

FORM OF FINAL TERMS

Final Terms

dated 30 May 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:

28 May 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 30 May 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 30 May 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 30 May 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: 30 May 2014

First Trade Date: 30 May 2014

Issue Date: 28 May 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
HV00TA	DE000HV00TA6	DEHV00TA=HVBG	0564T	PF009537	1	5,000,000	5,000,000	EUR 0.864
HV00TB	DE000HV00TB4	DEHV00TB=HVBG	0565T	PF009538	1	5,000,000	5,000,000	EUR 0.643
HV00TC	DE000HV00TC2	DEHV00TC=HVBG	0566T	PF009539	1	5,000,000	5,000,000	EUR 0.429
HV00TD	DE000HV00TD0	DEHV00TD=HVBG	0567T	PF009540	1	5,000,000	5,000,000	EUR 0.236
HV00TE	DE000HV00TE8	DEHV00TE=HVBG	0568T	PF009541	1	5,000,000	5,000,000	EUR 0.044
HV00TF	DE000HV00TF5	DEHV00TF=HVBG	0569T	PF009542	1	5,000,000	5,000,000	EUR 3.049
HV00TG	DE000HV00TG3	DEHV00TG=HVBG	0570T	PF009543	1	5,000,000	5,000,000	EUR 2.802

HV00TH	DE000HV00TH1	DEHV00TH=HVBG	0571T	PF009544	1	5,000,000	5,000,000	EUR 2.556
HV00TJ	DE000HV00TJ7	DEHV00TJ=HVBG	0572T	PF009545	1	5,000,000	5,000,000	EUR 2.31
HV00TK	DE000HV00TK5	DEHV00TK=HVBG	0573T	PF009546	1	5,000,000	5,000,000	EUR 2.065
HV00TL	DE000HV00TL3	DEHV00TL=HVBG	0574T	PF009547	1	5,000,000	5,000,000	EUR 1.822
HV00TM	DE000HV00TM1	DEHV00TM=HVBG	0575T	PF009548	1	5,000,000	5,000,000	EUR 1.577
HV00TN	DE000HV00TN9	DEHV00TN=HVBG	0576T	PF009549	1	5,000,000	5,000,000	EUR 1.342
HV00TP	DE000HV00TP4	DEHV00TP=HVBG	0577T	PF009550	1	5,000,000	5,000,000	EUR 1.106
HV00TQ	DE000HV00TQ2	DEHV00TQ=HVBG	0578T	PF009551	1	5,000,000	5,000,000	EUR 0.878
HV00TR	DE000HV00TR0	DEHV00TR=HVBG	0579T	PF009552	1	5,000,000	5,000,000	EUR 0.655
HV00TS	DE000HV00TS8	DEHV00TS=HVBG	0580T	PF009553	1	5,000,000	5,000,000	EUR 0.442
HV00TT	DE000HV00TT6	DEHV00TT=HVBG	0581T	PF009554	1	5,000,000	5,000,000	EUR 0.239
HV00TU	DE000HV00TU4	DEHV00TU=HVBG	0582T	PF009555	1	5,000,000	5,000,000	EUR 0.042
HV00TV	DE000HV00TV2	DEHV00TV=HVBG	0583T	PF009556	1	5,000,000	5,000,000	EUR 0.886
HV00TW	DE000HV00TW0	DEHV00TW=HVBG	0584T	PF009557	1	5,000,000	5,000,000	EUR 0.668
HV00TX	DE000HV00TX8	DEHV00TX=HVBG	0585T	PF009558	1	5,000,000	5,000,000	EUR 0.453
HV00TY	DE000HV00TY6	DEHV00TY=HVBG	0586T	PF009559	1	5,000,000	5,000,000	EUR 0.248
HV00TZ	DE000HV00TZ3	DEHV00TZ=HVBG	0587T	PF009560	1	5,000,000	5,000,000	EUR 0.048
HV00T0	DE000HV00T05	DEHV00T0=HVBG	0588T	PF009561	1	5,000,000	5,000,000	EUR 0.01
HV00T1	DE000HV00T13	DEHV00T1=HVBG	0589T	PF009562	1	5,000,000	5,000,000	EUR 1.399
HV00T2	DE000HV00T21	DEHV00T2=HVBG	0590T	PF009563	1	5,000,000	5,000,000	EUR 1.666
HV00T3	DE000HV00T39	DEHV00T3=HVBG	0591T	PF009564	1	5,000,000	5,000,000	EUR 1.928
HV00T4	DE000HV00T47	DEHV00T4=HVBG	0592T	PF009565	1	5,000,000	5,000,000	EUR 2.187
HV00T5	DE000HV00T54	DEHV00T5=HVBG	0593T	PF009566	1	5,000,000	5,000,000	EUR 2.443
HV00T6	DE000HV00T62	DEHV00T6=HVBG	0594T	PF009567	1	5,000,000	5,000,000	EUR 0.01

HV00T7	DE000HV00T70	DEHV00T7=HVBG	0595T	PF009568	1	5,000,000	5,000,000	EUR 0.236
HV00T8	DE000HV00T88	DEHV00T8=HVBG	0596T	PF009569	1	5,000,000	5,000,000	EUR 0.544
HV00T9	DE000HV00T96	DEHV00T9=HVBG	0597T	PF009570	1	5,000,000	5,000,000	EUR 0.84
HV00UA	DE000HV00UA4	DEHV00UA=HVBG	0598T	PF009571	1	5,000,000	5,000,000	EUR 1.121
HV00UB	DE000HV00UB2	DEHV00UB=HVBG	0599T	PF009572	1	5,000,000	5,000,000	EUR 1.394
HV00UC	DE000HV00UC0	DEHV00UC=HVBG	0600T	PF009573	1	5,000,000	5,000,000	EUR 1.66
HV00UD	DE000HV00UD8	DEHV00UD=HVBG	0601T	PF009574	1	5,000,000	5,000,000	EUR 1.922
HV00UE	DE000HV00UE6	DEHV00UE=HVBG	0602T	PF009575	1	5,000,000	5,000,000	EUR 2.18
HV00UF	DE000HV00UF3	DEHV00UF=HVBG	0603T	PF009576	1	5,000,000	5,000,000	EUR 2.436
HV00UG	DE000HV00UG1	DEHV00UG=HVBG	0604T	PF009577	1	5,000,000	5,000,000	EUR 2.69
HV00UH	DE000HV00UH9	DEHV00UH=HVBG	0605T	PF009578	1	5,000,000	5,000,000	EUR 2.943
HV00UJ	DE000HV00UJ5	DEHV00UJ=HVBG	0606T	PF009579	1	5,000,000	5,000,000	EUR 3.195
HV00UK	DE000HV00UK3	DEHV00UK=HVBG	0607T	PF009580	1	5,000,000	5,000,000	EUR 3.447
HV00UL	DE000HV00UL1	DEHV00UL=HVBG	0608T	PF009581	1	5,000,000	5,000,000	EUR 0.01
HV00UM	DE000HV00UM9	DEHV00UM=HVBG	0609T	PF009582	1	5,000,000	5,000,000	EUR 2.428
HV00UN	DE000HV00UN7	DEHV00UN=HVBG	0610T	PF009583	1	5,000,000	5,000,000	EUR 2.682
HV00UP	DE000HV00UP2	DEHV00UP=HVBG	0611T	PF009584	1	5,000,000	5,000,000	EUR 2.935
HV00UQ	DE000HV00UQ0	DEHV00UQ=HVBG	0612T	PF009585	1	5,000,000	5,000,000	EUR 3.186
HV00UR	DE000HV00UR8	DEHV00UR=HVBG	0613T	PF009586	1	5,000,000	5,000,000	EUR 3.44

Table 1.2:

WKN	ISIN	Underlying	Call/Put	Ratio	Knock-out Barrier	Strike	Final Valuation Date	Final Payment Date	Reference Price
HV00TA	DE000HV00TA6	CAC 40 [®] EXT	Call	0.01	4,425	4,425	18 July 2014	25 July 2014	Closing price

HV00TB	DE000HV00TB4	CAC 40 [®] EXT	Call	0.01	4,450	4,450	18 July 2014	25 July 2014	Closing price
HV00TC	DE000HV00TC2	CAC 40 [®] EXT	Call	0.01	4,475	4,475	18 July 2014	25 July 2014	Closing price
HV00TD	DE000HV00TD0	CAC 40 [®] EXT	Call	0.01	4,500	4,500	18 July 2014	25 July 2014	Closing price
HV00TE	DE000HV00TE8	CAC 40 [®] EXT	Call	0.01	4,525	4,525	18 July 2014	25 July 2014	Closing price
HV00TF	DE000HV00TF5	CAC 40 [®] EXT	Call	0.01	4,200	4,200	15 August 2014	22 August 2014	Closing price
HV00TG	DE000HV00TG3	CAC 40 [®] EXT	Call	0.01	4,225	4,225	15 August 2014	22 August 2014	Closing price
HV00TH	DE000HV00TH1	CAC 40 [®] EXT	Call	0.01	4,250	4,250	15 August 2014	22 August 2014	Closing price
HV00TJ	DE000HV00TJ7	CAC 40 [®] EXT	Call	0.01	4,275	4,275	15 August 2014	22 August 2014	Closing price
HV00TK	DE000HV00TK5	CAC 40 [®] EXT	Call	0.01	4,300	4,300	15 August 2014	22 August 2014	Closing price
HV00TL	DE000HV00TL3	CAC 40 [®] EXT	Call	0.01	4,325	4,325	15 August 2014	22 August 2014	Closing price
HV00TM	DE000HV00TM1	CAC 40 [®] EXT	Call	0.01	4,350	4,350	15 August 2014	22 August 2014	Closing price
HV00TN	DE000HV00TN9	CAC 40 [®] EXT	Call	0.01	4,375	4,375	15 August 2014	22 August 2014	Closing price
HV00TP	DE000HV00TP4	CAC 40 [®] EXT	Call	0.01	4,400	4,400	15 August 2014	22 August 2014	Closing price
HV00TQ	DE000HV00TQ2	CAC 40 [®] EXT	Call	0.01	4,425	4,425	15 August 2014	22 August 2014	Closing price
HV00TR	DE000HV00TR0	CAC 40 [®] EXT	Call	0.01	4,450	4,450	15 August 2014	22 August 2014	Closing price
HV00TS	DE000HV00TS8	CAC 40 [®] EXT	Call	0.01	4,475	4,475	15 August 2014	22 August 2014	Closing price
HV00TT	DE000HV00TT6	CAC 40 [®] EXT	Call	0.01	4,500	4,500	15 August 2014	22 August 2014	Closing price
HV00TU	DE000HV00TU4	CAC 40 [®] EXT	Call	0.01	4,525	4,525	15 August 2014	22 August 2014	Closing price
HV00TV	DE000HV00TV2	CAC 40 [®] EXT	Call	0.01	4,425	4,425	19 September 2014	26 September 2014	Closing price
HV00TW	DE000HV00TW0	CAC 40 [®] EXT	Call	0.01	4,450	4,450	19 September 2014	26 September 2014	Closing price
HV00TX	DE000HV00TX8	CAC 40 [®] EXT	Call	0.01	4,475	4,475	19 September 2014	26 September 2014	Closing price

