Relevant Reference Price (as defined in C.19) exceeds the Strike, multiplied by the Ratio; - in the case of Put Turbo Securities an amount by which the Relevant Reference Price (as defined in 																																																																												

C.19) belows the Strike, multiplied by the Ratio.

However, the Differential Amount is not lower than the Minimum Amount.

A "Knock-out Event" has occurred, if

- in the case of Call Turbo Securites the officially published price of the Underlying with continuous observation during the Knock-out Period has at any time for the first time fallen on or below the Knock-out Barrier;

- in the case of Put Turbo Securites the price of the Underlying with continuous observation during the Knock-out Period has at any time for the first time risen on or above the Knock-out Barrier.

"Knock-out Amount" is EUR 0.-.

"Knock-out Period" is 22 January 2014 (including) to the Final Valuation Date (including).

"Minimum Amount" is EUR 0.-.

WKN	ISIN	Call/Put	Ratio	Knock-out Barrier	Strike
HVOXKL	DE000HVOXKL3	Call	0.01	4,225	4,225
HVOXKM	DE000HVOXKM1	Call	0.01	4,250	4,250
HVOXKN	DE000HVOXKN9	Call	0.01	4,275	4,275
HVOXKP	DE000HVOXKP4	Call	0.01	4,225	4,225
HVOXKQ	DE000HVOXKQ2	Call	0.01	4,250	4,250
HVOXKR	DE000HVOXKR0	Call	0.01	4,275	4,275
HVOXKS	DE000HVOXKS8	Call	0.01	4,050	4,050
HVOXKT	DE000HVOXKT6	Call	0.01	4,075	4,075
HVOXKU	DE000HVOXKU4	Call	0.01	4,100	4,100
HVOXKV	DE000HVOXKV2	Call	0.01	4,125	4,125
HVOXKW	DE000HVOXKW0	Call	0.01	4,150	4,150
HVOXKX	DE000HVOXKX8	Call	0.01	4,175	4,175
HVOXKY	DE000HVOXKY6	Call	0.01	4,200	4,200
HVOXKZ	DE000HVOXKZ3	Call	0.01	4,225	4,225
HVOXK0	DE000HVOXK05	Call	0.01	4,250	4,250
HVOXK1	DE000HVOXK13	Call	0.01	4,275	4,275
HVOXK2	DE000HVOXK21	Call	0.01	4,050	4,050
HVOXK3	DE000HVOXK39	Call	0.01	4,075	4,075
HVOXK4	DE000HVOXK47	Call	0.01	4,100	4,100
HVOXK5	DE000HVOXK54	Call	0.01	4,125	4,125
HVOXK6	DE000HVOXK62	Call	0.01	4,150	4,150
HVOXK7	DE000HVOXK70	Call	0.01	4,175	4,175
HVOXK8	DE000HVOXK88	Call	0.01	4,200	4,200
HVOXK9	DE000HVOXK96	Call	0.01	4,225	4,225
HVOXLA	DE000HVOXLA4	Call	0.01	4,250	4,250
HVOXLB	DE000HVOXLB2	Call	0.01	4,275	4,275
HVOXLC	DE000HVOXLC0	Put	0.01	4,275	4,275
HVOXLD	DE000HVOXLD8	Put	0.01	4,300	4,300
HVOXLE	DE000HVOXLE6	Put	0.01	4,275	4,275
HVOXLF	DE000HVOXLF3	Put	0.01	4,300	4,300
HVOXLG	DE000HVOXLG1	Put	0.01	4,275	4,275
HVOXLH	DE000HVOXLH9	Put	0.01	4,300	4,300
HVOXLJ	DE000HVOXLJ5	Put	0.01	4,325	4,325
HVOXLK	DE000HVOXLK3	Put	0.01	4,350	4,350
HVOXLL	DE000HVOXLL1	Put	0.01	4,375	4,375
HVOXLM	DE000HVOXLM9	Put	0.01	4,400	4,400
HVOXLN	DE000HVOXLN7	Put	0.01	4,425	4,425
HVOXLP	DE000HVOXLP2	Put	0.01	4,450	4,450
HVOXLQ	DE000HVOXLQ0	Put	0.01	4,475	4,475
HVOXLR	DE000HVOXLR8	Put	0.01	4,275	4,275
HVOXLS	DE000HVOXLS6	Put	0.01	4,300	4,300
HVOXLT	DE000HVOXLT4	Put	0.01	4,325	4,325
HVOXLU	DE000HVOXLU2	Put	0.01	4,350	4,350
HVOXLV	DE000HVOXLV0	Put	0.01	4,375	4,375
HVOXLW	DE000HVOXLW8	Put	0.01	4,400	4,400
HVOXLX	DE000HVOXLX6	Put	0.01	4,425	4,425
HVOXLY	DE000HVOXLY4	Put	0.01	4,450	4,450
HVOXLZ	DE000HVOXLZ1	Put	0.01	4,475	4,475
HVOXL0	DE000HVOXL04	Put	0.01	9,800	9,800
HVOXL1	DE000HVOXL12	Put	0.01	9,825	9,825
HVOXL2	DE000HVOXL20	Put	0.01	9,850	9,850
HVOXL3	DE000HVOXL38	Put	0.01	9,875	9,875
HVOXL4	DE000HVOXL46	Put	0.01	9,900	9,900
HVOXL5	DE000HVOXL53	Put	0.01	9,925	9,925
HVOXL6	DE000HVOXL61	Put	0.01	9,950	9,950
HVOXL7	DE000HVOXL79	Put	0.01	9,975	9,975
HVOXL8	DE000HVOXL87	Put	0.01	9,800	9,800
HVOXL9	DE000HVOXL95	Put	0.01	9,825	9,825
HVOXMA	DE000HVOXMA2	Put	0.01	9,850	9,850
HVOXMB	DE000HVOXMB0	Put	0.01	9,875	9,875
HVOXMC	DE000HVOXMC8	Put	0.01	9,900	9,900
HVOXMD	DE000HVOXMD6	Put	0.01	9,925	9,925
HVOXME	DE000HVOXME4	Put	0.01	9,950	9,950

		HVOXMF	DE000HVOXMF1	Put	0.01	9,975	9,975																																																																																																																																																																																																																																																																				
C.16	The expiration or maturity date of the derivative securities – the exercise date or final reference date	<table border="1"> <thead> <tr> <th>WKN</th> <th>ISIN</th> <th>Final Valuation Date</th> <th>Final Payment Date</th> </tr> </thead> <tbody> <tr><td>HVOXKL</td><td>DE000HVOXKL3</td><td>21 February 2014</td><td>28 February 2014</td></tr> <tr><td>HVOXKM</td><td>DE000HVOXKM1</td><td>21 February 2014</td><td>28 February 2014</td></tr> <tr><td>HVOXKN</td><td>DE000HVOXKN9</td><td>21 February 2014</td><td>28 February 2014</td></tr> <tr><td>HVOXKP</td><td>DE000HVOXKP4</td><td>21 March 2014</td><td>28 March 2014</td></tr> <tr><td>HVOXKQ</td><td>DE000HVOXKQ2</td><td>21 March 2014</td><td>28 March 2014</td></tr> <tr><td>HVOXKR</td><td>DE000HVOXKR0</td><td>21 March 2014</td><td>28 March 2014</td></tr> <tr><td>HVOXKS</td><td>DE000HVOXKS8</td><td>17 April 2014</td><td>28 April 2014</td></tr> <tr><td>HVOXKT</td><td>DE000HVOXKT6</td><td>17 April 2014</td><td>28 April 2014</td></tr> 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<tr><td>HVOXMF</td><td>DE000HVOXMF1</td><td>20 June 2014</td><td>27 June 2014</td></tr> </tbody> </table>						WKN	ISIN	Final Valuation Date	Final Payment Date	HVOXKL	DE000HVOXKL3	21 February 2014	28 February 2014	HVOXKM	DE000HVOXKM1	21 February 2014	28 February 2014	HVOXKN	DE000HVOXKN9	21 February 2014	28 February 2014	HVOXKP	DE000HVOXKP4	21 March 2014	28 March 2014	HVOXKQ	DE000HVOXKQ2	21 March 2014	28 March 2014	HVOXKR	DE000HVOXKR0	21 March 2014	28 March 2014	HVOXKS	DE000HVOXKS8	17 April 2014	28 April 2014	HVOXKT	DE000HVOXKT6	17 April 2014	28 April 2014	HVOXKU	DE000HVOXKU4	17 April 2014	28 April 2014	HVOXKV	DE000HVOXKV2	17 April 2014	28 April 2014	HVOXKW	DE000HVOXKW0	17 April 2014	28 April 2014	HVOXKX	DE000HVOXKX8	17 April 2014	28 April 2014	HVOXKY	DE000HVOXKY6	17 April 2014	28 April 2014	HVOXKZ	DE000HVOXKZ3	17 April 2014	28 April 2014	HVOXK0	DE000HVOXK05	17 April 2014	28 April 2014	HVOXK1	DE000HVOXK13	17 April 2014	28 April 2014	HVOXK2	DE000HVOXK21	20 June 2014	27 June 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C.17	Settlement procedure of the securities	<p>All payments shall be made to UniCredit Bank AG (the "Principal Paying Agent"). The Principal Paying Agent shall pay the amounts due to the Clearing System for credit to the respective accounts of the depositary banks for transfer to the Security Holders.</p> <p>The payment to the Clearing System shall discharge the Issuer from its obligations under the Securities in the amount of such payment.</p> <p>"Clearing System" means Euroclear France S.A.</p>																																																																																																																																																																																																																																																																									
C.18	Description of how any return on derivative	<p>Payment of the Differential Amount on the Final Payment Date or payment of the Knock-out Amount five Banking Days after the day, on which the Knock-out Event has occurred.</p>																																																																																																																																																																																																																																																																									

