# NO PROSPECTUS IS REQUIRED IN ACCORDANCE WITH DIRECTIVE 2003/71/EC AS AMENDED FOR THE ISSUE OF NOTES DESCRIBED BELOW

**PROHIBITION OF SALES TO EEA RETAIL INVESTORS** - The Notes are not intended to be offered, sold or otherwise made available to and, with effect from 1 January 2018, should not be offered, sold or otherwise made available to any retail investor in the European Economic Area (the "EEA"). For these purposes, a retail investor means a person who is one (or more) of: (i) a retail client as defined in point (11) of Article 4(1) of Directive 2014/65/EU (as amended, "**MiFID II**"); (ii) a customer within the meaning of Directive 2002/92/EC, where that customer would not qualify as a professional client as defined in point (10) of Article 4(1) of MiFID II; or (iii) not a qualified investor as defined in Directive 2003/71/EC, as amended (the "**Prospectus Directive**"). Consequently no key information document required by Regulation (EU) No 1286/2014 (the "**PRIIPs Regulation**") for offering or selling the Notes or otherwise making them available to retail investors in the EEA has been prepared and therefore offering or selling the Notes or otherwise making them available to any retail investor in the EEA may be unlawful under the PRIIPs Regulation.

MiFID II product governance / Professional investors and eligible counterparties only target market – Solely for the purposes of the manufacturer's product approval process, the target market assessment in respect of the Notes has led to the conclusion that (i) the target market for the Notes is eligible counterparties and professional clients only, each as defined in Directive 2014/65/EU (as amended, "MiFID II")/MiFID II and (ii) all channels for distribution of the Notes to eligible counterparties and professional clients are appropriate. Any person subsequently offering, selling or recommending the Notes (a "distributor") should take into consideration the manufacturer's target market assessment; however, a distributor subject to MiFID II is responsible for undertaking its own target market assessment in respect of the Notes (by either adopting or refining the manufacturer's target market assessment) and determining appropriate distribution channels.

#### PRICING SUPPLEMENT

The Pricing Supplement dated 4 March 2019

# UBS AG, acting through its London Branch

Issue of USD 50,000,000 Callable Dual Range Accrual Notes due 4 March 2029 under the Euro Note Programme

#### PART A - CONTRACTUAL TERMS

This is a structured product which involves derivatives. Do not invest in it unless you fully understand and are willing to assume the risks associated with it. If you are in any doubt about the risks involved in the product, you may clarify with the intermediary or seek independent professional advice.

Terms used herein shall be deemed to be defined as such for the purposes of the Conditions set forth in the Base Listing Particulars dated 31 May 2018 and the supplements to it dated 25 September 2018 which together constitute a base prospectus for the purposes of admission to trading on the Global Exchange Market of the Irish Stock Exchange plc trading as Euronext Dublin. This document constitutes the Pricing Supplement of the Notes described herein and must be read in conjunction with such Base Listing Particulars.

Full information on the Issuer and the offer of the Notes described herein is only available on the basis of the combination of this Pricing Supplement and the Base Listing Particulars. The Base Listing Particulars is available for viewing at www.ise.ie and copies may be obtained from the offices of the Paying Agents, The Bank of New York Mellon, acting through its London Branch, One Canada Square, London E14 5AL, The Bank of New York Mellon SA/NV, Luxembourg Branch, Vertigo Building - Polaris, 2-4 rue Eugène Ruppert, L-2453 Luxembourg and

The Bank of New York Mellon SA/NV Dublin Branch, 4th Floor, Hanover Building, Windmill Lane, Dublin 2, Ireland.