HV00TY	DE000HV00TY6	CAC 40 [®] EXT	Call	0.01	4,500	4,500	19 September 2014	26 September 2014	Closing price
HV00TZ	DE000HV00TZ3	CAC 40 [®] EXT	Call	0.01	4,525	4,525	19 September 2014	26 September 2014	Closing price
HV00T0	DE000HV00T05	CAC 40 [®] EXT	Put	0.01	4,525	4,525	18 July 2014	25 July 2014	Closing price
HV00T1	DE000HV00T13	CAC 40 [®] EXT	Put	0.01	4,650	4,650	18 July 2014	25 July 2014	Closing price
HV00T2	DE000HV00T21	CAC 40 [®] EXT	Put	0.01	4,675	4,675	18 July 2014	25 July 2014	Closing price
HV00T3	DE000HV00T39	CAC 40 [®] EXT	Put	0.01	4,700	4,700	18 July 2014	25 July 2014	Closing price
HV00T4	DE000HV00T47	CAC 40 [®] EXT	Put	0.01	4,725	4,725	18 July 2014	25 July 2014	Closing price
HV00T5	DE000HV00T54	CAC 40 [®] EXT	Put	0.01	4,750	4,750	18 July 2014	25 July 2014	Closing price
HV00T6	DE000HV00T62	CAC 40 [®] EXT	Put	0.01	4,525	4,525	15 August 2014	22 August 2014	Closing price
HV00T7	DE000HV00T70	CAC 40 [®] EXT	Put	0.01	4,550	4,550	15 August 2014	22 August 2014	Closing price
HV00T8	DE000HV00T88	CAC 40 [®] EXT	Put	0.01	4,575	4,575	15 August 2014	22 August 2014	Closing price
HV00T9	DE000HV00T96	CAC 40 [®] EXT	Put	0.01	4,600	4,600	15 August 2014	22 August 2014	Closing price
HV00UA	DE000HV00UA4	CAC 40 [®] EXT	Put	0.01	4,625	4,625	15 August 2014	22 August 2014	Closing price
HV00UB	DE000HV00UB2	CAC 40 [®] EXT	Put	0.01	4,650	4,650	15 August 2014	22 August 2014	Closing price
HV00UC	DE000HV00UC0	CAC 40 [®] EXT	Put	0.01	4,675	4,675	15 August 2014	22 August 2014	Closing price
HV00UD	DE000HV00UD8	CAC 40 [®] EXT	Put	0.01	4,700	4,700	15 August 2014	22 August 2014	Closing price
HV00UE	DE000HV00UE6	CAC 40 [®] EXT	Put	0.01	4,725	4,725	15 August 2014	22 August 2014	Closing price
HV00UF	DE000HV00UF3	CAC 40 [®] EXT	Put	0.01	4,750	4,750	15 August 2014	22 August 2014	Closing price
HV00UG	DE000HV00UG1	CAC 40 [®] EXT	Put	0.01	4,775	4,775	15 August 2014	22 August 2014	Closing price
HV00UH	DE000HV00UH9	CAC 40 [®] EXT	Put	0.01	4,800	4,800	15 August 2014	22 August 2014	Closing price
HV00UJ	DE000HV00UJ5	CAC 40 [®] EXT	Put	0.01	4,825	4,825	15 August 2014	22 August 2014	Closing price
HV00UK	DE000HV00UK3	CAC 40 [®] EXT	Put	0.01	4,850	4,850	15 August 2014	22 August 2014	Closing price

HV00UL	DE000HV00UL1	CAC 40 [®] EXT	Put	0.01	4,525	4,525	19 September 2014	26 September 2014	Closing price
HV00UM	DE000HV00UM9	CAC 40 [®] EXT	Put	0.01	4,750	4,750	19 September 2014	26 September 2014	Closing price
HV00UN	DE000HV00UN7	CAC 40 [®] EXT	Put	0.01	4,775	4,775	19 September 2014	26 September 2014	Closing price
HV00UP	DE000HV00UP2	CAC 40 [®] EXT	Put	0.01	4,800	4,800	19 September 2014	26 September 2014	Closing price
HV00UQ	DE000HV00UQ0	CAC 40 [®] EXT	Put	0.01	4,825	4,825	19 September 2014	26 September 2014	Closing price
HV00UR	DE000HV00UR8	CAC 40 [®] EXT	Put	0.01	4,850	4,850	19 September 2014	26 September 2014	Closing price

§ 2
Underlying Data

Table 2.1:

Underlying	Underlying Currency	WKN	ISIN	Reuters	Bloomberg	Index Sponsor	Index Calculation Agent	Website
CAC 40 [®] EXT	EUR	A1YDVD	XC000A1YDVD2	.CAEXT	CAEXT Index	Euronext and Conseil Scientifique	Euronext Indices B.V.	https://indices.nyx.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 and 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 30 May 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 year 2012, have audited the consolidated financial statements of HVB Group and the unconsolidated financial statement of UniCredit Bank as of and for the year ended 31 December 2012 and have issued an unqualified audit opinion thereon. Deloitte & Touche GmbH, Wirtschaftsprüfungsgesellschaft, the independent auditors (<i>Wirtschaftsprüfer</i>) of UniCredit Bank for the financial year 2013, have audited the consolidated financial statements of HVB Group and the unconsolidated financial statement of UniCredit Bank as of and for the year ended 31 December 2013 and have issued an unqualified audit opinion thereon.																																																												
B.12	Selected historical key financial information	<p>Consolidated Financial Highlights as of 31 December 2013*</p> <table border="1"> <thead> <tr> <th>Key performance indicators</th> <th>1/1 – 31/12/2013</th> <th>1/1 – 31/12/2012</th> </tr> </thead> <tbody> <tr> <td>Net operating income</td> <td>€1,839m</td> <td>€1,807m</td> </tr> <tr> <td>Cost-income ratio (based on operating income)</td> <td>63.6%</td> <td>58.1%</td> </tr> <tr> <td>Profit before tax</td> <td>€1,458m</td> <td>€2,058m</td> </tr> <tr> <td>Consolidated profit</td> <td>€1,074m</td> <td>€1,287m</td> </tr> <tr> <td>Return on equity before tax¹⁾</td> <td>7.1%</td> <td>9.2%</td> </tr> <tr> <td>Return on equity after tax¹⁾</td> <td>5.8%</td> <td>5.8%</td> </tr> <tr> <td>Earnings per share</td> <td>€1.29</td> <td>€1.55</td> </tr> <tr> <td></td> <td></td> <td></td> </tr> <tr> <th>Balance sheet figures</th> <th>31/12/2013</th> <th>31/12/2012</th> </tr> <tr> <td>Total assets</td> <td>€290.0bn</td> <td>€347.3bn</td> </tr> <tr> <td>Shareholders' equity</td> <td>€21.0bn</td> <td>€23.3bn</td> </tr> <tr> <td>Leverage ratio²⁾</td> <td>7.1%</td> <td>6.6%</td> </tr> <tr> <td></td> <td></td> <td></td> </tr> <tr> <th>Key capital ratios compliant with Basel II</th> <th>31/12/2013</th> <th>31/12/2012</th> </tr> <tr> <td>Core capital without hybrid capital (core Tier 1 capital)</td> <td>€18.4bn</td> <td>€19.1bn</td> </tr> <tr> <td>Core capital (Tier 1 capital)</td> <td>€18.5bn</td> <td>€19.5bn</td> </tr> <tr> <td>Risk-weighted assets (including equivalents for market risk and operational risk)</td> <td>€85.5bn</td> <td>€109.8bn</td> </tr> <tr> <td>Core capital ratio without hybrid capital (core Tier 1 ratio)³⁾</td> <td>21.5%</td> <td>17.4%</td> </tr> <tr> <td>Core capital ratio (Tier 1 ratio)³⁾</td> <td>21.6%</td> <td>17.8%</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 2013</p> <p>1) Return on equity calculated on the basis of average shareholders' equity according to IFRS.</p> <p>2) Ratio of shareholders' equity shown in the balance sheet less intangible assets to total assets less intangible assets</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 – 31/12/2013	1/1 – 31/12/2012	Net operating income	€1,839m	€1,807m	Cost-income ratio (based on operating income)	63.6%	58.1%	Profit before tax	€1,458m	€2,058m	Consolidated profit	€1,074m	€1,287m	Return on equity before tax ¹⁾	7.1%	9.2%	Return on equity after tax ¹⁾	5.8%	5.8%	Earnings per share	€1.29	€1.55				Balance sheet figures	31/12/2013	31/12/2012	Total assets	€290.0bn	€347.3bn	Shareholders' equity	€21.0bn	€23.3bn	Leverage ratio ²⁾	7.1%	6.6%				Key capital ratios compliant with Basel II	31/12/2013	31/12/2012	Core capital without hybrid capital (core Tier 1 capital)	€18.4bn	€19.1bn	Core capital (Tier 1 capital)	€18.5bn	€19.5bn	Risk-weighted assets (including equivalents for market risk and operational risk)	€85.5bn	€109.8bn	Core capital ratio without hybrid capital (core Tier 1 ratio) ³⁾	21.5%	17.4%	Core capital ratio (Tier 1 ratio) ³⁾	21.6%	17.8%
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	Statement with regard to no material adverse change in the	There has been no material adverse change in the prospects of HVB Group since 31 December 2013, the date of its last published audited financial statements (Annual Report 2013).																																																												