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C.19	Exercise price or final reference price of the underlying	<p>"Relevant Reference Price" means the Reference Price on the Final Valuation Date.</p> <table border="1"> <thead> <tr> <th>WKN</th> <th>ISIN</th> <th>Reference Price</th> </tr> </thead> <tbody> <tr><td>HVOXKL</td><td>DE000HVOXKL3</td><td>Closing price</td></tr> <tr><td>HVOXKM</td><td>DE000HVOXKM1</td><td>Closing price</td></tr> <tr><td>HVOXKN</td><td>DE000HVOXKN9</td><td>Closing price</td></tr> <tr><td>HVOXKP</td><td>DE000HVOXKP4</td><td>Closing price</td></tr> <tr><td>HVOXKQ</td><td>DE000HVOXKQ2</td><td>Closing price</td></tr> <tr><td>HVOXKR</td><td>DE000HVOXKR0</td><td>Closing price</td></tr> <tr><td>HVOXKS</td><td>DE000HVOXKS8</td><td>Closing price</td></tr> <tr><td>HVOXKT</td><td>DE000HVOXKT6</td><td>Closing price</td></tr> <tr><td>HVOXKU</td><td>DE000HVOXKU4</td><td>Closing price</td></tr> <tr><td>HVOXKV</td><td>DE000HVOXKV2</td><td>Closing price</td></tr> <tr><td>HVOXKW</td><td>DE000HVOXKW0</td><td>Closing 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HVOXLK	DE000HVOXLK3	CAC 40 [®] (ISIN FR0003500008)	EUR	Euronext and Conseil Scientifique	Euronext Indices B.V.	https://indices.nyx.com/
HVOXLL	DE000HVOXLL1	CAC 40 [®] (ISIN FR0003500008)	EUR	Euronext and Conseil Scientifique	Euronext Indices B.V.	https://indices.nyx.com/
HVOXLM	DE000HVOXLM9	CAC 40 [®] (ISIN FR0003500008)	EUR	Euronext and Conseil Scientifique	Euronext Indices B.V.	https://indices.nyx.com/
HVOXLN	DE000HVOXLN7	CAC 40 [®] (ISIN FR0003500008)	EUR	Euronext and Conseil Scientifique	Euronext Indices B.V.	https://indices.nyx.com/
HVOXLP	DE000HVOXLP2	CAC 40 [®] (ISIN FR0003500008)	EUR	Euronext and Conseil Scientifique	Euronext Indices B.V.	https://indices.nyx.com/
HVOXLQ	DE000HVOXLQ0	CAC 40 [®] (ISIN FR0003500008)	EUR	Euronext and Conseil Scientifique	Euronext Indices B.V.	https://indices.nyx.com/
HVOXLR	DE000HVOXLR8	CAC 40 [®] (ISIN FR0003500008)	EUR	Euronext and Conseil Scientifique	Euronext Indices B.V.	https://indices.nyx.com/
HVOXLS	DE000HVOXLS6	CAC 40 [®] (ISIN FR0003500008)	EUR	Euronext and Conseil Scientifique	Euronext Indices B.V.	https://indices.nyx.com/
HVOXLT	DE000HVOXLT4	CAC 40 [®] (ISIN FR0003500008)	EUR	Euronext and Conseil Scientifique	Euronext Indices B.V.	https://indices.nyx.com/
HVOXLU	DE000HVOXLU2	CAC 40 [®] (ISIN FR0003500008)	EUR	Euronext and Conseil Scientifique	Euronext Indices B.V.	https://indices.nyx.com/
HVOXLV	DE000HVOXLV0	CAC 40 [®] (ISIN FR0003500008)	EUR	Euronext and Conseil Scientifique	Euronext Indices B.V.	https://indices.nyx.com/
HVOXLW	DE000HVOXLW8	CAC 40 [®] (ISIN FR0003500008)	EUR	Euronext and Conseil Scientifique	Euronext Indices B.V.	https://indices.nyx.com/
HVOXLX	DE000HVOXLX6	CAC 40 [®] (ISIN FR0003500008)	EUR	Euronext and Conseil Scientifique	Euronext Indices B.V.	https://indices.nyx.com/
HVOXLY	DE000HVOXLY4	CAC 40 [®] (ISIN FR0003500008)	EUR	Euronext and Conseil Scientifique	Euronext Indices B.V.	https://indices.nyx.com/
HVOXLZ	DE000HVOXLZ1	CAC 40 [®] (ISIN FR0003500008)	EUR	Euronext and Conseil Scientifique	Euronext Indices B.V.	https://indices.nyx.com/
HVOXL0	DE000HVOXL04	DAX [®] (Performance) Index (ISIN DE0008469008)	EUR	Deutsche Börse AG	Deutsche Börse AG	www.dax-indices.com
HVOXL1	DE000HVOXL12	DAX [®] (Performance) Index (ISIN DE0008469008)	EUR	Deutsche Börse AG	Deutsche Börse AG	www.dax-indices.com
HVOXL2	DE000HVOXL20	DAX [®] (Performance) Index (ISIN DE0008469008)	EUR	Deutsche Börse AG	Deutsche Börse AG	www.dax-indices.com
HVOXL3	DE000HVOXL38	DAX [®] (Performance) Index (ISIN DE0008469008)	EUR	Deutsche Börse AG	Deutsche Börse AG	www.dax-indices.com
HVOXL4	DE000HVOXL46	DAX [®] (Performance) Index (ISIN DE0008469008)	EUR	Deutsche Börse AG	Deutsche Börse AG	www.dax-indices.com
HVOXL5	DE000HVOXL53	DAX [®] (Performance) Index (ISIN DE0008469008)	EUR	Deutsche Börse AG	Deutsche Börse AG	www.dax-indices.com
HVOXL6	DE000HVOXL61	DAX [®] (Performance) Index (ISIN DE0008469008)	EUR	Deutsche Börse AG	Deutsche Börse AG	www.dax-indices.com
HVOXL7	DE000HVOXL79	DAX [®] (Performance) Index (ISIN DE0008469008)	EUR	Deutsche Börse AG	Deutsche Börse AG	www.dax-indices.com
HVOXL8	DE000HVOXL87	DAX [®] (Performance) Index (ISIN DE0008469008)	EUR	Deutsche Börse AG	Deutsche Börse AG	www.dax-indices.com
HVOXL9	DE000HVOXL95	DAX [®] (Performance) Index (ISIN DE0008469008)	EUR	Deutsche Börse AG	Deutsche Börse AG	www.dax-indices.com
HVOXMA	DE000HVOXMA2	DAX [®] (Performance) Index (ISIN DE0008469008)	EUR	Deutsche Börse AG	Deutsche Börse AG	www.dax-indices.com

		HVOXMB	DE000HVOXMB0	DAX [®] (Performance) Index (ISIN DE0008469008)	EUR	Deutsche Börse AG	Deutsche Börse AG	www.dax- indices.com
		HVOXMC	DE000HVOXMC8	DAX [®] (Performance) Index (ISIN DE0008469008)	EUR	Deutsche Börse AG	Deutsche Börse AG	www.dax- indices.com
		HVOXMD	DE000HVOXMD6	DAX [®] (Performance) Index (ISIN DE0008469008)	EUR	Deutsche Börse AG	Deutsche Börse AG	www.dax- indices.com
		HVOXME	DE000HVOXME4	DAX [®] (Performance) Index (ISIN DE0008469008)	EUR	Deutsche Börse AG	Deutsche Börse AG	www.dax- indices.com
		HVOXMF	DE000HVOXMF1	DAX [®] (Performance) Index (ISIN DE0008469008)	EUR	Deutsche Börse AG	Deutsche Börse AG	www.dax- indices.com

For further information about the past and the future performance of the Underlying and its volatility, please refer to the Website, as specified in the table above (or any successor website).