1.	Issuer:		UBS AG, acting through its London Branch
2.	(i)	Series Number:	16519/19
	(ii)	Tranche Number:	1
	(iii)	Date on which the Notes become fungible:	Not Applicable
3.	Currency or Currencies:		United States Dollars ("USD")
4.	Aggregate Nominal Amount:		
	(i)	Series:	USD 50,000,000
	(ii)	Tranche:	USD 50,000,000
5.	Issue Price:		100 per cent. of the Aggregate Nominal Amount
6.	(i)	Specified Denominations:	Registered Notes
			The Notes may be issued, traded and redeemed in integral multiples of USD 200,000, subject to a minimum lot of USD 200,000
	(ii)	Calculation Amount:	USD 200,000
7.	(i)	Issue Date:	4 March 2019
	(ii)	Interest Commencement Date:	4 March 2019
8.	Maturity Date:		4 March 2029 (" <b>Scheduled Maturity Date</b> "), subject to adjustment in accordance with the Business Day Convention.
9.	Interest Basis:		Floating
			(further particulars specified in paragraph 17 below)
10.	Redemption/Payment Basis:		Redemption at par, subject to any purchase and cancellation or early redemption
11.	Change of Interest or Redemption/Payment Basis:		Not Applicable
12.	Put/Call Options:		Issuer Call
			(further particulars specified in paragraph 23 below)
13.	Status of the Notes:		Senior
14.	Date approval for issuance of Notes obtained:		Not Applicable
15.	Metho	d of distribution:	Non syndicated

# PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

16. Fixed Rate Note Provisions: Not Applicable

17. Floating Rate Note Provisions: **Applicable** 

> (i) Specified Period: Not Applicable

(ii) **Interest Payment Dates:** 4 March, 4 June, 4 September and 4 December each

> year from and including 4 June 2019 to and including the Scheduled Maturity Date (subject to adjustment in accordance with the Modified Following Unadjusted

Business Day Convention).

**Business Day Convention:** Modified Following Unadjusted (iii)

(iv) Manner in which the Rate(s) of Screen Rate Determination

Interest is/are to be determined:

Calculation Agent responsible for (v) calculating the Rate(s) of Interest and Interest Amount(s) (if not the Agent):

UBS AG, London Branch

(vi) If ISDA Determination:

> Not applicable (a) Floating Rate Option:

> (b) Designated Maturity: Not applicable

Not applicable (c) Reset Date(s):

(vii) If Screen Rate Determination:

> 6 % \* (2\*N1/N2-1) per annum, subject to a minimum of Reference Rate: (a)

zero, where

"N1" means the number of calendar days in the relevant Interest Period when:

the Reference Rate1 is equal to or greater than the Barrier; and

the Reference Rate2 is equal to or greater than the Lower Bound but less than or equal to the Upper Bound.

For the purpose of determining N1:

- subject to paragraph (ii) below, for any calendar day which is not a Business Day, each of the Reference Rate1 and Reference Rate2 for the immediately preceding Business Day shall be deemed to be the Reference Rate1 and Reference Rate2 for such day respectively; and
- in relation to each Interest Period, each the (ii) Reference Rate1 and the Reference Rate2 applicable on the 5th Business Day prior to the Interest Payment Date shall be deemed to be the Reference Rate1 and

Reference Rate 2 applicable to each subsequent calendar day in such Interest Period respectively.

"N2" means the number of all calendar days in the relevant Interest Period.

### "Reference Rate1" means "CMS30 - CMS2", where

(i) "CMS30" means the semi-annual rate (calculated on a 30/360 day count basis) for USD swaps (vs. 3-month LIBOR) with a maturity of 30 years, expressed as a percentage, which appears on the Reuters Screen ICESWAP1 Page as of 11.00 a.m. New York time or thereabouts, on each relevant date;

if such rate does not appear on the Reuters Page, fallback provisions under Benchmark Replacement shall be applicable mutatis mutandis to such rate.

(ii) "CMS2" means the semi-annual rate (calculated on a 30/360 day count basis) for USD swaps (vs. 3-month LIBOR) with a maturity of 2 years, expressed as a percentage, which appears on the Reuters Screen ICESWAP1 Page as of 11.00 a.m. New York time or thereabouts, on each relevant date.

If such rate does not appear on the Reuters Page, the rate shall be determined by the Calculation Agent in good faith and in a commercially reasonable manner.

The fallback provisions under Benchmark Replacement shall be applicable mutatis mutandis to such rate."Barrier" means for the purposes of:

- (i) the 1st to 8th Interest Periods, -0.20%; and
- (ii) thereafter, 0.00%.

# "Reference Rate2" means "CMS10", where

"CMS10" means the semi-annual rate (calculated on a 30/360 day count basis) for USD swaps (vs. 3-month LIBOR) with a maturity of 10 years, expressed as a percentage, which appears on the Reuters Screen ICESWAP1 Page as of 11.00 a.m. New York time or thereabouts, on each relevant date.

If such rate does not appear on the Reuters Page, the rate shall be determined by the Calculation Agent in good faith and in a commercially reasonable manner.