	prospects of the issuer since the date of its last published audited financial statements or a description of any material adverse change	
	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 December 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	B.5 plus statement of dependency upon other entities within the group	See B.5 Not applicable. UniCredit Bank is not dependent on any entity within HVB Group.
B.15	Principal activities	UniCredit Bank offers a comprehensive range of banking and financial products and services to private, corporate and public sector customers, international companies and institutional customers. This range extends from mortgage loans, consumer loans, savings-and-loan and insurance products, and banking services for private customers through to business loans and foreign trade financing for corporate customers and 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>PF009537</td><td>1</td><td>DE000HV00TA6</td><td>HV00TA</td></tr> <tr><td>PF009538</td><td>1</td><td>DE000HV00TB4</td><td>HV00TB</td></tr> <tr><td>PF009539</td><td>1</td><td>DE000HV00TC2</td><td>HV00TC</td></tr> <tr><td>PF009540</td><td>1</td><td>DE000HV00TD0</td><td>HV00TD</td></tr> <tr><td>PF009541</td><td>1</td><td>DE000HV00TE8</td><td>HV00TE</td></tr> <tr><td>PF009542</td><td>1</td><td>DE000HV00TF5</td><td>HV00TF</td></tr> <tr><td>PF009543</td><td>1</td><td>DE000HV00TG3</td><td>HV00TG</td></tr> <tr><td>PF009544</td><td>1</td><td>DE000HV00TH1</td><td>HV00TH</td></tr> <tr><td>PF009545</td><td>1</td><td>DE000HV00TJ7</td><td>HV00TJ</td></tr> <tr><td>PF009546</td><td>1</td><td>DE000HV00TK5</td><td>HV00TK</td></tr> <tr><td>PF009547</td><td>1</td><td>DE000HV00TL3</td><td>HV00TL</td></tr> <tr><td>PF009548</td><td>1</td><td>DE000HV00TM1</td><td>HV00TM</td></tr> <tr><td>PF009549</td><td>1</td><td>DE000HV00TN9</td><td>HV00TN</td></tr> <tr><td>PF009550</td><td>1</td><td>DE000HV00TP4</td><td>HV00TP</td></tr> <tr><td>PF009551</td><td>1</td><td>DE000HV00TQ2</td><td>HV00TQ</td></tr> <tr><td>PF009552</td><td>1</td><td>DE000HV00TR0</td><td>HV00TR</td></tr> <tr><td>PF009553</td><td>1</td><td>DE000HV00TS8</td><td>HV00TS</td></tr> <tr><td>PF009554</td><td>1</td><td>DE000HV00TT6</td><td>HV00TT</td></tr> </tbody> </table>	Series	Tranche	ISIN	WKN	PF009537	1	DE000HV00TA6	HV00TA	PF009538	1	DE000HV00TB4	HV00TB	PF009539	1	DE000HV00TC2	HV00TC	PF009540	1	DE000HV00TD0	HV00TD	PF009541	1	DE000HV00TE8	HV00TE	PF009542	1	DE000HV00TF5	HV00TF	PF009543	1	DE000HV00TG3	HV00TG	PF009544	1	DE000HV00TH1	HV00TH	PF009545	1	DE000HV00TJ7	HV00TJ	PF009546	1	DE000HV00TK5	HV00TK	PF009547	1	DE000HV00TL3	HV00TL	PF009548	1	DE000HV00TM1	HV00TM	PF009549	1	DE000HV00TN9	HV00TN	PF009550	1	DE000HV00TP4	HV00TP	PF009551	1	DE000HV00TQ2	HV00TQ	PF009552	1	DE000HV00TR0	HV00TR	PF009553	1	DE000HV00TS8	HV00TS	PF009554	1	DE000HV00TT6	HV00TT
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PF009538	1	DE000HV00TB4	HV00TB																																																																											
PF009539	1	DE000HV00TC2	HV00TC																																																																											
PF009540	1	DE000HV00TD0	HV00TD																																																																											
PF009541	1	DE000HV00TE8	HV00TE																																																																											
PF009542	1	DE000HV00TF5	HV00TF																																																																											
PF009543	1	DE000HV00TG3	HV00TG																																																																											
PF009544	1	DE000HV00TH1	HV00TH																																																																											
PF009545	1	DE000HV00TJ7	HV00TJ																																																																											
PF009546	1	DE000HV00TK5	HV00TK																																																																											
PF009547	1	DE000HV00TL3	HV00TL																																																																											
PF009548	1	DE000HV00TM1	HV00TM																																																																											
PF009549	1	DE000HV00TN9	HV00TN																																																																											
PF009550	1	DE000HV00TP4	HV00TP																																																																											
PF009551	1	DE000HV00TQ2	HV00TQ																																																																											
PF009552	1	DE000HV00TR0	HV00TR																																																																											
PF009553	1	DE000HV00TS8	HV00TS																																																																											
PF009554	1	DE000HV00TT6	HV00TT																																																																											

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PF009586	1	DE000HV00UR8	HV00UR																																																																																																																															
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 30 May 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>																																																																																																																																

regularly falls disproportionately.

If no 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.

If a Knock-out Event has occurred, the payment shall occur prematurely and shall consist of the Knock-out Amount.

The "**Differential Amount**" equals:

- 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 30 May 2014 (including) to the Final Valuation Date (including).

"**Minimum Amount**" is EUR 0.-.

WKN	ISIN	Call/Put	Ratio	Knock-out Barrier	Strike
HV00TA	DE000HV00TA6	Call	0.01	4,425	4,425
HV00TB	DE000HV00TB4	Call	0.01	4,450	4,450
HV00TC	DE000HV00TC2	Call	0.01	4,475	4,475
HV00TD	DE000HV00TD0	Call	0.01	4,500	4,500
HV00TE	DE000HV00TE8	Call	0.01	4,525	4,525
HV00TF	DE000HV00TF5	Call	0.01	4,200	4,200
HV00TG	DE000HV00TG3	Call	0.01	4,225	4,225
HV00TH	DE000HV00TH1	Call	0.01	4,250	4,250
HV00TJ	DE000HV00TJ7	Call	0.01	4,275	4,275
HV00TK	DE000HV00TK5	Call	0.01	4,300	4,300
HV00TL	DE000HV00TL3	Call	0.01	4,325	4,325
HV00TM	DE000HV00TM1	Call	0.01	4,350	4,350
HV00TN	DE000HV00TN9	Call	0.01	4,375	4,375
HV00TP	DE000HV00TP4	Call	0.01	4,400	4,400
HV00TQ	DE000HV00TQ2	Call	0.01	4,425	4,425
HV00TR	DE000HV00TR0	Call	0.01	4,450	4,450
HV00TS	DE000HV00TS8	Call	0.01	4,475	4,475
HV00TT	DE000HV00TT6	Call	0.01	4,500	4,500
HV00TU	DE000HV00TU4	Call	0.01	4,525	4,525
HV00TV	DE000HV00TV2	Call	0.01	4,425	4,425
HV00TW	DE000HV00TW0	Call	0.01	4,450	4,450
HV00TX	DE000HV00TX8	Call	0.01	4,475	4,475
HV00TY	DE000HV00TY6	Call	0.01	4,500	4,500
HV00TZ	DE000HV00TZ3	Call	0.01	4,525	4,525
HV00T0	DE000HV00T05	Put	0.01	4,525	4,525
HV00T1	DE000HV00T13	Put	0.01	4,650	4,650
HV00T2	DE000HV00T21	Put	0.01	4,675	4,675
HV00T3	DE000HV00T39	Put	0.01	4,700	4,700
HV00T4	DE000HV00T47	Put	0.01	4,725	4,725
HV00T5	DE000HV00T54	Put	0.01	4,750	4,750
HV00T6	DE000HV00T62	Put	0.01	4,525	4,525
HV00T7	DE000HV00T70	Put	0.01	4,550	4,550
HV00T8	DE000HV00T88	Put	0.01	4,575	4,575
HV00T9	DE000HV00T96	Put	0.01	4,600	4,600
HV00UA	DE000HV00UA4	Put	0.01	4,625	4,625
HV00UB	DE000HV00UB2	Put	0.01	4,650	4,650
HV00UC	DE000HV00UC0	Put	0.01	4,675	4,675
HV00UD	DE000HV00UD8	Put	0.01	4,700	4,700
HV00UE	DE000HV00UE6	Put	0.01	4,725	4,725
HV00UF	DE000HV00UF3	Put	0.01	4,750	4,750
HV00UG	DE000HV00UG1	Put	0.01	4,775	4,775
HV00UH	DE000HV00UH9	Put	0.01	4,800	4,800
HV00UJ	DE000HV00UJ5	Put	0.01	4,825	4,825
HV00UK	DE000HV00UK3	Put	0.01	4,850	4,850
HV00UL	DE000HV00UL1	Put	0.01	4,525	4,525
HV00UM	DE000HV00UM9	Put	0.01	4,750	4,750
HV00UN	DE000HV00UN7	Put	0.01	4,775	4,775
HV00UP	DE000HV00UP2	Put	0.01	4,800	4,800
HV00UQ	DE000HV00UQ0	Put	0.01	4,825	4,825
HV00UR	DE000HV00UR8	Put	0.01	4,850	4,850