D. RISKS

D.2	Key information on the key risks that are specific to the Issuer	<ul style="list-style-type: none"> • Issuer risk Issuer risk is related to the possibility that the Issuer, with reference to its business and profitability is unable to pay the redemption amount, due to a deterioration in the soundness of assets. • Credit Risk (i) Risks connected to an economic slowdown and volatility of the financial markets; (ii) Deteriorating asset valuations resulting from poor market conditions may adversely affect the HVB Group's future earnings; (iii) The economic conditions of the geographic markets in which the Group operates have had, and may continue to have, adverse effects on the Group's results of operations, business and financial condition; (iv) Non-traditional banking activities expose the HVB Group to additional credit risks; (v) HVB Group's income can be volatile related to trading activities and fluctuations in interest and exchange rates; (vi) Changes in the German and European regulatory framework could adversely affect the Group's business; (vii) Loan losses may exceed anticipated levels; (viii) Risks related to market implementations; (ix) Systemic risk could adversely affect the Group's business. • Market Risk Difficult market situations can add to volatility in HVB Group's income • Liquidity Risk (i) Risks concerning liquidity could affect the Group's ability to meet its financial obligations as they fall due; (ii) HVB Group's results of operations, business and financial condition have been and will continue to be affected by adverse macroeconomic and market conditions; (iii) The European sovereign debt crisis has adversely affected, and may continue to, adversely affect the Group's results of operations, business and financial condition; (iv) HVB Group has significant exposure to weaker Eurozone countries; (v) Disruptions on financial markets potentially impact the liquidity situation of HVB Group. • Operative Risk (i) HVB Group's risk management strategies and techniques may leave HVB Group exposed to unidentified or unanticipated risks; (ii) IT risks; (iii) Risks in connection with outsourcing; (iv) Risks arising from fraud in trading; (v) Risks in connection with legal proceedings; (vi) The Group is involved in pending tax proceedings. • Strategic Risk (i) Risk from overall economic trends and risk from external market changes; (ii) Risks from the strategic orientation of HVB Group's business model; (iii) Risks from the consolidation of the banking market; (iv) Competition risk; (v) Uncertainty about macro-economic developments and risks from increasingly stringent regulatory requirements; (vi) The introduction of Basel III may have a material impact on the capital resources and requirements of HVB Group; (vii) Tax implications – new types of tax to make banks contribute to the cost of the financial crisis; (viii) Risks related to Ratings of HVB Group; (ix) The regulatory environment for HVB Group may change; non-compliance with regulatory requirements may result in enforcement measures. • Additional Risks (i) Business Risk; (ii) Risks arising from HVB's real estate portfolio; (iii) Risks arising from HVB Group's shareholdings/financial investments.
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D.6	Key information on the key risks that are specific to the securities	<ul style="list-style-type: none"> • Potential conflicts of interest Conflict of interest risk is related to the possibility that certain functions of the Issuer, distributors or agents or events with respect to the underlying-linked Securities may be adverse to the interests of the Security Holders. • Risks related to the market (i) Risk that no active trading market for the Securities exists; (ii) Risks relating to the offering volume; (iii) Risk relating to the market value of the Securities; (iv) Risk relating to the expansion of the spread between bid and offer prices; (v) Currency risk with respect to the Securities; (vi) Risk relating to hedging transactions. • Risks related to the Securities in general (i) Credit risk of the Issuer; (ii) Possible limitations of the legality of purchase; (iii) Risks arising from financial market turmoils, the German Bank Restructuring Act and other governmental or regulatory interventions; (iv) Risks due to no own independent review and advice of the investor; (v) Risks arising from financing the purchase of the Securities; (vi) Risks arising from transaction costs; (vii) Inflation risk; (viii) Risks arising from transactions to reduce risks; (ix) Taxation risks. • Risks related to underlying-linked Securities (i) Risks arising from the influence of the Underlying on the market value of the Securities; (ii) Risks arising from the fact that the valuation of the Underlying occurs only at a specified date or time; (iii) Currency risk with respect to the Underlying; (iv) Risks in relation to adjustment events; (v) Risk of market disruptions; (vi) Risk of regulatory consequences to investors in underlying-linked Securities; (vii) Risks arising from negative effects of hedging arrangements by the Issuer on the Securities; (viii) Risks arising from the Issuer's extraordinary call right; (ix) Risks arising from the Issuer's regular call right; (x) Risks arising from the redemption right of the Security Holders; (xi) Risks in relation to a participation factor; (xii) Risks in relation to a ratio. • Risk factors relating to certain features of the Securities (i) Risks related to Call and Put Securities; (ii) risks related to Discount Warrants; (iii) structural risks; (iv) risks related to the Minimum Exercise Amount; (v) risks related to the effects of a knock-out barrier; (vi) risks related to Securities which provide for a constant adjustment of certain variables. • Risks related to Underlyings - General risks (i) Risks arising from the volatility of the value of the Underlying and risk due to a short history; (ii) No rights of ownership of the Underlying; (iii) Risks associated with Underlyings subject to emerging market jurisdictions. - Risks related to indices as Underlying (i) Similar risks to a direct investment in index components; (ii) No influence of the Issuer on the index; (iii) Risks arising from conflicts of interests in relation to indices as Underlying; (iv) Risks in relation to strategy indices as Underlying; (v) Risks in relation to price indices as Underlying; (vi) Risks in relation to net return indices as Underlying; (vii) Risks in relation to short indices as Underlying; (viii) Risks in relation to leverage indices as Underlying; (ix) Risks in relation to distributing indices as Underlying; (x) Risks in relation to excess return indices as Underlying; (xi) Risk of country or sector related indices; (xii) Currency exchange risk contained in the index; (xiii) Adverse effect of fees on the index level; (xiv) Risks with respect to the publication of the index composition which is not constantly updated. The Securities are not capital protected. Investors may lose the value of their entire investment or part of it.
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E. OFFER

E.2b	Reasons for the offer and use of proceeds when different from making profit and/or hedging certain risks	The net proceeds from each issue of Securities will be used by the Issuer for its general corporate purposes.
E.3	Description of the terms and conditions of the offer	<p>The smallest transferable unit is 1 Security.</p> <p>The smallest tradable unit is 1 Security.</p> <p>The Securities will be offered to qualified investors, retail investors and/or institutional investors. No public offer occurs. The Securities shall be admitted to trading on an organised market.</p> <p>Application to listing will be made as of 22 January 2014 on the following markets:</p>

		● NYSE Euronext Paris S.A.
E.4	Any interest that is material to the issue/offer including conflicting interest	Any distributors and/or its affiliates may be customers of, and borrowers from the Issuer and its affiliates. In addition, any of such distributors and their affiliates may have engaged, and may in the future engage, in investment banking and/or commercial banking transactions with, and may perform services for the Issuer and its affiliates in the ordinary course of business.
E.7	Estimated expenses charged to the investor by the Issuer or the distributor	Not applicable. No such expenses will be charged to the investor by the Issuer or a distributor.

RÉSUMÉ DU PROSPECTUS

Le résumé se compose d'une série d'informations clés, désignées sous le terme d'éléments, qui sont présentés en cinq Sections A à E et numérotés de A.1 à E.7 (les « **Eléments** »).

Ce résumé contient l'ensemble des Eléments devant figurer dans le résumé d'un prospectus relatif à cette catégorie de valeurs mobilières et à ce type d'émetteur. Tous les Eléments ne devant pas être renseignés, la numérotation des Eléments dans le présent résumé n'est pas continue.

Il est possible qu'aucune information pertinente ne puisse être fournie au sujet d'un Elément donné qui doit figurer dans le présent Résumé du fait de la catégorie de valeurs mobilières et du type d'émetteur concernés. Dans ce cas, une description sommaire de l'Elément concerné figure dans le Résumé avec la mention « sans objet ».

A. INTRODUCTION ET AVERTISSEMENTS

A.1	Avertissements	<p>Le présent résumé doit être lu comme une introduction au Prospectus de Base.</p> <p>Toute décision d'investir dans les Titres doit être fondée sur un examen exhaustif de l'ensemble du Prospectus de Base par l'investisseur.</p> <p>Lorsqu'une action concernant l'information contenue dans le Prospectus de Base est intentée devant un tribunal, l'investisseur plaignant peut, selon la législation nationale des Etats Membres, avoir à supporter les frais de traduction du Prospectus de Base avant le début de la procédure judiciaire.</p> <p>La responsabilité civile de UniCredit Bank AG, Kardinal-Faulhaber-Straße 1, 80333 Munich, en sa qualité d'Emetteur présentant ce Résumé ainsi que la traduction de celui-ci, peut être engagée à la condition que le contenu du Résumé soit trompeur, inexact ou contradictoire par rapport aux autres parties du Prospectus de Base, ou qu'il ne fournisse pas, à la lecture des autres parties du Prospectus de Base, l'ensemble des informations clés.</p>
A.2	<p>Consentement de l'Emetteur à l'utilisation du Prospectus de Base</p> <p>Indication de la période d'offre</p> <p>Autres conditions attachées au consentement de l'Emetteur</p> <p>Information sur les modalités de l'offre faite par un intermédiaire financier</p>	<p>Sous réserve des paragraphes suivants, l'Emetteur donne son consentement à l'utilisation du Prospectus de Base, pour sa durée de validité, pour toutes reventes ultérieures ou tout placement final des Titres par des intermédiaires financiers.</p> <p>Une revente ou un placement final des Titres par des intermédiaires financiers peut être réalisé(e) et le consentement à l'usage du Prospectus de Base est donné pour une période d'offre de douze (12) mois suivant le 22 January 2014.</p> <p>Sous réserve que chaque intermédiaire financier se conforme aux modalités de l'émission, aux conditions définitives applicables ainsi qu'aux restrictions de vente applicables, le consentement n'est pas soumis à d'autres conditions.</p> <p>En cas d'offre faite par un intermédiaire financier, celui-ci informera les investisseurs sur les modalités de l'offre au moment où celle-ci est faite.</p>