The fallback provisions under Benchmark Replacement shall be applicable mutatis mutandis to such rate."Lower Bound" means 0.00%.

#### "Upper Bound" means for the purposes of:

- (i) the 1st to 4th Interest Periods, 4.00%;
- (ii) the 5th to 8th Interest Periods, 4.25%;

(iii) the 9th to 12th Interest Periods, 4.75%;

(iv) the 13th to 24th Interest Periods, 5.00% and

(v) thereafter, 5.25%.

Interest Determination Date: Not Applicable (b)

See paragraph 17(vii)(a) Relevant Screen Page: (c)

(viii) Margin(s): 0 per cent. per annum

(ix) Minimum Rate of Interest: Not Applicable

(x) Maximum Rate of Interest: Not Applicable

(xi) Day Count Fraction: 30/360

(xii) Fall back provisions, rounding provisions, denominator and any other terms relating to the method of calculating interest on floating Rate Notes, if different from those set out in the Conditions and the Agency Agreement:

Not Applicable

18. Benchmark Replacement (Condition

6(B)(vii)):

Applicable

19. Zero Coupon Note Provisions: Not Applicable

Index/Credit-Linked Note Provisions: 20.

Not Applicable

21. **Dual Currency Note Provisions:**  Not Applicable

# PROVISIONS RELATING TO REDEMPTION

22. Redemption Amount: USD 200,000 per Calculation Amount

23. Redemption at the option of the Issuer: Applicable

The Issuer may redeem the Notes by exercising its option under Condition 7(c), at the Optional Redemption Amount, in whole but not in part, on each Interest Payment Date falling on or after 4 March 2020 (each date adjusted as per the Modified Following Unadjusted Business Day Convention) (the "Optional Redemption Date"), upon giving written notice at least ten (10) Business Days prior to the relevant Interest Payment Date to the programme's Issuer and Paying Agent. Noteholders will not be entitled to any interest payments other than those due on such Interest Payment Date in respect of which the Issuer exercises its option under Condition 7(c).

24. Redemption at the option of the Noteholders: Not Applicable

25. If the Notes are redeemed as a result of the Issuer being Tax Redemption Amount:

required to pay Additional Amounts then the Tax Redemption Amount will be the fair market value of the Note (excluding any coupon) on the fifth day before the early redemption date (as selected by the Calculation Agent), less the cost of unwinding any underlying related hedging arrangements, all as determined by the Calculation Agent in its absolute discretion. The notice provisions of Condition 7(b) of the Base Listing

Particulars apply to these Notes.

26. **Optional Redemption Amount:** USD 200,000 per Calculation Amount

27. Optional Redemption Date: See paragraph 23 above

Notice period for notice to the Noteholders in At least ten (10) business days prior to the relevant 28.

the case of redemption at the option of the **Interest Payment Date** Issuer:

29. Notice period for redemption at the option of

the Noteholders:

Not Applicable

30. Minimum/Higher Redemption Amount: Not Applicable

31. Other Redemption details: Not Applicable

32. USD 200,000 per Calculation Amount Final Redemption Amount of each Note:

33. Early Redemption Amount: As set out in the Conditions

> Early Redemption Amount(s) of each Note payable on event of default or other early redemption and/or the method of calculating

the same:

#### GENERAL PROVISIONS APPLICABLE TO THE NOTES

34. Form of Notes: Registered Notes:

> Unrestricted Global Note registered in the name of a nominee for a common depositary for Euroclear,

Clearstream, Luxembourg.

35. New Global Note: No

36. New Safekeeping Structure: No

London and New York 37. Business Days:

Talons for future Coupons or Receipts to be 38. attached to Definitive Notes (and dates on

which such Talons mature):

39. Details relating to Partly Paid Notes: Not Applicable

amount of each payment comprising the Issue

Price and date on which each payment is to be made and consequences (if any) of failure to pay, including any right of the Issuer to forfeit the Notes and interest due on late payment:

Relevant Benchmark(s):

43.

42.	Other final terms or special conditions:	Not Applicable
41.	Exchangeability applicable:	No
40.	Redenomination applicable:	No

Not Applicable

# LISTING AND ADMISSION TO TRADING APPLICATION

This Pricing Supplement comprises the final terms required for the Notes described herein to be listed on the official list and admitted to trading on the Irish Stock Exchange plc trading as Euronext Dublin's Global Exchange Market pursuant to the Euro Note Programme of UBS AG.