C.16 The expiration or maturity date of

WKN	ISIN	Final Valuation Date	Final Payment Date
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	the derivative securities – the exercise date or final reference date	<table border="1"> <tr><td>HV00TA</td><td>DE000HV00TA6</td><td>18 July 2014</td><td>25 July 2014</td></tr> <tr><td>HV00TB</td><td>DE000HV00TB4</td><td>18 July 2014</td><td>25 July 2014</td></tr> <tr><td>HV00TC</td><td>DE000HV00TC2</td><td>18 July 2014</td><td>25 July 2014</td></tr> <tr><td>HV00TD</td><td>DE000HV00TD0</td><td>18 July 2014</td><td>25 July 2014</td></tr> <tr><td>HV00TE</td><td>DE000HV00TE8</td><td>18 July 2014</td><td>25 July 2014</td></tr> <tr><td>HV00TF</td><td>DE000HV00TF5</td><td>15 August 2014</td><td>22 August 2014</td></tr> <tr><td>HV00TG</td><td>DE000HV00TG3</td><td>15 August 2014</td><td>22 August 2014</td></tr> <tr><td>HV00TH</td><td>DE000HV00TH1</td><td>15 August 2014</td><td>22 August 2014</td></tr> <tr><td>HV00TJ</td><td>DE000HV00TJ7</td><td>15 August 2014</td><td>22 August 2014</td></tr> <tr><td>HV00TK</td><td>DE000HV00TK5</td><td>15 August 2014</td><td>22 August 2014</td></tr> <tr><td>HV00TL</td><td>DE000HV00TL3</td><td>15 August 2014</td><td>22 August 2014</td></tr> <tr><td>HV00TM</td><td>DE000HV00TM1</td><td>15 August 2014</td><td>22 August 2014</td></tr> <tr><td>HV00TN</td><td>DE000HV00TN9</td><td>15 August 2014</td><td>22 August 2014</td></tr> <tr><td>HV00TP</td><td>DE000HV00TP4</td><td>15 August 2014</td><td>22 August 2014</td></tr> <tr><td>HV00TQ</td><td>DE000HV00TQ2</td><td>15 August 2014</td><td>22 August 2014</td></tr> <tr><td>HV00TR</td><td>DE000HV00TR0</td><td>15 August 2014</td><td>22 August 2014</td></tr> <tr><td>HV00TS</td><td>DE000HV00TS8</td><td>15 August 2014</td><td>22 August 2014</td></tr> <tr><td>HV00TT</td><td>DE000HV00TT6</td><td>15 August 2014</td><td>22 August 2014</td></tr> <tr><td>HV00TU</td><td>DE000HV00TU4</td><td>15 August 2014</td><td>22 August 2014</td></tr> <tr><td>HV00TV</td><td>DE000HV00TV2</td><td>19 September 2014</td><td>26 September 2014</td></tr> <tr><td>HV00TW</td><td>DE000HV00TW0</td><td>19 September 2014</td><td>26 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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 securities takes place	<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>																																																																																																																																																																																																								
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>HV00TA</td><td>DE000HV00TA6</td><td>Closing price</td></tr> <tr><td>HV00TB</td><td>DE000HV00TB4</td><td>Closing price</td></tr> <tr><td>HV00TC</td><td>DE000HV00TC2</td><td>Closing price</td></tr> <tr><td>HV00TD</td><td>DE000HV00TD0</td><td>Closing price</td></tr> <tr><td>HV00TE</td><td>DE000HV00TE8</td><td>Closing price</td></tr> <tr><td>HV00TF</td><td>DE000HV00TF5</td><td>Closing price</td></tr> <tr><td>HV00TG</td><td>DE000HV00TG3</td><td>Closing price</td></tr> <tr><td>HV00TH</td><td>DE000HV00TH1</td><td>Closing price</td></tr> <tr><td>HV00TJ</td><td>DE000HV00TJ7</td><td>Closing price</td></tr> <tr><td>HV00TK</td><td>DE000HV00TK5</td><td>Closing price</td></tr> <tr><td>HV00TL</td><td>DE000HV00TL3</td><td>Closing price</td></tr> <tr><td>HV00TM</td><td>DE000HV00TM1</td><td>Closing price</td></tr> <tr><td>HV00TN</td><td>DE000HV00TN9</td><td>Closing price</td></tr> </tbody> </table>	WKN	ISIN	Reference Price	HV00TA	DE000HV00TA6	Closing price	HV00TB	DE000HV00TB4	Closing price	HV00TC	DE000HV00TC2	Closing price	HV00TD	DE000HV00TD0	Closing price	HV00TE	DE000HV00TE8	Closing price	HV00TF	DE000HV00TF5	Closing price	HV00TG	DE000HV00TG3	Closing price	HV00TH	DE000HV00TH1	Closing price	HV00TJ	DE000HV00TJ7	Closing price	HV00TK	DE000HV00TK5	Closing price	HV00TL	DE000HV00TL3	Closing price	HV00TM	DE000HV00TM1	Closing price	HV00TN	DE000HV00TN9	Closing price																																																																																																																																																														
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HV00TR	DE000HV00TR0	Closing price
HV00TS	DE000HV00TS8	Closing price
HV00TT	DE000HV00TT6	Closing price
HV00TU	DE000HV00TU4	Closing price
HV00TV	DE000HV00TV2	Closing price
HV00TW	DE000HV00TW0	Closing price
HV00TX	DE000HV00TX8	Closing price
HV00TY	DE000HV00TY6	Closing price
HV00TZ	DE000HV00TZ3	Closing price
HV00T0	DE000HV00T05	Closing price
HV00T1	DE000HV00T13	Closing price
HV00T2	DE000HV00T21	Closing price
HV00T3	DE000HV00T39	Closing price
HV00T4	DE000HV00T47	Closing price
HV00T5	DE000HV00T54	Closing price
HV00T6	DE000HV00T62	Closing price
HV00T7	DE000HV00T70	Closing price
HV00T8	DE000HV00T88	Closing price
HV00T9	DE000HV00T96	Closing price
HV00UA	DE000HV00UA4	Closing price
HV00UB	DE000HV00UB2	Closing price
HV00UC	DE000HV00UC0	Closing price
HV00UD	DE000HV00UD8	Closing price
HV00UE	DE000HV00UE6	Closing price
HV00UF	DE000HV00UF3	Closing price
HV00UG	DE000HV00UG1	Closing price
HV00UH	DE000HV00UH9	Closing price
HV00UJ	DE000HV00UJ5	Closing price
HV00UK	DE000HV00UK3	Closing price
HV00UL	DE000HV00UL1	Closing price
HV00UM	DE000HV00UM9	Closing price
HV00UN	DE000HV00UN7	Closing price
HV00UP	DE000HV00UP2	Closing price
HV00UQ	DE000HV00UQ0	Closing price
HV00UR	DE000HV00UR8	Closing price

C.20

Type of the underlying and description where information on the underlying can be found

"Underlying" means an index as further described by the following parameters:

WKN	ISIN	Underlying	Underlying Currency	Index Sponsor	Index Calculation Agent	Website
HV00TA	DE000HV00TA6	CAC 40 [®] EXT (ISIN XC000A1YDVD2)	EUR	Euronext and Conseil Scientifique	Euronext Indices B.V.	https://indices.nyx.com/
HV00TB	DE000HV00TB4	CAC 40 [®] EXT (ISIN XC000A1YDVD2)	EUR	Euronext and Conseil Scientifique	Euronext Indices B.V.	https://indices.nyx.com/
HV00TC	DE000HV00TC2	CAC 40 [®] EXT (ISIN XC000A1YDVD2)	EUR	Euronext and Conseil Scientifique	Euronext Indices B.V.	https://indices.nyx.com/
HV00TD	DE000HV00TD0	CAC 40 [®] EXT (ISIN XC000A1YDVD2)	EUR	Euronext and Conseil Scientifique	Euronext Indices B.V.	https://indices.nyx.com/
HV00TE	DE000HV00TE8	CAC 40 [®] EXT (ISIN XC000A1YDVD2)	EUR	Euronext and Conseil Scientifique	Euronext Indices B.V.	https://indices.nyx.com/
HV00TF	DE000HV00TF5	CAC 40 [®] EXT (ISIN XC000A1YDVD2)	EUR	Euronext and Conseil Scientifique	Euronext Indices B.V.	https://indices.nyx.com/
HV00TG	DE000HV00TG3	CAC 40 [®] EXT (ISIN XC000A1YDVD2)	EUR	Euronext and Conseil Scientifique	Euronext Indices B.V.	https://indices.nyx.com/
HV00TH	DE000HV00TH1	CAC 40 [®] EXT (ISIN XC000A1YDVD2)	EUR	Euronext and Conseil Scientifique	Euronext Indices B.V.	https://indices.nyx.com/
HV00TJ	DE000HV00TJ7	CAC 40 [®] EXT (ISIN XC000A1YDVD2)	EUR	Euronext and Conseil Scientifique	Euronext Indices B.V.	https://indices.nyx.com/
HV00TK	DE000HV00TK5	CAC 40 [®] EXT (ISIN XC000A1YDVD2)	EUR	Euronext and Conseil Scientifique	Euronext Indices B.V.	https://indices.nyx.com/
HV00TL	DE000HV00TL3	CAC 40 [®] EXT (ISIN XC000A1YDVD2)	EUR	Euronext and Conseil Scientifique	Euronext Indices B.V.	https://indices.nyx.com/