B. EMETTEUR

B.1	Raison sociale et nom commercial de l'Emetteur	UniCredit Bank AG (« UniCredit Bank » ou « HVB », et ensemble avec ses filiales consolidées, le « Groupe HVB »). Le nom commercial est HypoVereinsbank.
B.2	Siège social / Forme juridique / Droit applicable / Pays d'origine	UniCredit Bank, dont le siège social est situé à Kardinal-Faulhaber-Straße 1, 80333 Munich, a été constituée en Allemagne et immatriculée au Registre du Commerce du Tribunal de Première Instance de Munich (Amtsgericht) sous le numéro HRB 42148, enregistrée comme une société de capitaux en vertu des lois de la République Fédérale d'Allemagne.
B.4b	Description de toute tendance connue ayant des répercussions sur l'Emetteur et ses secteurs d'activité	L'économie mondiale et les marchés financiers internationaux continueront à subir un degré d'incertitude élevé en 2013. Les marchés financiers demeureront notamment affectés par la crise non résolue des dettes souveraines. Le secteur bancaire continue de faire face à des défis importants émanant à la fois de l'environnement économique général et d'initiatives réglementaires en cours des superviseurs bancaires. Dans ce contexte, le Groupe HVB continuera à adapter sa stratégie aux changements des conditions de marché et examinera soigneusement et régulièrement les indicateurs de gestion en découlant.

B.5	Groupe auquel appartient l'Emetteur	<p>UniCredit Bank est la société mère du Groupe HVB. Le Groupe HVB détient directement et indirectement des participations dans plusieurs sociétés.</p> <p>UniCredit Bank est une filiale de la société UniCredit S.p.A., Rome, Italie (« UniCredit S.p.A. », et ensemble avec ses filiales consolidées, « UniCredit ») depuis novembre 2005, et constitue depuis cette date un sous-groupe important d'UniCredit. UniCredit S.p.A. détient directement 100% du capital d'UniCredit Bank.</p>																																																																		
B.9	Prévision ou estimation de bénéfice	Sans objet. Aucune prévision ou estimation de bénéfice n'est disponible.																																																																		
B.10	Réserves sur les informations financières historiques	Sans objet. KPMG AG Wirtschaftsprüfungsgesellschaft, les commissaires aux comptes (Wirtschaftsprüfer) d'UniCredit Bank pour les exercices 2011 et 2012, ont audité les comptes consolidés du Groupe HVB et les comptes non consolidés d'UniCredit pour les exercices clos les 31 décembre 2011 et 2012 et ont rendu une opinion qui n'est assortie d'aucune réserve.																																																																		
B.12	Informations financières historiques	<p>Faits financiers consolidés marquants au 31 décembre 2012*</p> <table border="1"> <thead> <tr> <th>Indicateurs de performance clés</th> <th>1/1 – 31/12/2012</th> <th>1/1 – 31/12/2011</th> </tr> </thead> <tbody> <tr> <td>Bénéfice net d'exploitation</td> <td>1 807 m €</td> <td>1 935 m €</td> </tr> <tr> <td>Ratio coûts revenus (basé sur les recettes totales)</td> <td>58,1%</td> <td>62,1%</td> </tr> <tr> <td>Bénéfice avant impôts</td> <td>2 058 m €</td> <td>1 615 m €</td> </tr> <tr> <td>Bénéfice consolidé</td> <td>1 287 m €</td> <td>971 m €</td> </tr> <tr> <td>Rendement des capitaux propres avant impôts¹</td> <td>9,2%</td> <td>7,2%</td> </tr> <tr> <td>Rendement des capitaux propres après impôts¹</td> <td>5,8%</td> <td>4,3%</td> </tr> <tr> <td>Bénéfice par action</td> <td>1,55 €</td> <td>1,16 €</td> </tr> <tr> <td></td> <td></td> <td></td> </tr> <tr> <td>Chiffres du bilan</td> <td>31/12/2012</td> <td>31/12/2011</td> </tr> <tr> <td>Total des Actifs</td> <td>384,3 mds €</td> <td>372,3 mds €</td> </tr> <tr> <td>Capitaux propres</td> <td>23,3 mds €</td> <td>23,3 mds €</td> </tr> <tr> <td>Ratio de levier²</td> <td>15,0x</td> <td>16,0x</td> </tr> <tr> <td></td> <td></td> <td></td> </tr> <tr> <td>Principaux ratios de fonds propres conformes à Bâle II</td> <td>31/12/2012</td> <td>31/12/2011</td> </tr> <tr> <td>Fonds propres de base sans capital hybride (Fonds propres de base Tier 1)</td> <td>19,1 mds €</td> <td>19,9 mds €</td> </tr> <tr> <td>Fonds propres de base (Fonds propres Tier 1)</td> <td>19,5 mds €</td> <td>20,6 mds €</td> </tr> <tr> <td>Actifs à risques pondérés (incluant les équivalents pour les risques de marché et le risque opérationnel)</td> <td>109,8 mds €</td> <td>127,4 mds €</td> </tr> <tr> <td>Ratio de fonds propres de base sans capital hybride (ratio de base Tier 1)³</td> <td>17,4%</td> <td>15,6%</td> </tr> <tr> <td>Ratio de fonds propres de base (ratio de base Tier 1)³</td> <td>17,8%</td> <td>16,2%</td> </tr> </tbody> </table> <p>* L'information financière indiquée dans le présent tableau est audité et extraite des états financiers consolidés au 31 décembre 2012.</p> <p>1) Rendement des capitaux propres calculé sur la base des capitaux propres moyens calculés conformément aux normes IFRS.</p> <p>2) Ratio du total des actifs sur les capitaux propres calculés en IFRS.</p> <p>3) Calculé sur la base des actifs à risques pondérés, incluant les équivalents pour les risques de marché et le risque opérationnel.</p> <p>Faits financiers consolidés marquants au 31 mars 2013*</p> <table border="1"> <thead> <tr> <th>Indicateurs de performance clés</th> <th>1/1 – 31/03/2013</th> <th>1/1 – 31/03/2012</th> </tr> </thead> <tbody> <tr> <td></td> <td></td> <td></td> </tr> </tbody> </table>	Indicateurs de performance clés	1/1 – 31/12/2012	1/1 – 31/12/2011	Bénéfice net d'exploitation	1 807 m €	1 935 m €	Ratio coûts revenus (basé sur les recettes totales)	58,1%	62,1%	Bénéfice avant impôts	2 058 m €	1 615 m €	Bénéfice consolidé	1 287 m €	971 m €	Rendement des capitaux propres avant impôts ¹	9,2%	7,2%	Rendement des capitaux propres après impôts ¹	5,8%	4,3%	Bénéfice par action	1,55 €	1,16 €				Chiffres du bilan	31/12/2012	31/12/2011	Total des Actifs	384,3 mds €	372,3 mds €	Capitaux propres	23,3 mds €	23,3 mds €	Ratio de levier ²	15,0x	16,0x				Principaux ratios de fonds propres conformes à Bâle II	31/12/2012	31/12/2011	Fonds propres de base sans capital hybride (Fonds propres de base Tier 1)	19,1 mds €	19,9 mds €	Fonds propres de base (Fonds propres Tier 1)	19,5 mds €	20,6 mds €	Actifs à risques pondérés (incluant les équivalents pour les risques de marché et le risque opérationnel)	109,8 mds €	127,4 mds €	Ratio de fonds propres de base sans capital hybride (ratio de base Tier 1) ³	17,4%	15,6%	Ratio de fonds propres de base (ratio de base Tier 1) ³	17,8%	16,2%	Indicateurs de performance clés	1/1 – 31/03/2013	1/1 – 31/03/2012			
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	financières historiques	
B.13	Description de tout événement récent	Sans objet. Aucun événement récent propre à UniCredit Bank ne présente un intérêt significatif pour l'évaluation de sa solvabilité.
B.14	Déclaration concernant la dépendance de l'Emetteur à l'égard d'autres entités du groupe	UniCredit S.p.A détient directement 100% du capital d'UniCredit Bank.
B.15	Description des principales activités de l'Emetteur	UniCredit Bank propose une gamme complète de produits bancaires et financiers à une clientèle privée, aux entreprises, à des clients du secteur public et à des entreprises internationales. Sa gamme s'étend, entre autres, aux prêts immobiliers et services bancaires destinés aux consommateurs, à la clientèle privée, aux prêts commerciaux et financements du commerce extérieur à destination des entreprises, aux produits de fonds pour toutes catégories d'actifs, services de conseils et de courtage, opérations sur titres, gestion des risques financiers et de la liquidité, service de conseil pour clientèle fortunée et produits de banque d'investissement à destination des entreprises.
B.16	Contrôle ou détention direct(e) ou indirect(e)	UniCredit S.p.A. détient directement 100% du capital d'UniCredit Bank.