GOVERNING LAW

English law

PLACE OF JURISDICTION

England

Signed on behalf of the Issuer

Duly authorised

Leopold Yau Attorney-in-fact Signed on behalf of the Issuer:

Duly authorised

Simon Pang Attorney-in-fact

# **PART B – OTHER INFORMATION**

#### 1. LISTING

(i) Listing Ireland Global Exchange Market

(ii) Admission to trading: Application has been made for the Notes to be

admitted to trading on the Global Exchange Market of the Euronext Dublin with effect on or about 4 March

2019

2. **RATINGS** 

Ratings: Expected to be rated A+ by S&P

# 3. INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE/OFFER

Save as discussed in "Selling Restrictions" in the Base Listing Particulars, so far as the Issuer is aware, no person involved in the issue of the Notes has an interest material to the offer.

Not Applicable

### 4. **DISTRIBUTION**

(i) If syndicated, names and address of

Managers and underwriting

commitments:

(ii) Date of Subscription Agreement: Not Applicable

(iii) Stabilising Manager (if any): Not Applicable

If non-syndicated, name and address: UBS Limited

5 Broadgate London EC2M 2QS

Total commission and concession: Not Applicable

U.S. Selling Restrictions: Regulation S related restrictions apply

The tax treatment of the Notes is uncertain. Therefore, if you are a US taxpayer that is not a US person (as defined under Regulation S under the U.S. Securities Act) you are urged to consult with your own tax advisors to determine the appropriate characterization of this Note for US federal income tax purposes. Please contact UBS for any additional information that you may require

in making your determination.

ERISA: No

Withholding under Section 871(m): Not applicable

Prohibition of sales to EEA Retail Investors: Applicable

Additional selling restrictions: Any Notes purchased by any person for resale may

not be offered in any jurisdiction in circumstances which would result in the Issuer being obliged to register any further prospectus or corresponding document relating to the Notes in such jurisdiction.

Noteholders are advised to read the selling

restrictions described more fully in the Base Listing Particulars regarding UBS' Euro Note Programme. The restrictions listed below must not be taken as definitive guidance as to whether this note can be sold in a jurisdiction. Noteholders should seek specific advice before onselling a Note.

#### **USA**

The Notes may not be sold or offered within the United States or to U.S. persons

#### Hong Kong

Each purchaser has represented and agreed that it has not issued or had in its possession for the purposes of issue, and will not issue or have in its possession for the purposes of issue, whether in Hong Kong or elsewhere, any advertisement, invitation or document relating to the Products, which is directed at, or the contents of which are likely to be accessed or read by, the public of Hong Kong (except if permitted to do so under the securities laws of Hong Kong) other than with respect to Products which are or are intended to be disposed of only to persons outside Hong Kong or only to "professional investors" as defined in the Securities and Futures Ordinance (Cap. 571) of Hong Kong and any rules made under that Ordinance.

# **Singapore**

This Term Sheet, the Pricing Supplement, the Base Prospectus and the Supplemental Prospectus in respect of the programme under which the Notes would be issued have not been registered as a prospectus with the Monetary Authority of Singapore. Accordingly, this Term Sheet, the Pricing Supplement, the Base Prospectus, the Supplemental Prospectus and any other document or material in connection with the offer or sale, or invitation for subscription or purchase, of the Notes may not be circulated or distributed, nor may the Notes be offered or sold, or be made the subject of an invitation for subscription or purchase, whether directly or indirectly, to persons in Singapore other than (i) to an institutional investor (as defined in Section 4A of the Securities and Futures Act, Chapter 289 of Singapore, as modified and/or amended from time to time (the "SFA")) under Section 274 of the SFA, (ii) to a relevant person pursuant to Section 275(1), or any person pursuant to Section 275(1A), and in accordance with the conditions specified in Section 275, of the SFA or (iii) otherwise pursuant to, and in accordance with the conditions of, any other applicable provision of the SFA.