		HV00T9	DE000HV00T96	CAC 40 [®] EXT (ISIN XC000A1YDVD2)	EUR	Euronext and Conseil Scientifique	Euronext Indices B.V.	https://indices.nyx.com/
		HV00UA	DE000HV00UA4	CAC 40 [®] EXT (ISIN XC000A1YDVD2)	EUR	Euronext and Conseil Scientifique	Euronext Indices B.V.	https://indices.nyx.com/
		HV00UB	DE000HV00UB2	CAC 40 [®] EXT (ISIN XC000A1YDVD2)	EUR	Euronext and Conseil Scientifique	Euronext Indices B.V.	https://indices.nyx.com/
		HV00UC	DE000HV00UC0	CAC 40 [®] EXT (ISIN XC000A1YDVD2)	EUR	Euronext and Conseil Scientifique	Euronext Indices B.V.	https://indices.nyx.com/
		HV00UD	DE000HV00UD8	CAC 40 [®] EXT (ISIN XC000A1YDVD2)	EUR	Euronext and Conseil Scientifique	Euronext Indices B.V.	https://indices.nyx.com/
		HV00UE	DE000HV00UE6	CAC 40 [®] EXT (ISIN XC000A1YDVD2)	EUR	Euronext and Conseil Scientifique	Euronext Indices B.V.	https://indices.nyx.com/
		HV00UF	DE000HV00UF3	CAC 40 [®] EXT (ISIN XC000A1YDVD2)	EUR	Euronext and Conseil Scientifique	Euronext Indices B.V.	https://indices.nyx.com/
		HV00UG	DE000HV00UG1	CAC 40 [®] EXT (ISIN XC000A1YDVD2)	EUR	Euronext and Conseil Scientifique	Euronext Indices B.V.	https://indices.nyx.com/
		HV00UH	DE000HV00UH9	CAC 40 [®] EXT (ISIN XC000A1YDVD2)	EUR	Euronext and Conseil Scientifique	Euronext Indices B.V.	https://indices.nyx.com/
		HV00UJ	DE000HV00UJ5	CAC 40 [®] EXT (ISIN XC000A1YDVD2)	EUR	Euronext and Conseil Scientifique	Euronext Indices B.V.	https://indices.nyx.com/
		HV00UK	DE000HV00UK3	CAC 40 [®] EXT (ISIN XC000A1YDVD2)	EUR	Euronext and Conseil Scientifique	Euronext Indices B.V.	https://indices.nyx.com/
		HV00UL	DE000HV00UL1	CAC 40 [®] EXT (ISIN XC000A1YDVD2)	EUR	Euronext and Conseil Scientifique	Euronext Indices B.V.	https://indices.nyx.com/
		HV00UM	DE000HV00UM 9	CAC 40 [®] EXT (ISIN XC000A1YDVD2)	EUR	Euronext and Conseil Scientifique	Euronext Indices B.V.	https://indices.nyx.com/
		HV00UN	DE000HV00UN7	CAC 40 [®] EXT (ISIN XC000A1YDVD2)	EUR	Euronext and Conseil Scientifique	Euronext Indices B.V.	https://indices.nyx.com/
		HV00UP	DE000HV00UP2	CAC 40 [®] EXT (ISIN XC000A1YDVD2)	EUR	Euronext and Conseil Scientifique	Euronext Indices B.V.	https://indices.nyx.com/
		HV00UQ	DE000HV00UQ0	CAC 40 [®] EXT (ISIN XC000A1YDVD2)	EUR	Euronext and Conseil Scientifique	Euronext Indices B.V.	https://indices.nyx.com/
		HV00UR	DE000HV00UR8	CAC 40 [®] EXT (ISIN XC000A1YDVD2)	EUR	Euronext and Conseil Scientifique	Euronext Indices B.V.	https://indices.nyx.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	<p><i>Potential investors should be aware that in the case of the occurrence of one of the below mentioned risk factors the securities may decline in value and that they may sustain a total loss of their investment.</i></p> <ul style="list-style-type: none"> • Credit Risk <p>(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 HVB Group's future earnings; (iii) The economic conditions of the geographic markets in which HVB Group operates have had, and may continue to have, adverse effects on HVB Group's results of operations, business and financial condition; (iv) Non-traditional banking activities expose HVB Group to additional credit risks; (v) Changes in the German and European regulatory framework</p>
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		<p>could adversely affect HVB Group's business; (vi) Loan losses may exceed anticipated levels; (vii) Systemic risk could adversely affect HVB Group's business.</p> <ul style="list-style-type: none"> • Market Risk <p>(i) Difficult market situations can add to volatility in HVB Group's income; (ii) HVB Group's income can be volatile related to trading activities and fluctuations in interest and exchange rates.</p> • Liquidity Risk <p>(i) Risks concerning liquidity which could affect HVB 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 could continue to be affected by adverse macroeconomic and market conditions; (iii) HVB Group has significant exposure to weaker euro-zone countries.</p> • Operational Risk <p>(i) HVB Group's risk management strategies and techniques may leave HVB Group exposed to unidentified or unanticipated risks; (ii) IT risks; (iii) Risks arising from fraud in trading; (iv) Risks in connection with legal proceedings; (v) HVB Group is involved in pending tax proceedings.</p> • Strategic Risk <p>(i) Risk arising from the overall economic environment; (ii) The European sovereign debt crisis has adversely affected, and may continue to, adversely affect HVB Group's results of operations, business and financial condition; (iii) Risks from the strategic orientation of HVB Group's business model; (iv) Risks from the consolidation of the banking market; (v) Risks arising from changing competitive conditions in the German financial sector; (vi) The regulatory environment for HVB Group may change; non-compliance with regulatory requirements may result in enforcement measures; (vii) Risks from the introduction of new charges and taxes to stabilize the financial markets and involve banks in the sharing of costs for the financial crisis; (viii) The exercise of stress tests could adversely affect the business of HVB Group; (ix) HVB Group may be exposed to specific risks arising from the so-called Single Supervisory Mechanism (SSM) and other initiatives to create the so-called EU Banking Union; (x) Risks in relation to prohibition/separation of certain activities from other banking business; (xi) Risks arising from a change in HVB's rating</p> • Reputational Risk <p>Adverse reactions by stakeholders due to a change of perception of the bank may have a negative impact on HVB Group's results of operations, business and financial position.</p> • Business Risk <p>Unexpected negative changes in the business volume and/or the margins (e.g., as a result of the ongoing sovereign debt crisis) can lead to serious losses in earnings, thereby diminishing the market value of a company.</p> • Real estate Risk <p>Changes in the market value of the real estate portfolio of HVB Group may have an adverse impact on its financial position and results of operations.</p> • Financial investment risk <p>Fluctuations in market prices of HVB Group's portfolio of listed and unlisted shareholdings, financial investments and corresponding fund shares could lead to losses.</p> • Pension risk <p>HVB Group has undertaken to provide pension plans to its current and former employees. Pension risks exist in connection with such pension plans which may require a provision of additional capital to service the vested pension commitments.</p> • Risks arising from outsourcing activities <p>Failures in the risk assessment process or in defining risk reducing measures in relation to an outsourcing of activities and processes to external service providers could lead to a negative impact on HVB Group's results of operations, business and financial position.</p>
D.6	Key information on the key risks that are specific to the securities	<ul style="list-style-type: none"> • Potential conflicts of interest <p>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.</p> • Risks related to the market <p>(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.</p> • Risks related to the Securities in general <p>(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</p>