C. TITRES

C.1	Nature, catégorie et numéro d'identification des valeurs mobilières	<p>Titres Call Turbo Titres Put Turbo</p> <p>Chaque Tranche de Titres sera émise sans valeur nominale Certificats.</p> <p>Les "Certificats" sont des titres de créance au porteur (<i>Inhaberschuldverschreibungen</i>) conformément au paragraphe 793 du Code Civil allemand (Bürgerliches Gesetzbuch, BGB).</p> <p>Les Titres sont représentés par un titre global permanent sans coupons.</p> <p>Les porteurs de Titres (les « Porteurs de Titres ») ne peuvent prétendre recevoir des Titres définitifs.</p> <table border="1"> <thead> <tr> <th>Souche</th> <th>Tranche</th> <th>ISIN</th> <th>WKN</th> </tr> </thead> <tbody> <tr><td>PF006307</td><td>1</td><td>DE000HVOXKL3</td><td>HVOXKL</td></tr> <tr><td>PF006308</td><td>1</td><td>DE000HVOXKM1</td><td>HVOXKM</td></tr> <tr><td>PF006309</td><td>1</td><td>DE000HVOXKN9</td><td>HVOXKN</td></tr> <tr><td>PF006310</td><td>1</td><td>DE000HVOXKP4</td><td>HVOXKP</td></tr> <tr><td>PF006311</td><td>1</td><td>DE000HVOXKQ2</td><td>HVOXKQ</td></tr> <tr><td>PF006312</td><td>1</td><td>DE000HVOXKR0</td><td>HVOXKR</td></tr> <tr><td>PF006313</td><td>1</td><td>DE000HVOXKS8</td><td>HVOXKS</td></tr> <tr><td>PF006314</td><td>1</td><td>DE000HVOXKT6</td><td>HVOXKT</td></tr> <tr><td>PF006315</td><td>1</td><td>DE000HVOXKU4</td><td>HVOXKU</td></tr> <tr><td>PF006316</td><td>1</td><td>DE000HVOXKV2</td><td>HVOXKV</td></tr> <tr><td>PF006317</td><td>1</td><td>DE000HVOXKW0</td><td>HVOXKW</td></tr> <tr><td>PF006318</td><td>1</td><td>DE000HVOXKX8</td><td>HVOXKX</td></tr> <tr><td>PF006319</td><td>1</td><td>DE000HVOXKY6</td><td>HVOXKY</td></tr> <tr><td>PF006320</td><td>1</td><td>DE000HVOXKZ3</td><td>HVOXKZ</td></tr> <tr><td>PF006321</td><td>1</td><td>DE000HVOXK05</td><td>HVOXK0</td></tr> <tr><td>PF006322</td><td>1</td><td>DE000HVOXK13</td><td>HVOXK1</td></tr> <tr><td>PF006323</td><td>1</td><td>DE000HVOXK21</td><td>HVOXK2</td></tr> <tr><td>PF006324</td><td>1</td><td>DE000HVOXK39</td><td>HVOXK3</td></tr> <tr><td>PF006325</td><td>1</td><td>DE000HVOXK47</td><td>HVOXK4</td></tr> <tr><td>PF006326</td><td>1</td><td>DE000HVOXK54</td><td>HVOXK5</td></tr> <tr><td>PF006327</td><td>1</td><td>DE000HVOXK62</td><td>HVOXK6</td></tr> <tr><td>PF006328</td><td>1</td><td>DE000HVOXK70</td><td>HVOXK7</td></tr> <tr><td>PF006329</td><td>1</td><td>DE000HVOXK88</td><td>HVOXK8</td></tr> <tr><td>PF006330</td><td>1</td><td>DE000HVOXK96</td><td>HVOXK9</td></tr> <tr><td>PF006331</td><td>1</td><td>DE000HVOXLA4</td><td>HVOXLA</td></tr> <tr><td>PF006332</td><td>1</td><td>DE000HVOXLB2</td><td>HVOXLB</td></tr> <tr><td>PF006333</td><td>1</td><td>DE000HVOXLC0</td><td>HVOXLC</td></tr> <tr><td>PF006334</td><td>1</td><td>DE000HVOXLD8</td><td>HVOXLD</td></tr> <tr><td>PF006335</td><td>1</td><td>DE000HVOXLE6</td><td>HVOXLE</td></tr> <tr><td>PF006336</td><td>1</td><td>DE000HVOXLF3</td><td>HVOXLF</td></tr> <tr><td>PF006337</td><td>1</td><td>DE000HVOXLG1</td><td>HVOXLG</td></tr> <tr><td>PF006338</td><td>1</td><td>DE000HVOXLH9</td><td>HVOXLH</td></tr> <tr><td>PF006339</td><td>1</td><td>DE000HVOXLJ5</td><td>HVOXLJ</td></tr> <tr><td>PF006340</td><td>1</td><td>DE000HVOXLK3</td><td>HVOXLK</td></tr> <tr><td>PF006341</td><td>1</td><td>DE000HVOXLL1</td><td>HVOXLL</td></tr> <tr><td>PF006342</td><td>1</td><td>DE000HVOXLM9</td><td>HVOXLM</td></tr> <tr><td>PF006343</td><td>1</td><td>DE000HVOXLN7</td><td>HVOXLN</td></tr> </tbody> </table>	Souche	Tranche	ISIN	WKN	PF006307	1	DE000HVOXKL3	HVOXKL	PF006308	1	DE000HVOXKM1	HVOXKM	PF006309	1	DE000HVOXKN9	HVOXKN	PF006310	1	DE000HVOXKP4	HVOXKP	PF006311	1	DE000HVOXKQ2	HVOXKQ	PF006312	1	DE000HVOXKR0	HVOXKR	PF006313	1	DE000HVOXKS8	HVOXKS	PF006314	1	DE000HVOXKT6	HVOXKT	PF006315	1	DE000HVOXKU4	HVOXKU	PF006316	1	DE000HVOXKV2	HVOXKV	PF006317	1	DE000HVOXKW0	HVOXKW	PF006318	1	DE000HVOXKX8	HVOXKX	PF006319	1	DE000HVOXKY6	HVOXKY	PF006320	1	DE000HVOXKZ3	HVOXKZ	PF006321	1	DE000HVOXK05	HVOXK0	PF006322	1	DE000HVOXK13	HVOXK1	PF006323	1	DE000HVOXK21	HVOXK2	PF006324	1	DE000HVOXK39	HVOXK3	PF006325	1	DE000HVOXK47	HVOXK4	PF006326	1	DE000HVOXK54	HVOXK5	PF006327	1	DE000HVOXK62	HVOXK6	PF006328	1	DE000HVOXK70	HVOXK7	PF006329	1	DE000HVOXK88	HVOXK8	PF006330	1	DE000HVOXK96	HVOXK9	PF006331	1	DE000HVOXLA4	HVOXLA	PF006332	1	DE000HVOXLB2	HVOXLB	PF006333	1	DE000HVOXLC0	HVOXLC	PF006334	1	DE000HVOXLD8	HVOXLD	PF006335	1	DE000HVOXLE6	HVOXLE	PF006336	1	DE000HVOXLF3	HVOXLF	PF006337	1	DE000HVOXLG1	HVOXLG	PF006338	1	DE000HVOXLH9	HVOXLH	PF006339	1	DE000HVOXLJ5	HVOXLJ	PF006340	1	DE000HVOXLK3	HVOXLK	PF006341	1	DE000HVOXLL1	HVOXLL	PF006342	1	DE000HVOXLM9	HVOXLM	PF006343	1	DE000HVOXLN7	HVOXLN
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		PF006344	1	DE000HVOXLP2	HVOXLP
		PF006345	1	DE000HVOXLQ0	HVOXLQ
		PF006346	1	DE000HVOXLR8	HVOXLR
		PF006347	1	DE000HVOXLS6	HVOXLS
		PF006348	1	DE000HVOXLT4	HVOXLT
		PF006349	1	DE000HVOXLU2	HVOXLU
		PF006350	1	DE000HVOXLV0	HVOXLV
		PF006351	1	DE000HVOXLW8	HVOXLW
		PF006352	1	DE000HVOXLX6	HVOXLX
		PF006353	1	DE000HVOXLY4	HVOXLY
		PF006354	1	DE000HVOXLZ1	HVOXLZ
		PF006355	1	DE000HVOXL04	HVOXL0
		PF006356	1	DE000HVOXL12	HVOXL1
		PF006357	1	DE000HVOXL20	HVOXL2
		PF006358	1	DE000HVOXL38	HVOXL3
		PF006359	1	DE000HVOXL46	HVOXL4
		PF006360	1	DE000HVOXL53	HVOXL5
		PF006361	1	DE000HVOXL61	HVOXL6
		PF006362	1	DE000HVOXL79	HVOXL7
		PF006363	1	DE000HVOXL87	HVOXL8
		PF006364	1	DE000HVOXL95	HVOXL9
		PF006365	1	DE000HVOXMA2	HVOXMA
		PF006366	1	DE000HVOXMB0	HVOXMB
		PF006367	1	DE000HVOXMC8	HVOXMC
		PF006368	1	DE000HVOXMD6	HVOXMD
		PF006369	1	DE000HVOXME4	HVOXME
		PF006370	1	DE000HVOXMF1	HVOXMF
C.2	Devise d'émission	Les Titres sont libellés en Euro ("EUR") (la « Devise Prévüe »).			
C.5	Restrictions à la libre négociabilité des Titres	Sans objet. Les Titres sont librement négociables.			
C.8	Description des droits attachés aux Titres	<p>Droit applicable aux Titres</p> <p>Les Titres ainsi que les droits et obligations de l'Emetteur et des Porteurs de Titres sont régis par les lois de la République Fédérale d'Allemagne.</p> <p>Droits attachés aux Titres</p> <p>Les Titres ont une échéance fixe. Les Porteurs de Titres ont droit au paiement d'un capital lié à la performance d'un Sous-Jacent (tel que défini à la Section C.20).</p> <p>Sous réserve de la survenance d'un Cas de Désactivation (tel que défini à la Section C.15), les Porteurs de Titres ont le droit d'exiger le paiement du Montant Différentiel (tel que défini à la Section C.15) lors d'une Date de Paiement Final (telle que définie à la Section C.16) (le « Droit d'Exercice »).</p> <p>Si un Cas de Désactivation s'est produit, les Porteurs de Titres ont le droit d'exiger le paiement du Montant de Désactivation (tel que défini à la Section C.15).</p> <p>Les Titres ne portent pas intérêt.</p> <p>Limitation des droits</p> <p>L'Emetteur peut rembourser les Titres par anticipation et ajuster les modalités de ceux-ci.</p> <p>Rang des Titres</p> <p>Les obligations de l'Emetteur découlant des Titres constituent des engagements directs, inconditionnels et non-assortis de sûretés, et auront à tout moment égalité de rang, sauf dispositions légales contraires, avec tout autre engagement de l'Emetteur, présent ou futur, non-assorti de sûretés et non-subordonné.</p>			
C.11	Admission aux négociations	Une demande d'admission des Titres aux négociations à compter du 22 January 2014 sur le marché réglementé suivant ou tout marché équivalent NYSE Euronext Paris S.A. sera faite.			
C.15	Effets de l'instrument sous-jacent sur la valeur des Titres	<p>Les Titres répliquent la performance du Sous-Jacent (tel que défini dans la section C.20) et permettent aux Porteurs de Titres de participer à la performance positive ou négative du Sous-Jacent pendant la durée de vie des Titres.</p> <p>Les Titres Call Turbo sont des Titres permettant aux Porteurs de Titres de participer dans une mesure disproportionnée (avec effet de levier) à l'évolution du prix du Sous-Jacent. Si le prix du Sous-Jacent augmente, le prix du Titre augmente régulièrement dans une mesure disproportionnée. Si le prix du Sous-Jacent baisse, le prix des Titres baisse régulièrement dans une mesure disproportionnée.</p> <p>Les Titres Put Turbo sont des Titres permettant aux Porteurs de Titres de participer dans une mesure disproportionnée (avec effet de levier) et en sens inverse à l'évolution du prix du Sous-Jacent. Si le prix du Sous-Jacent baisse, le prix du Titre augmente régulièrement dans une mesure disproportionnée. Si le prix du Sous-Jacent augmente, le prix des Titres baisse régulièrement dans une mesure disproportionnée.</p> <p>Si aucun Cas de Désactivation ne s'est produit, le paiement sera effectué à la Date de Paiement</p>			

