

THE COMPANY IS NOT PROVIDING ANY PHYSICAL MATERIAL FOR MAILING. THUS, NO MAILING WILL BE MADE TO HOLDERS. WE URGE YOU TO CONTACT YOUR CLIENTS. IF YOU WISH TO RECEIVE AN ELECTRONIC COPY OF THE DOCUMENTS, PLEASE SEND A SERVICE CENTER TO CORPORATE ACTIONS, VOLUNTARY OFFER, EXPIRING.

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FOREIGN RESTRICTIONS: THE FOLLOWING JURISDICTIONS MAY BE SUBJECT TO CERTAIN OFFER AND DISTRIBUTION RESTRICTIONS: BELGIUM, FRANCE, ITALY AND THE UNITED KINGDOM. PLEASE REFER TO THE OFFER DOCUMENT FOR FULL RESTRICTIONS.

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MINIMUM DENOMINATIONS: NOTES MAY ONLY BE TENDERED IN PRINCIPAL AMOUNTS EQUAL TO MINIMUM DENOMINATIONS OF USD 250,000 AND INTEGRAL MULTIPLES OF USD 1,000 IN ACCESS THEREOF (THE 'AUTHORIZED DENOMINATION').

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GENERAL OFFER TERMS: UBS GROUP AG (THE 'OFFEROR') IS OFFERING TO PURCHASE FOR CASH THE OUTSTANDING DEBT SECURITIES LISTED IN THE OFFER DOCUMENT AT PRICES DETERMINED BY REFERENCE TO REFERENCE SECURITY YIELDS, PLUS THE APPLICABLE ACCRUED COUPON PAYMENT.

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DETERMINATION OF THE TOTAL CONSIDERATION: THE APPLICABLE TOTAL CONSIDERATION PAYABLE FOR EACH USD 1,000 PRINCIPAL AMOUNT OF NOTES VALIDLY TENDERED WILL BE DETERMINED IN ACCORDANCE WITH STANDARD MARKET PRACTICE, USING THE APPLICABLE OFFER YIELD, WHICH WILL BE EQUAL TO THE SUM OF: (I) THE APPLICABLE REFERENCE YIELD, AS CALCULATED BY THE DEALER MANAGERS, WHICH SHALL BE BASED ON THE BID-SIDE PRICE OF THE APPLICABLE REFERENCE SECURITY ON 11/05/25 AT 10:00 A.M. (EASTERN TIME)(THE 'PRICE DETERMINATION DATE' QUOTED ON THE APPLICABLE BLOOMBERG REFERENCE PAGE, PLUS (II) THE APPLICABLE FIXED SPREAD. THE REFERENCE SECURITY FOR THE ABOVE NOTES IS: 4.25 PCT UST DUE 08/15/35 THE FIXED SPREAD FOR THE ABOVE NOTES IS: 40 BPS THE BLOOMBERG REFERENCE PAGE FOR THE ABOVE NOTES IS: FIT1

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ACCRUED COUPON PAYMENT: IN ADDITION TO THE APPLICABLE TOTAL CONSIDERATION, HOLDERS WHOSE NOTES ARE ACCEPTED FOR PURCHASE WILL RECEIVE A CASH PAYMENT EQUAL TO THE ACCRUED AND UNPAID INTEREST ON SUCH NOTES FROM AND INCLUDING THE IMMEDIATELY PRECEDING INTEREST PAYMENT DATE FOR SUCH NOTES TO, BUT EXCLUDING, THE INITIAL SETTLEMENT DATE ('ACCRUED INTEREST').

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THE OFFEROR WILL PURCHASE, IN ACCORDANCE WITH ACCEPTANCE PRIORITY LEVELS, ACCEPT FOR PURCHASE ALL NOTES OF EACH SERIES VALIDLY TENDERED AND NOT VALIDLY WITHDRAWN, SO LONG AS (1) THE TOTAL CONSIDERATION, EXCLUDING THE ACCRUED COUPON PAYMENT, FOR ALL VALIDLY TENDERED AND NOT VALIDLY WITHDRAWN NOTES OF SUCH SERIES, PLUS (2) THE AGGREGATE TOTAL CONSIDERATION, EXCLUDING THE ACCRUED COUPON PAYMENT, FOR ALL VALIDLY TENDERED NOTES OF ALL SERIES HAVING A HIGHER ACCEPTANCE PRIORITY LEVEL THAN SUCH SERIES OF NOTES EQUAL TO, OR LESS THAN, THE MAXIMUM PURCHASE CONSIDERATION, AS FULLY DESCRIBED IN THE OFFER DOCUMENT.

+++THE ABOVE NOTES HAVE AN ACCEPTANCE PRIORITY LEVEL OF 3 OUT OF 7+++

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THE OFFER IS CONDITIONED ON THE SATISFACTION OF, AMONG OTHER THINGS, (I) THAT THE AGGREGATE TOTAL CONSIDERATION, EXCLUDING THE ACCRUED COUPON PAYMENT (THE 'AGGREGATE PURCHASE CONSIDERATION') NOT EXCEED USD 4,000,000,000 (THE 'MAXIMUM PURCHASE CONSIDERATION'), AND (II) THE 'MAXIMUM PURCHASE CONSIDERATION'. PLEASE REFER TO THE OFFER DOCUMENT FOR FULL CONDITIONS.

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THE SETTLEMENT DATE IS EXPECTED TO BE ON OR AROUND 11/07/25.

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IF YOU WISH TO TENDER YOUR NOTES, PLEASE INSTRUCT VIA MASS ELECTIONS BY SELECTING 'POSITIONS' AND THEN SELECTING 'OPTION 1'.