		<p>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.</p> <ul style="list-style-type: none"> • Risks related to underlying-linked Securities <p>(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.</p> <ul style="list-style-type: none"> • Risk factors relating to certain features of the Securities <p>(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.</p> <ul style="list-style-type: none"> • Risks related to Underlyings <p>- General risks</p> <p>(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.</p> <p>- Risks related to indices as Underlying</p> <p>(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.</p> <p>The Securities are not capital protected. Investors may lose the value of their entire investment or part of it.</p>
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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.</p> <p>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 30 May 2014 on the following markets:</p> <ul style="list-style-type: none"> ● 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 30 May 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	<p>Sans objet. KPMG AG Wirtschaftsprüfungsgesellschaft, commissaires aux comptes (<i>Wirtschaftsprüfer</i>) d'UniCredit Bank pour l'exercice 2012, ont audité les comptes consolidés du Groupe HVB et les comptes non consolidés d'UniCredit Bank pour l'exercice clos le 31 décembre 2012 et ont rendu une opinion d'audit sans réserve.</p> <p>Deloitte & Touche GmbH, Wirtschaftsprüfungsgesellschaft, commissaires aux comptes (<i>Wirtschaftsprüfer</i>) d'UniCredit Bank pour l'exercice 2013, ont audité les comptes consolidés du Groupe HVB et les comptes non consolidés d'UniCredit Bank pour l'exercice clos le 31 décembre 2013 et ont rendu une opinion d'audit sans réserve.</p>																																																												
B.12	Informations financières historiques sélectionnées	<p>Chiffres Clés Consolidés au 31 décembre 2013*</p> <table border="1"> <thead> <tr> <th>Indicateurs de performance clés</th> <th>1/1 – 31/12/2013</th> <th>1/1 – 31/12/2012</th> </tr> </thead> <tbody> <tr> <td>Bénéfice net d'exploitation</td> <td>1.839 m €</td> <td>€1.807 m €</td> </tr> <tr> <td>Ratio coûts revenus (basé sur les recettes totales)</td> <td>63,6%</td> <td>58,1%</td> </tr> <tr> <td>Bénéfice avant impôts</td> <td>1.458 m €</td> <td>2.058 m €</td> </tr> <tr> <td>Bénéfice consolidé</td> <td>1.074 m €</td> <td>1.287 m €</td> </tr> <tr> <td>Rendement des capitaux propres avant impôts¹⁾</td> <td>7,1%</td> <td>9,2%</td> </tr> <tr> <td>Rendement des capitaux propres après impôts¹⁾</td> <td>5,8%</td> <td>5,8%</td> </tr> <tr> <td>Bénéfice par action</td> <td>1,29 €</td> <td>1,55 €</td> </tr> <tr> <td></td> <td></td> <td></td> </tr> <tr> <td>Chiffres du bilan</td> <td>31/12/2013</td> <td>31/12/2012</td> </tr> <tr> <td>Total des actifs</td> <td>290,0 mds €</td> <td>347,3 mds €</td> </tr> <tr> <td>Capitaux propres</td> <td>21,0b mds €</td> <td>23,3 mds €</td> </tr> <tr> <td>Ratio de levier²⁾</td> <td>7,1%</td> <td>6,6%</td> </tr> <tr> <td></td> <td></td> <td></td> </tr> <tr> <td>Principaux ratios de fonds propres conformes à Bâle II</td> <td>31/12/2013</td> <td>31/12/2012</td> </tr> <tr> <td>Fonds propres de base sans capital hybride (Fonds propres de base Tier 1)</td> <td>18,4 mds €</td> <td>19,1 mds €</td> </tr> <tr> <td>Fonds propres de base (Fonds propres Tier 1)</td> <td>18,5 mds €</td> <td>19,5 mds €</td> </tr> <tr> <td>Actifs pondérés en fonction des risques (incluant les équivalents pour le risque de marché et le risque opérationnel)</td> <td>85,5 mds €</td> <td>109,8 mds €</td> </tr> <tr> <td>Ratio de fonds propres de base sans capital hybride (ratio de base Tier 1)³⁾</td> <td>21,5%</td> <td>17,4%</td> </tr> <tr> <td>Ratio de fonds propres de base (ratio de base Tier 1)³⁾</td> <td>21,6%</td> <td>17,8%</td> </tr> </tbody> </table> <p>* L'information financière indiquée dans le présent tableau est vérifiée et extraite du rapport annuel consolidé de l'Emetteur au 31 décembre 2013.</p> <p>¹⁾ Rendement des capitaux propres calculé sur la base des capitaux propres moyens calculés conformément aux normes IFRS.</p> <p>²⁾ Ratio capitaux propres présentés au bilan moins les actifs incorporels sur le total des actifs moins les actifs incorporels.</p> <p>³⁾ Calculé sur la base des actifs pondérés en fonction des risques, incluant les équivalents pour le risque de marché</p>	Indicateurs de performance clés	1/1 – 31/12/2013	1/1 – 31/12/2012	Bénéfice net d'exploitation	1.839 m €	€1.807 m €	Ratio coûts revenus (basé sur les recettes totales)	63,6%	58,1%	Bénéfice avant impôts	1.458 m €	2.058 m €	Bénéfice consolidé	1.074 m €	1.287 m €	Rendement des capitaux propres avant impôts ¹⁾	7,1%	9,2%	Rendement des capitaux propres après impôts ¹⁾	5,8%	5,8%	Bénéfice par action	1,29 €	1,55 €				Chiffres du bilan	31/12/2013	31/12/2012	Total des actifs	290,0 mds €	347,3 mds €	Capitaux propres	21,0b mds €	23,3 mds €	Ratio de levier ²⁾	7,1%	6,6%				Principaux ratios de fonds propres conformes à Bâle II	31/12/2013	31/12/2012	Fonds propres de base sans capital hybride (Fonds propres de base Tier 1)	18,4 mds €	19,1 mds €	Fonds propres de base (Fonds propres Tier 1)	18,5 mds €	19,5 mds €	Actifs pondérés en fonction des risques (incluant les équivalents pour le risque de marché et le risque opérationnel)	85,5 mds €	109,8 mds €	Ratio de fonds propres de base sans capital hybride (ratio de base Tier 1) ³⁾	21,5%	17,4%	Ratio de fonds propres de base (ratio de base Tier 1) ³⁾	21,6%	17,8%
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		et le risque opérationnel.
	Déclaration attestant qu'aucun effet défavorable significatif n'a affecté les perspectives de l'émetteur, depuis la date de ses derniers états financiers vérifiés ou description de tout effet défavorable significatif	Il n'y a eu aucun changement défavorable significatif affectant les perspectives du Groupe HVB depuis le 31 décembre 2013, date de publication des derniers états financiers audités (Rapport Annuel 2013).
	Description de tout changement significatif de la situation financière du groupe survenu depuis la période couverte par les informations financières historiques	Il ne s'est produit aucun changement significatif de la situation financière du Groupe HVB depuis le 31 décembre 2013.
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	B.5 plus Déclaration concernant la dépendance de l'Emetteur à l'égard d'autres entités du groupe	Se reporter à B.5 Sans objet. UniCredit Bank n'est détenu par aucune entité appartenant au Groupe HVB.
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, à des entreprises internationales et à des clients institutionnels. Cette gamme s'étend des prêts immobiliers, crédits à la consommation, produits de savings-and-loan et d'assurance, et services bancaires destinés à une 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. Les "Certificats" sont des titres de créance au porteur (<i>Inhaberschuldverschreibungen</i>) conformément au paragraphe 793 du Code Civil allemand (Bürgerliches Gesetzbuch, BGB). Les Titres sont représentés par un titre global permanent sans coupons. 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>PF009537</td> <td>1</td> <td>DE000HV00TA6</td> <td>HV00TA</td> </tr> <tr> <td>PF009538</td> <td>1</td> <td>DE000HV00TB4</td> <td>HV00TB</td> </tr> </tbody> </table>	Souche	Tranche	ISIN	WKN	PF009537	1	DE000HV00TA6	HV00TA	PF009538	1	DE000HV00TB4	HV00TB
Souche	Tranche	ISIN	WKN											
PF009537	1	DE000HV00TA6	HV00TA											
PF009538	1	DE000HV00TB4	HV00TB											