Final (telle que définie à la Section C.16) et sera égal au Montant Différentiel.

Si un Cas de Désactivation s'est produit, le paiement sera effectué prématurément et sera égal au Montant de Désactivation.

Le « Montant Différentiel » est égal :

- dans le cas de Titres Call Turbo, au montant dont le Prix de Référence Correspondant (tel que défini à la Section C.19) excède le Prix de Base, multiplié par le Ratio ;
- dans le cas de Titres Put Turbo, au montant dont le Prix de Référence Correspondant (tel que défini à la Section C.19) est inférieur au Prix de Base, multiplié par le Ratio.

Toutefois, le Montant Différentiel n'est pas inférieur au Montant Minimum.

Un « Cas de Désactivation » s'est produit si :

- dans le cas de Titres Call Turbo, le prix officiellement publié du Sous-Jacent, observé de manière continue pendant la Période de Désactivation, a chuté pour la première fois, à un moment quelconque, au niveau ou en-dessous du niveau de la Barrière Désactivante ;
- dans le cas de Titres Put Turbo, le prix du Sous-Jacent, observé de manière continue pendant la Période de Désactivation, a augmenté pour la première fois, à un moment quelconque, au niveau ou au-dessus du niveau de la Barrière Désactivante.

Le « Montant de Désactivation » est EUR 0.-.

La « Période de Désactivation » est 22 January 2014 (inclus) jusqu'au Date d'Evaluation Finale (inclus).

Le « Montant Minimum » est EUR 0.-.

WKN	ISIN	Call/Put	Ratio	Barrière Désactivante	Prix de Base
HVOXKL	DE000HVOXKL3	Call	0.01	4,225	4,225
HVOXKM	DE000HVOXKM1	Call	0.01	4,250	4,250
HVOXKN	DE000HVOXKN9	Call	0.01	4,275	4,275
HVOXKP	DE000HVOXKP4	Call	0.01	4,225	4,225
HVOXKQ	DE000HVOXKQ2	Call	0.01	4,250	4,250
HVOXKR	DE000HVOXKR0	Call	0.01	4,275	4,275
HVOXKS	DE000HVOXKS5	Call	0.01	4,050	4,050
HVOXKT	DE000HVOXKT6	Call	0.01	4,075	4,075
HVOXKU	DE000HVOXKU4	Call	0.01	4,100	4,100
HVOXKV	DE000HVOXKV2	Call	0.01	4,125	4,125
HVOXKW	DE000HVOXKW0	Call	0.01	4,150	4,150
HVOXKX	DE000HVOXKX8	Call	0.01	4,175	4,175
HVOXKY	DE000HVOXKY6	Call	0.01	4,200	4,200
HVOXKZ	DE000HVOXKZ3	Call	0.01	4,225	4,225
HVOXK0	DE000HVOXK05	Call	0.01	4,250	4,250
HVOXK1	DE000HVOXK13	Call	0.01	4,275	4,275
HVOXK2	DE000HVOXK21	Call	0.01	4,050	4,050
HVOXK3	DE000HVOXK39	Call	0.01	4,075	4,075
HVOXK4	DE000HVOXK47	Call	0.01	4,100	4,100
HVOXK5	DE000HVOXK54	Call	0.01	4,125	4,125
HVOXK6	DE000HVOXK62	Call	0.01	4,150	4,150
HVOXK7	DE000HVOXK70	Call	0.01	4,175	4,175
HVOXK8	DE000HVOXK88	Call	0.01	4,200	4,200
HVOXK9	DE000HVOXK96	Call	0.01	4,225	4,225
HVOXLA	DE000HVOXLA4	Call	0.01	4,250	4,250
HVOXLB	DE000HVOXLB2	Call	0.01	4,275	4,275
HVOXLC	DE000HVOXLC0	Put	0.01	4,275	4,275
HVOXLD	DE000HVOXLD8	Put	0.01	4,300	4,300
HVOXLE	DE000HVOXLE6	Put	0.01	4,275	4,275
HVOXLF	DE000HVOXLF3	Put	0.01	4,300	4,300
HVOXLG	DE000HVOXLG1	Put	0.01	4,275	4,275
HVOXLH	DE000HVOXLH9	Put	0.01	4,300	4,300
HVOXLJ	DE000HVOXLJ5	Put	0.01	4,325	4,325
HVOXLK	DE000HVOXLK3	Put	0.01	4,350	4,350
HVOXLL	DE000HVOXLL1	Put	0.01	4,375	4,375
HVOXLM	DE000HVOXLM9	Put	0.01	4,400	4,400
HVOXLN	DE000HVOXLN7	Put	0.01	4,425	4,425
HVOXLP	DE000HVOXLP2	Put	0.01	4,450	4,450
HVOXLQ	DE000HVOXLQ0	Put	0.01	4,475	4,475
HVOXLR	DE000HVOXLR8	Put	0.01	4,275	4,275
HVOXLS	DE000HVOXLS6	Put	0.01	4,300	4,300
HVOXLT	DE000HVOXLT4	Put	0.01	4,325	4,325
HVOXLU	DE000HVOXLU2	Put	0.01	4,350	4,350
HVOXLV	DE000HVOXLV0	Put	0.01	4,375	4,375
HVOXLW	DE000HVOXLW8	Put	0.01	4,400	4,400
HVOXLX	DE000HVOXLX6	Put	0.01	4,425	4,425
HVOXLY	DE000HVOXLY4	Put	0.01	4,450	4,450
HVOXLZ	DE000HVOXLZ1	Put	0.01	4,475	4,475
HVOXL0	DE000HVOXL04	Put	0.01	9,800	9,800
HVOXL1	DE000HVOXL12	Put	0.01	9,825	9,825
HVOXL2	DE000HVOXL20	Put	0.01	9,850	9,850
HVOXL3	DE000HVOXL38	Put	0.01	9,875	9,875