Where the Notes are subscribed or purchased under Section 275 of the SFA by a relevant person which is:

- (a) a corporation (which is not an accredited investor (as defined in Section 4A of the SFA)) the sole business of which is to hold investments and the entire share capital of which is owned by one or more individuals, each of whom is an accredited investor; or
- (b) a trust (where the trustee is not an accredited investor) whose sole purpose is to hold investments and each beneficiary of the trust is an individual who is an accredited investor,

securities (as defined in Section 2(1) of the SFA) of that corporation or the beneficiaries' rights and interest (howsoever described) in that trust shall not be transferred within six months after that corporation or that trust has acquired the Notes pursuant to an offer made under Section 275 of the SFA except:

- (1) to an institutional investor or to a relevant person defined in Section 275(2) of the SFA, or to any person where the transfer arises from an offer referred to in Section 275(1A) or Section 276(4)(i)(B) of the SFA;
- (2) where no consideration is or will be given for the transfer;
- (3) where the transfer is by operation of law;
- (4) as specified in Section 276(7) of the SFA; or
- (5) as specified in Regulation 32 of the Securities and Futures (Offers of Investments) (Shares and Debentures) Regulations 2005 of Singapore.

Pursuant to section 309B(1)(c) of the SFA, UBS AG hereby notifies the relevant persons (as defined in the SFA) that the Notes are classified as "capital markets products other than prescribed capital markets products" (as defined in the SFA and the Securities and Futures (Capital Markets Products) Regulations 2018) and "Specified Investment Products" (as defined in the MAS Notice SFA 04-N12: Notice on the Sale of Investment Products and MAS Notice FAA-N16: Notice on Recommends on Investment Products).

# <u>Taiwan</u>

The Notes may not be sold, offered or issued to Taiwan resident investors or in Taiwan unless they are made available, (i) outside Taiwan for purchase outside Taiwan by such investors and/or (ii) in Taiwan, (A) in the case of Notes which are a "structured product" as defined in the Regulation Governing Offshore Structured Products of the Republic of China ("OSP Regulation") through bank trust departments, licensed

securities brokers and/or insurance company investment linked insurance policies pursuant to the OSP Regulation or (B) in the case of Notes which are not "structured products" under the OSP Regulation, through properly licensed Taiwan intermediaries (including the non- discretionary monetary trust of licensed banks in Taiwan acting as trustees) in such manner as complies with Taiwan law and regulation and/or (iii) in such other manner as may be permitted in accordance with Taiwan laws and regulations.

#### UK

For the purpose of non-discretionary accounts, this Product should not be sold with a consideration of less than EUR 100,000 or equivalent.

#### 5. RESPONSIBILITY STATEMENT AND THIRD PARTY INFORMATION

The Issuer accepts responsibility for the information contained in this Pricing Supplement.

6. FIXED RATE NOTES ONLY – YIELD

Indication of yield: Not Applicable

7. FLOATING RATE NOTES – HISTORIC INTEREST RATES

Not Applicable

8. INDEX-LINKED OR OTHER VARIABLE-LINKED NOTES ONLY – PERFORMANCE OF INDEX/FORMULA/OTHER VARIABLE, EXPLANATION OF EFFECT ON VALUE OF INVESTMENT AND ASSOCIATED RISKS AND OTHER INFORMATION CONCERNING THE UNDERLYING

Not Applicable

9. DUAL CURRENCY NOTES ONLY – PERFORMANCE OF RATE[S] OF EXCHANGE AND EXPLANATION OF EFFECT ON VALUE OF INVESTMENT

Not Applicable

# 10. **OPERATIONAL INFORMATION**

CUSIP: Not Applicable

ISIN Code: XS1948754871

Common Code: 194875487

Swiss Valor: 45982574

Intended to be held in a manner which would

allow Eurosystem eligibility:

No. Whilst the designation is specified as "no" at the date of this Pricing Supplement, should the Eurosystem eligibility criteria be amended in the future such that the Notes are capable of meeting them the Notes may then be deposited with one of the ICSDs as common

safekeeper and registered in the name of a nominee of one of the ICSDs acting as common Safekeeper. Note that this does not necessarily mean that the Notes will then be recognised as eligible collateral for Eurosystem monetary policy and intraday credit operations by the Eurosystem at any time during their life. Such recognition will depend upon the ECB being satisfied that Eurosystem eligibility criteria have been met.

Any clearing system(s) and the relevant identification number(s) (if applicable):

Not Applicable

Delivery:

Delivery Against Payment

Names and addresses of additional Paying Agent(s) (if any):

Not Applicable