		PF009539	1	DE000HV00TC2	HV00TC
		PF009540	1	DE000HV00TD0	HV00TD
		PF009541	1	DE000HV00TE8	HV00TE
		PF009542	1	DE000HV00TF5	HV00TF
		PF009543	1	DE000HV00TG3	HV00TG
		PF009544	1	DE000HV00TH1	HV00TH
		PF009545	1	DE000HV00TJ7	HV00TJ
		PF009546	1	DE000HV00TK5	HV00TK
		PF009547	1	DE000HV00TL3	HV00TL
		PF009548	1	DE000HV00TM1	HV00TM
		PF009549	1	DE000HV00TN9	HV00TN
		PF009550	1	DE000HV00TP4	HV00TP
		PF009551	1	DE000HV00TQ2	HV00TQ
		PF009552	1	DE000HV00TR0	HV00TR
		PF009553	1	DE000HV00TS8	HV00TS
		PF009554	1	DE000HV00TT6	HV00TT
		PF009555	1	DE000HV00TU4	HV00TU
		PF009556	1	DE000HV00TV2	HV00TV
		PF009557	1	DE000HV00TW0	HV00TW
		PF009558	1	DE000HV00TX8	HV00TX
		PF009559	1	DE000HV00TY6	HV00TY
		PF009560	1	DE000HV00TZ3	HV00TZ
		PF009561	1	DE000HV00T05	HV00T0
		PF009562	1	DE000HV00T13	HV00T1
		PF009563	1	DE000HV00T21	HV00T2
		PF009564	1	DE000HV00T39	HV00T3
		PF009565	1	DE000HV00T47	HV00T4
		PF009566	1	DE000HV00T54	HV00T5
		PF009567	1	DE000HV00T62	HV00T6
		PF009568	1	DE000HV00T70	HV00T7
		PF009569	1	DE000HV00T88	HV00T8
		PF009570	1	DE000HV00T96	HV00T9
		PF009571	1	DE000HV00UA4	HV00UA
		PF009572	1	DE000HV00UB2	HV00UB
		PF009573	1	DE000HV00UC0	HV00UC
		PF009574	1	DE000HV00UD8	HV00UD
		PF009575	1	DE000HV00UE6	HV00UE
		PF009576	1	DE000HV00UF3	HV00UF
		PF009577	1	DE000HV00UG1	HV00UG
		PF009578	1	DE000HV00UH9	HV00UH
		PF009579	1	DE000HV00UJ5	HV00UJ
		PF009580	1	DE000HV00UK3	HV00UK
		PF009581	1	DE000HV00UL1	HV00UL
		PF009582	1	DE000HV00UM9	HV00UM
		PF009583	1	DE000HV00UN7	HV00UN
		PF009584	1	DE000HV00UP2	HV00UP
		PF009585	1	DE000HV00UQ0	HV00UQ
		PF009586	1	DE000HV00UR8	HV00UR
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 30 May 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 Final (telle que définie à la Section C.16) et sera égal au Montant Différentiel.</p> <p>Si un Cas de Désactivation s'est produit, le paiement sera effectué prématurément et sera égal au Montant de Désactivation.</p> <p>Le « Montant Différentiel » est égal :</p> <ul style="list-style-type: none"> - 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. <p>Toutefois, le Montant Différentiel n'est pas inférieur au Montant Minimum.</p> <p>Un « Cas de Désactivation » s'est produit si :</p> <ul style="list-style-type: none"> - 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. <p>Le « Montant de Désactivation » est EUR 0.-.</p> <p>La « Période de Désactivation » est 30 May 2014 (inclus) jusqu'au Date d'Evaluation Finale (inclus).</p> <p>Le « Montant Minimum » est EUR 0.-.</p> <table border="1"> <thead> <tr> <th>WKN</th> <th>ISIN</th> <th>Call/Put</th> <th>Ratio</th> <th>Barrière Désactivante</th> <th>Prix de Base</th> </tr> </thead> <tbody> <tr><td>HV00TA</td><td>DE000HV00TA6</td><td>Call</td><td>0.01</td><td>4,425</td><td>4,425</td></tr> <tr><td>HV00TB</td><td>DE000HV00TB4</td><td>Call</td><td>0.01</td><td>4,450</td><td>4,450</td></tr> <tr><td>HV00TC</td><td>DE000HV00TC2</td><td>Call</td><td>0.01</td><td>4,475</td><td>4,475</td></tr> <tr><td>HV00TD</td><td>DE000HV00TD0</td><td>Call</td><td>0.01</td><td>4,500</td><td>4,500</td></tr> <tr><td>HV00TE</td><td>DE000HV00TE8</td><td>Call</td><td>0.01</td><td>4,525</td><td>4,525</td></tr> <tr><td>HV00TF</td><td>DE000HV00TF5</td><td>Call</td><td>0.01</td><td>4,200</td><td>4,200</td></tr> <tr><td>HV00TG</td><td>DE000HV00TG3</td><td>Call</td><td>0.01</td><td>4,225</td><td>4,225</td></tr> <tr><td>HV00TH</td><td>DE000HV00TH1</td><td>Call</td><td>0.01</td><td>4,250</td><td>4,250</td></tr> <tr><td>HV00TJ</td><td>DE000HV00TJ7</td><td>Call</td><td>0.01</td><td>4,275</td><td>4,275</td></tr> <tr><td>HV00TK</td><td>DE000HV00TK5</td><td>Call</td><td>0.01</td><td>4,300</td><td>4,300</td></tr> <tr><td>HV00TL</td><td>DE000HV00TL3</td><td>Call</td><td>0.01</td><td>4,325</td><td>4,325</td></tr> <tr><td>HV00TM</td><td>DE000HV00TM1</td><td>Call</td><td>0.01</td><td>4,350</td><td>4,350</td></tr> <tr><td>HV00TN</td><td>DE000HV00TN9</td><td>Call</td><td>0.01</td><td>4,375</td><td>4,375</td></tr> <tr><td>HV00TP</td><td>DE000HV00TP4</td><td>Call</td><td>0.01</td><td>4,400</td><td>4,400</td></tr> <tr><td>HV00TQ</td><td>DE000HV00TQ2</td><td>Call</td><td>0.01</td><td>4,425</td><td>4,425</td></tr> <tr><td>HV00TR</td><td>DE000HV00TR0</td><td>Call</td><td>0.01</td><td>4,450</td><td>4,450</td></tr> <tr><td>HV00TS</td><td>DE000HV00TS8</td><td>Call</td><td>0.01</td><td>4,475</td><td>4,475</td></tr> <tr><td>HV00TT</td><td>DE000HV00TT6</td><td>Call</td><td>0.01</td><td>4,500</td><td>4,500</td></tr> <tr><td>HV00TU</td><td>DE000HV00TU4</td><td>Call</td><td>0.01</td><td>4,525</td><td>4,525</td></tr> <tr><td>HV00TV</td><td>DE000HV00TV2</td><td>Call</td><td>0.01</td><td>4,425</td><td>4,425</td></tr> <tr><td>HV00TW</td><td>DE000HV00TW0</td><td>Call</td><td>0.01</td><td>4,450</td><td>4,450</td></tr> <tr><td>HV00TX</td><td>DE000HV00TX8</td><td>Call</td><td>0.01</td><td>4,475</td><td>4,475</td></tr> <tr><td>HV00TY</td><td>DE000HV00TY6</td><td>Call</td><td>0.01</td><td>4,500</td><td>4,500</td></tr> <tr><td>HV00TZ</td><td>DE000HV00TZ3</td><td>Call</td><td>0.01</td><td>4,525</td><td>4,525</td></tr> <tr><td>HV00T0</td><td>DE000HV00T05</td><td>Put</td><td>0.01</td><td>4,525</td><td>4,525</td></tr> <tr><td>HV00T1</td><td>DE000HV00T13</td><td>Put</td><td>0.01</td><td>4,650</td><td>4,650</td></tr> <tr><td>HV00T2</td><td>DE000HV00T21</td><td>Put</td><td>0.01</td><td>4,675</td><td>4,675</td></tr> <tr><td>HV00T3</td><td>DE000HV00T39</td><td>Put</td><td>0.01</td><td>4,700</td><td>4,700</td></tr> <tr><td>HV00T4</td><td>DE000HV00T47</td><td>Put</td><td>0.01</td><td>4,725</td><td>4,725</td></tr> </tbody> </table>	WKN	ISIN	Call/Put	Ratio	Barrière Désactivante	Prix de Base	HV00TA	DE000HV00TA6	Call	0.01	4,425	4,425	HV00TB	DE000HV00TB4	Call	0.01	4,450	4,450	HV00TC	DE000HV00TC2	Call	0.01	4,475	4,475	HV00TD	DE000HV00TD0	Call	0.01	4,500	4,500	HV00TE	DE000HV00TE8	Call	0.01	4,525	4,525	HV00TF	DE000HV00TF5	Call	0.01	4,200	4,200	HV00TG	DE000HV00TG3	Call	0.01	4,225	4,225	HV00TH	DE000HV00TH1	Call	0.01	4,250	4,250	HV00TJ	DE000HV00TJ7	Call	0.01	4,275	4,275	HV00TK	DE000HV00TK5	Call	0.01	4,300	4,300	HV00TL	DE000HV00TL3	Call	0.01	4,325	4,325	HV00TM	DE000HV00TM1	Call	0.01	4,350	4,350	HV00TN	DE000HV00TN9	Call	0.01	4,375	4,375	HV00TP	DE000HV00TP4	Call	0.01	4,400	4,400	HV00TQ	DE000HV00TQ2	Call	0.01	4,425	4,425	HV00TR	DE000HV00TR0	Call	0.01	4,450	4,450	HV00TS	DE000HV00TS8	Call	0.01	4,475	4,475	HV00TT	DE000HV00TT6	Call	0.01	4,500	4,500	HV00TU	DE000HV00TU4	Call	0.01	4,525	4,525	HV00TV	DE000HV00TV2	Call	0.01	4,425	4,425	HV00TW	DE000HV00TW0	Call	0.01	4,450	4,450	HV00TX	DE000HV00TX8	Call	0.01	4,475	4,475	HV00TY	DE000HV00TY6	Call	0.01	4,500	4,500	HV00TZ	DE000HV00TZ3	Call	0.01	4,525	4,525	HV00T0	DE000HV00T05	Put	0.01	4,525	4,525	HV00T1	DE000HV00T13	Put	0.01	4,650	4,650	HV00T2	DE000HV00T21	Put	0.01	4,675	4,675	HV00T3	DE000HV00T39	Put	0.01	4,700	4,700	HV00T4	DE000HV00T47	Put	0.01	4,725	4,725
WKN	ISIN	Call/Put	Ratio	Barrière Désactivante	Prix de Base																																																																																																																																																																																	
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HV00TG	DE000HV00TG3	Call	0.01	4,225	4,225																																																																																																																																																																																	
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HV00TM	DE000HV00TM1	Call	0.01	4,350	4,350																																																																																																																																																																																	
HV00TN	DE000HV00TN9	Call	0.01	4,375	4,375																																																																																																																																																																																	
HV00TP	DE000HV00TP4	Call	0.01	4,400	4,400																																																																																																																																																																																	
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HV00T0	DE000HV00T05	Put	0.01	4,525	4,525																																																																																																																																																																																	
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		<table border="1"> <tbody> <tr><td>HV00T5</td><td>DE000HV00T54</td><td>Put</td><td>0.01</td><td>4,750</td><td>4,750</td></tr> <tr><td>HV00T6</td><td>DE000HV00T62</td><td>Put</td><td>0.01</td><td>4,525</td><td>4,525</td></tr> <tr><td>HV00T7</td><td>DE000HV00T70</td><td>Put</td><td>0.01</td><td>4,550</td><td>4,550</td></tr> <tr><td>HV00T8</td><td>DE000HV00T88</td><td>Put</td><td>0.01</td><td>4,575</td><td>4,575</td></tr> <tr><td>HV00T9</td><td>DE000HV00T96</td><td>Put</td><td>0.01</td><td>4,600</td><td>4,600</td></tr> <tr><td>HV00UA</td><td>DE000HV00UA4</td><td>Put</td><td>0.01</td><td>4,625</td><td>4,625</td></tr> <tr><td>HV00UB</td><td>DE000HV00UB2</td><td>Put</td><td>0.01</td><td>4,650</td><td>4,650</td></tr> <tr><td>HV00UC</td><td>DE000HV00UC0</td><td>Put</td><td>0.01</td><td>4,675</td><td>4,675</td></tr> <tr><td>HV00UD</td><td>DE000HV00UD8</td><td>Put</td><td>0.01</td><td>4,700</td><td>4,700</td></tr> <tr><td>HV00UE</td><td>DE000HV00UE6</td><td>Put</td><td>0.01</td><td>4,725</td><td>4,725</td></tr> <tr><td>HV00UF</td><td>DE000HV00UF3</td><td>Put</td><td>0.01</td><td>4,750</td><td>4,750</td></tr> <tr><td>HV00UG</td><td>DE000HV00UG1</td><td>Put</td><td>0.01</td><td>4,775</td><td>4,775</td></tr> <tr><td>HV00UH</td><td>DE000HV00UH9</td><td>Put</td><td>0.01</td><td>4,800</td><td>4,800</td></tr> <tr><td>HV00UJ</td><td>DE000HV00UJ5</td><td>Put</td><td>0.01</td><td>4,825</td><td>4,825</td></tr> <tr><td>HV00UK</td><td>DE000HV00UK3</td><td>Put</td><td>0.01</td><td>4,850</td><td>4,850</td></tr> <tr><td>HV00UL</td><td>DE000HV00UL1</td><td>Put</td><td>0.01</td><td>4,525</td><td>4,525</td></tr> <tr><td>HV00UM</td><td>DE000HV00UM9</td><td>Put</td><td>0.01</td><td>4,750</td><td>4,750</td></tr> <tr><td>HV00UN</td><td>DE000HV00UN7</td><td>Put</td><td>0.01</td><td>4,775</td><td>4,775</td></tr> <tr><td>HV00UP</td><td>DE000HV00UP2</td><td>Put</td><td>0.01</td><td>4,800</td><td>4,800</td></tr> <tr><td>HV00UQ</td><td>DE000HV00UQ0</td><td>Put</td><td>0.01</td><td>4,825</td><td>4,825</td></tr> <tr><td>HV00UR</td><td>DE000HV00UR8</td><td>Put</td><td>0.01</td><td>4,850</td><td>4,850</td></tr> </tbody> </table>	HV00T5	DE000HV00T54	Put	0.01	4,750	4,750	HV00T6	DE000HV00T62	Put	0.01	4,525	4,525	HV00T7	DE000HV00T70	Put	0.01	4,550	4,550	HV00T8	DE000HV00T88	Put	0.01	4,575	4,575	HV00T9	DE000HV00T96	Put	0.01	4,600	4,600	HV00UA	DE000HV00UA4	Put	0.01	4,625	4,625	HV00UB	DE000HV00UB2	Put	0.01	4,650	4,650	HV00UC	DE000HV00UC0	Put	0.01	4,675	4,675	HV00UD	DE000HV00UD8	Put	0.01	4,700	4,700	HV00UE	DE000HV00UE6	Put	0.01	4,725	4,725	HV00UF	DE000HV00UF3	Put	0.01	4,750	4,750	HV00UG	DE000HV00UG1	Put	0.01	4,775	4,775	HV00UH	DE000HV00UH9	Put	0.01	4,800	4,800	HV00UJ	DE000HV00UJ5	Put	0.01	4,825	4,825	HV00UK	DE000HV00UK3	Put	0.01	4,850	4,850	HV00UL	DE000HV00UL1	Put	0.01	4,525	4,525	HV00UM	DE000HV00UM9	Put	0.01	4,750	4,750	HV00UN	DE000HV00UN7	Put	0.01	4,775	4,775	HV00UP	DE000HV00UP2	Put	0.01	4,800	4,800	HV00UQ	DE000HV00UQ0	Put	0.01	4,825	4,825	HV00UR	DE000HV00UR8	Put	0.01	4,850	4,850																																																																														
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C.17	Procédure de règlement-livraison des titres	<p>Tout paiement doit être effectué auprès de UniCredit Bank AG (l'« Agent Payeur Principal »). L'Agent Payeur Principal devra régler les montants dus au Système de Compensation afin de créditer chacun des comptes des banques dépositaires pour transfert aux Porteurs de Titres.</p> <p>Le paiement au Système de Compensation décharge l'Emetteur de ses obligations relatives aux Titres à proportion du montant dudit paiement.</p> <p>« Système de Compensation » signifie Euroclear France S.A.</p>																																																																																																																																																																																																												
C.18	Description des modalités relatives	<p>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'Evénement de Désactivation s'est</p>																																																																																																																																																																																																												