		HVOXL4	DE000HVOXL46	Put	0.01	9,900	9,900
		HVOXL5	DE000HVOXL53	Put	0.01	9,925	9,925
		HVOXL6	DE000HVOXL61	Put	0.01	9,950	9,950
		HVOXL7	DE000HVOXL79	Put	0.01	9,975	9,975
		HVOXL8	DE000HVOXL87	Put	0.01	9,800	9,800
		HVOXL9	DE000HVOXL95	Put	0.01	9,825	9,825
		HVOXMA	DE000HVOXMA 2	Put	0.01	9,850	9,850
		HVOXMB	DE000HVOXMB 0	Put	0.01	9,875	9,875
		HVOXMC	DE000HVOXMC 8	Put	0.01	9,900	9,900
		HVOXMD	DE000HVOXMD 6	Put	0.01	9,925	9,925
		HVOXME	DE000HVOXME4	Put	0.01	9,950	9,950
		HVOXMF	DE000HVOXMF1	Put	0.01	9,975	9,975

C.16	Date d'expiration ou d'échéance des titres dérivés – date d'exercice ou date finale de référence	<table border="1"> <thead> <tr> <th>WKN</th> <th>ISIN</th> <th>Date d'Evaluation Finale</th> <th>Date de PaiementFinal</th> </tr> </thead> <tbody> <tr><td>HVOXKL</td><td>DE000HVOXKL3</td><td>21 February 2014</td><td>28 February 2014</td></tr> <tr><td>HVOXKM</td><td>DE000HVOXKM1</td><td>21 February 2014</td><td>28 February 2014</td></tr> <tr><td>HVOXKN</td><td>DE000HVOXKN9</td><td>21 February 2014</td><td>28 February 2014</td></tr> <tr><td>HVOXKP</td><td>DE000HVOXKP4</td><td>21 March 2014</td><td>28 March 2014</td></tr> <tr><td>HVOXKQ</td><td>DE000HVOXKQ2</td><td>21 March 2014</td><td>28 March 2014</td></tr> <tr><td>HVOXKR</td><td>DE000HVOXKR0</td><td>21 March 2014</td><td>28 March 2014</td></tr> <tr><td>HVOXKS</td><td>DE000HVOXKS8</td><td>17 April 2014</td><td>28 April 2014</td></tr> <tr><td>HVOXKT</td><td>DE000HVOXKT6</td><td>17 April 2014</td><td>28 April 2014</td></tr> 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	livraison des titres	créditer chacun des comptes des banques dépositaires pour transfert aux Porteurs de Titres. Le paiement au Système de Compensation décharge l'Émetteur de ses obligations relatives aux Titres à proportion du montant dudit paiement. « Système de Compensation » signifie Euroclear France S.A.																																																																																																																																																																																																			
C.18	Description des modalités relatives au produit des titres dérivés	Paiement du Montant Différentiel à la Date de Paiement Final ou paiement du Montant de Désactivation cinq Jours de Banque après la date à laquelle l'Événement de Désactivation s'est produit.																																																																																																																																																																																																			
C.19	Prix d'exercice ou prix de référence final du sous-jacent	« Prix de Référence Correspondant » signifie le Prix de Référence à la Date d'Évaluation Finale. <table border="1"> <thead> <tr> <th>WKN</th> <th>ISIN</th> <th>Prix de Référence</th> </tr> </thead> <tbody> <tr><td>HVOXKL</td><td>DE000HVOXKL3</td><td>Closing price</td></tr> <tr><td>HVOXKM</td><td>DE000HVOXKM1</td><td>Closing price</td></tr> <tr><td>HVOXKN</td><td>DE000HVOXKN9</td><td>Closing price</td></tr> <tr><td>HVOXKP</td><td>DE000HVOXKP4</td><td>Closing price</td></tr> <tr><td>HVOXKQ</td><td>DE000HVOXKQ2</td><td>Closing price</td></tr> <tr><td>HVOXKR</td><td>DE000HVOXKR0</td><td>Closing price</td></tr> <tr><td>HVOXKS</td><td>DE000HVOXKS8</td><td>Closing price</td></tr> <tr><td>HVOXKT</td><td>DE000HVOXKT6</td><td>Closing price</td></tr> <tr><td>HVOXKU</td><td>DE000HVOXKU4</td><td>Closing price</td></tr> <tr><td>HVOXKV</td><td>DE000HVOXKV2</td><td>Closing price</td></tr> <tr><td>HVOXKW</td><td>DE000HVOXKW0</td><td>Closing 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		HVOXLP	DE000HVOXLP2	CAC 40 [®] (ISIN FR0003500008)	EUR	Euronext and Conseil Scientifique	Euronext Indices B.V.	https://indices.nyx.com/
		HVOXLQ	DE000HVOXLQ0	CAC 40 [®] (ISIN FR0003500008)	EUR	Euronext and Conseil Scientifique	Euronext Indices B.V.	https://indices.nyx.com/
		HVOXLR	DE000HVOXLR8	CAC 40 [®] (ISIN FR0003500008)	EUR	Euronext and Conseil Scientifique	Euronext Indices B.V.	https://indices.nyx.com/
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		HVOXLV	DE000HVOXLV0	CAC 40 [®] (ISIN FR0003500008)	EUR	Euronext and Conseil Scientifique	Euronext Indices B.V.	https://indices.nyx.com/
		HVOXLW	DE000HVOXLW8	CAC 40 [®] (ISIN FR0003500008)	EUR	Euronext and Conseil Scientifique	Euronext Indices B.V.	https://indices.nyx.com/
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		HVOXLY	DE000HVOXLY4	CAC 40 [®] (ISIN FR0003500008)	EUR	Euronext and Conseil Scientifique	Euronext Indices B.V.	https://indices.nyx.com/
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		HVOXL0	DE000HVOXL04	DAX [®] (Performance) Index (ISIN DE0008469008)	EUR	Deutsche Börse AG	Deutsche Börse AG	www.dax-indices.com
		HVOXL1	DE000HVOXL12	DAX [®] (Performance) Index (ISIN DE0008469008)	EUR	Deutsche Börse AG	Deutsche Börse AG	www.dax-indices.com
		HVOXL2	DE000HVOXL20	DAX [®] (Performance) Index (ISIN DE0008469008)	EUR	Deutsche Börse AG	Deutsche Börse AG	www.dax-indices.com
		HVOXL3	DE000HVOXL38	DAX [®] (Performance) Index (ISIN DE0008469008)	EUR	Deutsche Börse AG	Deutsche Börse AG	www.dax-indices.com
		HVOXL4	DE000HVOXL46	DAX [®] (Performance) Index (ISIN DE0008469008)	EUR	Deutsche Börse AG	Deutsche Börse AG	www.dax-indices.com
		HVOXL5	DE000HVOXL53	DAX [®] (Performance) Index (ISIN DE0008469008)	EUR	Deutsche Börse AG	Deutsche Börse AG	www.dax-indices.com
		HVOXL6	DE000HVOXL61	DAX [®] (Performance) Index (ISIN DE0008469008)	EUR	Deutsche Börse AG	Deutsche Börse AG	www.dax-indices.com
		HVOXL7	DE000HVOXL79	DAX [®] (Performance) Index (ISIN DE0008469008)	EUR	Deutsche Börse AG	Deutsche Börse AG	www.dax-indices.com
		HVOXL8	DE000HVOXL87	DAX [®] (Performance) Index (ISIN DE0008469008)	EUR	Deutsche Börse AG	Deutsche Börse AG	www.dax-indices.com

		HVOXL9	DE000HVOXL95	DAX [®] (Performance) Index (ISIN DE0008469008)	EUR	Deutsche Börse AG	Deutsche Börse AG	www.dax- indices.com
		HVOXMA	DE000HVOXMA 2	DAX [®] (Performance) Index (ISIN DE0008469008)	EUR	Deutsche Börse AG	Deutsche Börse AG	www.dax- indices.com
		HVOXMB	DE000HVOXMB 0	DAX [®] (Performance) Index (ISIN DE0008469008)	EUR	Deutsche Börse AG	Deutsche Börse AG	www.dax- indices.com
		HVOXMC	DE000HVOXMC 8	DAX [®] (Performance) Index (ISIN DE0008469008)	EUR	Deutsche Börse AG	Deutsche Börse AG	www.dax- indices.com
		HVOXMD	DE000HVOXMD 6	DAX [®] (Performance) Index (ISIN DE0008469008)	EUR	Deutsche Börse AG	Deutsche Börse AG	www.dax- indices.com
		HVOXME	DE000HVOXME4	DAX [®] (Performance) Index (ISIN DE0008469008)	EUR	Deutsche Börse AG	Deutsche Börse AG	www.dax- indices.com
		HVOXMF	DE000HVOXMF1	DAX [®] (Performance) Index (ISIN DE0008469008)	EUR	Deutsche Börse AG	Deutsche Börse AG	www.dax- indices.com

Pour plus d'informations à propos des performances passées et futures du Sous-Jacent et de sa volatilité, veuillez vous reporter au site internet tel que mentionné dans le tableau ci-dessus (ou à tout site lui ayant succédé depuis).