	au produit des titres dérivés	produit.																																																																																																																																																									
C.19	Prix d'exercice ou prix de référence final du sous-jacent	<p>« Prix de Référence Correspondant » signifie le Prix de Référence à la Date d'Évaluation Finale.</p> <table border="1"> <thead> <tr> <th>WKN</th> <th>ISIN</th> <th>Prix de Référence</th> </tr> </thead> <tbody> <tr><td>HV00TA</td><td>DE000HV00TA6</td><td>Closing price</td></tr> <tr><td>HV00TB</td><td>DE000HV00TB4</td><td>Closing price</td></tr> <tr><td>HV00TC</td><td>DE000HV00TC2</td><td>Closing price</td></tr> <tr><td>HV00TD</td><td>DE000HV00TD0</td><td>Closing price</td></tr> <tr><td>HV00TE</td><td>DE000HV00TE8</td><td>Closing price</td></tr> <tr><td>HV00TF</td><td>DE000HV00TF5</td><td>Closing price</td></tr> <tr><td>HV00TG</td><td>DE000HV00TG3</td><td>Closing price</td></tr> <tr><td>HV00TH</td><td>DE000HV00TH1</td><td>Closing price</td></tr> <tr><td>HV00TJ</td><td>DE000HV00TJ7</td><td>Closing price</td></tr> <tr><td>HV00TK</td><td>DE000HV00TK5</td><td>Closing price</td></tr> 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		HV00T5	DE000HV00T54	CAC 40 [®] EXT (ISIN XC000A1YDVD2)	EUR	Euronext and Conseil Scientifique	Euronext Indices B.V.	https://indices.nyx.com/
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		HV00UM	DE000HV00UM 9	CAC 40 [®] EXT (ISIN XC000A1YDVD2)	EUR	Euronext and Conseil Scientifique	Euronext Indices B.V.	https://indices.nyx.com/
		HV00UN	DE000HV00UN7	CAC 40 [®] EXT (ISIN XC000A1YDVD2)	EUR	Euronext and Conseil Scientifique	Euronext Indices B.V.	https://indices.nyx.com/
		HV00UP	DE000HV00UP2	CAC 40 [®] EXT (ISIN XC000A1YDVD2)	EUR	Euronext and Conseil Scientifique	Euronext Indices B.V.	https://indices.nyx.com/
		HV00UQ	DE000HV00UQ0	CAC 40 [®] EXT (ISIN XC000A1YDVD2)	EUR	Euronext and Conseil Scientifique	Euronext Indices B.V.	https://indices.nyx.com/
		HV00UR	DE000HV00UR8	CAC 40 [®] EXT (ISIN XC000A1YDVD2)	EUR	Euronext and Conseil Scientifique	Euronext Indices B.V.	https://indices.nyx.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).
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D. RISQUES

D.2	Informations clés sur les principaux risques propres à l'Emetteur	<p><i>Il est important que les investisseurs potentiels soient avertis qu'en raison de la possible survenance des événements décrits ci-dessous, la valeur des Titres pourrait baisser et ces investisseurs pourraient subir la perte totale de leur investissement.</i></p> <ul style="list-style-type: none"> • Risque de crédit <p>(i) Risques liés à un ralentissement de l'économie et à la volatilité des marchés financiers ; (ii) Une détérioration des valorisations d'actifs résultant de faibles conditions de marché pourrait affecter défavorablement les recettes futures du Groupe HVB ; (iii) Les conditions économiques des marchés géographiques dans lesquels le Groupe HVB 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 HVB ; (iv) Les activités bancaires non-traditionnelles exposent le Groupe HVB à des risques de crédit supplémentaires ; (v) Des changements de l'environnement réglementaire allemand et européen pourraient affecter défavorablement les activités du Groupe HVB ; (vi) Les créances douteuses sont susceptibles de dépasser les niveaux anticipés ; (vii) Le risque systémique pourrait affecter défavorablement les activités du Groupe HVB.</p> • Risque de marché <p>(i) Des conditions de marché difficiles peuvent accroître la volatilité des revenus du Groupe HVB ; (ii) Les revenus du Groupe HVB peuvent être volatils du fait des activités de trading et des fluctuations des taux de change et d'intérêts.</p> • Risque de liquidité <p>(i) Les risques de liquidité pourraient compromettre la capacité du Groupe HVB à respecter ses obligations financières à leur échéance ; (ii) L'activité, le résultat d'exploitation et la situation financière du Groupe HVB ont été et pourraient continuer à être affectés par des conditions macro-économiques et de marché défavorables ; (iii) Le Groupe HVB est exposé de manière significative aux pays en difficulté dans la zone euro.</p> • Risque opérationnel <p>(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 provenant de la fraude dans les activités de trading ; (iv) Risques liés à des poursuites judiciaires ; (v) Le Groupe HVB est impliqué dans des procédures fiscales en cours.</p> • Risque de stratégie <p>(i) Risque lié aux tendances générales de l'économie ; (ii) 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 HVB ; (iii) Risques provenant de l'orientation stratégique du <i>business model</i> du Groupe HVB ; (iv) Risques provenant de la consolidation du marché bancaire ; (v) Risques provenant de l'évolution des conditions de concurrence dans le secteur financier Allemand ; (vi) L'environnement réglementaire du Groupe HVB est susceptible de changer ; la non-conformité avec les exigences réglementaires peut engendrer des mesures d'exécution ; (vii) Risques provenant de l'introduction de nouvelles charges et impôts ayant pour objet de stabiliser les marchés financiers et impliquant les banques en ce qui concerne la répartition des coûts de la crise financière ; (viii) L'exercice de stress tests pourrait affecter l'activité du Groupe HVB ; (ix) Le Groupe HVB pourrait être exposé à des risques provenant de la mise en place du Mécanisme de Surveillance Unique (MSU) et de toute autre initiative permettant la création et mise en place de l'Union Bancaire de l'Union Européenne ; (x) Risques liés à l'interdiction/la séparation de certaines activités par rapport à d'autres activités bancaires ; (xi) Risques liés aux notations de HVB.</p> • Risque réputationnel <p>Les actionnaires peuvent avoir des réactions négatives en raison d'un changement de leur perception de la banque ce qui peut avoir un impact négatif sur les résultats d'opérations, les activités et la situation financière du Groupe HVB.</p> • Risque d'activité <p>Des changements négatifs imprévus dans le volume d'affaires et/ou les marges (e.g., à la suite de la crise de la dette souveraine) peuvent entraîner de graves pertes de bénéfices, ce qui aurait pour conséquence de diminuer la valeur de marché d'une entreprise.</p> • Risques liés au portefeuille immobilier du Groupe HVB <p>Les variations de la valeur de marché du portefeuille immobilier du Groupe HVB peuvent avoir un impact négatif sur sa situation financière et ses résultats d'exploitation.</p> • Risque provenant des participations et des investissements financiers du Groupe HVB <p>Les fluctuations du prix du portefeuille de participations cotées et non cotées, des placements financiers et des parts de fonds correspondants détenus par le Groupe HVB pourraient entraîner</p>
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		<p>des pertes.</p> <ul style="list-style-type: none"> • Risque lié au financement des retraites <p>Le Groupe HVB s'est engagé à fournir des plans de retraite à ses anciens et actuels employés. Des risques liés au financement des retraites existent dans le cadre de ces régimes de retraite qui peuvent nécessiter un apport de capital supplémentaire au bénéfice des engagements de pension acquis.</p> <ul style="list-style-type: none"> • Risques liés aux activités externalisées <p>Les échecs dans le processus d'évaluation des risques ou dans la définition des mesures de réduction des risques par rapport à une externalisation des activités et des processus de recours à des fournisseurs de services externes pourraient conduire à un impact négatif sur les résultats d'opérations, les activités et la situation financière du Groupe HVB.</p>
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	La plus petite unité transférable est 1 titre. La plus petite unité négociable est 1 titre. Les Titres seront offerts à des investisseurs qualifiés, des investisseurs particuliers et/ou des investisseurs institutionnels. Aucune offre au public n'est effectuée. Les Titres doivent être admis aux négociations sur un marché organisé. Une demande d'admission aux négociations sera présentée à compter du 30 May 2014 sur les marchés suivants : NYSE Euronext Paris S.A..
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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