D. RISQUES

D.2	Informations clés sur les principaux risques propres à l'Emetteur	<ul style="list-style-type: none"> • Risque propre à l'Emetteur Le risque propre à l'Emetteur est lié à l'impossibilité dans laquelle celui-ci pourrait se trouver, au regard de ses activités et de sa rentabilité, de payer le montant du remboursement en raison d'une détérioration de la solidité de ses actifs. • Risque de crédit (i) Risques liés à un ralentissement de l'économie et à la volatilité des marchés financiers; (ii) détérioration des valorisations d'actifs résultant de faibles conditions de marché et affectant les recettes futures du Groupe HVB; (iii) les conditions économiques des marchés géographiques dans lesquels le Groupe opère ont eu, et peuvent avoir à l'avenir, des effets négatifs sur l'activité, le résultat d'exploitation et la situation financière du Groupe; (iv) les activités bancaires non-traditionnelles exposent le Groupe HVB à des risques de crédit supplémentaires; (v) les revenus du Groupe HVB peuvent être volatils du fait des activités de trading et des fluctuations des taux de change et d'intérêts; (vi) des changements de l'environnement réglementaire allemand et européen pourraient affecter défavorablement les activités du Groupe; (vii) les créances douteuses sont susceptibles de dépasser les niveaux anticipés; (viii) les risques liés aux mouvements de marché; (ix) le risque systémique pourrait affecter défavorablement les activités du Groupe. • Risque de marché Les conditions de marché difficiles peuvent accroître la volatilité des revenus du Groupe HVB. • Risque de liquidité (i) Les risques de liquidité pourraient compromettre la capacité du Groupe à respecter ses obligations financières à leur échéance; (ii) l'activité, le résultat d'exploitation et la situation financière du Groupe ont été et continueront à être affectés défavorablement par les conditions macro-économiques et de marché défavorables; (iii) la crise de la dette souveraine européenne a affecté défavorablement, et peut continuer à affecter défavorablement l'activité, le résultat d'exploitation et la situation financière du Groupe; (iv) le Groupe HVB est exposé de manière significative aux pays en difficulté dans la zone euro; (v) des perturbations sur les marchés financiers sont susceptibles d'affecter la liquidité du Groupe HVB. • Risque opérationnel (i) Les techniques et stratégies de gestion des risques du Groupe HVB peuvent ne pas avoir identifié ou anticipé certains risques; (ii) risques liés aux technologies de l'information; (iii) risques en lien avec l'externalisation; (iv) risques provenant de la fraude dans les activités de trading; (v) risques liés à des poursuites judiciaires; (vi) le groupe est impliqué dans des procédures fiscales en cours. • Risques de stratégie (i) Risque lié à la tendance générale de l'économie et aux évolutions du marché extérieur; (ii) risques provenant de l'orientation stratégique du <i>business model</i> du Groupe HVB; (iii) risques provenant de la consolidation du marché bancaire; (iv) risque concurrentiel; (v) incertitude sur les
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D.6	Informations clés sur les principaux risques propres aux Titres	<ul style="list-style-type: none"> Conflits d'intérêts potentiels <p>Il existe un risque de conflit d'intérêts dans la mesure où certaines activités de l'Emetteur, des distributeurs ou des agents, ainsi que certains événements relatifs aux Titres liés à un sous-jacent peuvent être défavorables aux Porteurs de Titres.</p> <ul style="list-style-type: none"> Facteurs de risque relatifs au marché <p>(i) Les Titres pourraient ne pas faire l'objet de négociation active; (ii) il existe des risques liés au volume des Titres effectivement émis; (iii) il existe des risques liés à la valeur de marché des Titres; (iv) l'écart entre le cours acheteur et le cours vendeur pourrait être important; (v) les Titres peuvent présenter des risques de taux de change; (vi) il existe un risque relatif aux opérations de couverture.</p> <ul style="list-style-type: none"> Facteurs de risque relatifs aux Titres en général <p>(i) Risque de crédit de l'Emetteur; (ii) Limitations susceptibles de la légalité de l'achat; (iii) risques provenant des bouleversements sur les marchés financiers, de la Loi de Restructuration bancaire allemande et autres interventions étatiques ou réglementaire ; (iv) risques liés aux vérifications et conseils indépendants de l'investisseur; (v) risques liés au financement de l'acquisition des Titres; (vi) risques liés aux coûts transactionnels; (vii) risque d'inflation; (viii) risques liés aux opérations pour réduire le risque; (ix) risques liés à la fiscalité.</p> <ul style="list-style-type: none"> Facteurs de risque relatifs aux Titres liés à un sous-jacent <p>(i) Risques liés à l'influence du Sous-Jacent sur la valeur de marché des Titres; (ii) risques liés au fait que valorisation du Sous-Jacent n'intervient qu'à une certaine date ou à un certain moment; (iii) risque de change relatif au Sous-Jacent; (iv) risques relatifs aux événements nécessitant un ajustement; (v) risque de perturbation des marchés; (vi) risque de conséquences réglementaires pour les personnes investissant dans des Titres liés à un sous-jacent; (vii) risques d'effets négatifs des opérations de couverture effectuées par l'Emetteur sur les Titres; (viii) droit de rachat extraordinaire de l'Emetteur; (ix) risques liés au droit de rachat ordinaire de l'Emetteur; (x) risques liés au droit au remboursement des Porteurs de Titres; (xi) risques relatifs à un facteur de participation; (xii) risques relatifs à un ratio.</p> <ul style="list-style-type: none"> Facteurs de risque relatifs à certaines caractéristiques des Titres <p>(i) Risques liés aux Titres Call et Put; (ii) risques liés aux Discount Warrants; (iii) risques structurels; (iv) risques liés au Montant d'Exercice Minimum; (v) risques liés aux effets d'une barrière désactivante; (vi) risques liés aux Titres qui prévoient un ajustement constant de certaines variables.</p> <ul style="list-style-type: none"> Facteurs de risque relatifs aux Sous-Jacents <p>- Risques généraux</p> <p>(i) Risques liés à la volatilité du cours du sous-Jacent et risque lié à un historique réduit; (ii) absence de droit de propriété du Sous-Jacent; (iii) risques associés aux Sous-Jacents relevant de la juridiction d'un marché émergent.</p> <p>- Risques relatifs aux Sous-Jacents sous forme d'indices</p> <p>(i) Risques similaires à un investissement direct dans le composant d'indice; (ii) absence d'influence de l'Emetteur sur l'indice; (iii) risques tenant à des conflits d'intérêts spécifiques liés aux Sous-Jacents sous forme d'indices; (iv) risques relatifs aux Sous-Jacents sous forme d'indices de stratégie; (v) risques relatifs aux Sous-Jacents sous forme d'indices de prix; (vi) risques relatifs aux Sous-Jacents sous forme d'indices de rendement net; (vii) risques relatifs aux Sous-Jacents sous forme d'indices en position vendeur; (viii) risques relatifs aux Sous-Jacents sous forme d'indices à effet de levier; (ix) risques relatifs aux Sous-Jacents sous forme d'indices de distribution; (x) risques relatifs aux Sous-Jacents sous forme d'indices à rendement excédentaire; (xi) risque relatif aux indices liés à un ou plusieurs pays ou secteur(s) en particulier; (xii) risque de change présenté par l'indice; (xiii) effet défavorable des commissions sur le niveau de l'indice; (xiv) risques relatifs à la publication de la composition de l'indice, dont la mise à jour n'est pas constante.</p> <p>Les Titres ne sont pas à capital garanti. Les Investisseurs peuvent perdre tout ou partie de la valeur de leur investissement.</p>

E. OFFRE

E.2b	Raisons de l'offre / Utilisation du produit de l'émission autres que la réalisation d'un bénéfice et/ou la couverture de certains risques	Le produit net de chaque émission de Titres sera utilisé par l'Emetteur pour ses besoins généraux de financement.
E.3	Description des modalités de l'offre	<p>La plus petite unité transférable est 1 titre.</p> <p>La plus petite unité négociable est 1 titre.</p> <p>Les Titres seront offerts à des investisseurs qualifiés, des investisseurs particuliers et/ou des investisseurs institutionnels.</p> <p>Aucune offre au public n'est effectuée. Les Titres doivent être admis aux négociations sur un marché organisé.</p> <p>Une demande d'admission aux négociations sera présentée à compter du 22 January 2014 sur les marchés suivants : NYSE Euronext Paris S.A..</p>
E.4	Tout intérêt pouvant influencer sensiblement sur l'émission/l'offre, y compris les intérêts conflictuels	N'importe quel distributeur et/ou l'un quelconque de ses affiliés peuvent être des clients et/ou emprunteurs de l'Emetteur et de ses affiliés. En outre, n'importe lequel de ces distributeurs peut s'être engagé, et pourrait s'engager à l'avenir, dans des opérations de banque d'investissement et/ou de détail avec, et peut rendre des services à, l'Emetteur et ses affiliés, dans le cours normal de ses activités.
E.7	Estimation des dépenses facturées à l'investisseur par l'Emetteur ou le distributeur	Sans objet. Aucune dépense ne sera facturée à l'investisseur par l'Emetteur ou un distributeur.

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