



Termsheet

## Capital Protection Certificate with Participation on Swiss Market Index®

100.00% Capital Protection - 40.00% Participation

Final Fixing Date 19/05/2026; issued in CHF; listed on SIX Swiss Exchange

ISIN CH1225283683 - Swiss Security Number 122528368 - SIX Symbol BCLBKB

Investors should read the section "Significant Risks" below as well as the section "Risk Factors" of the relevant Issuance and Offering Programme, as amended from time to time. By investing in this product (the "Product"), the Investor may put the capital that he invested in this Product at risk and, in addition, transaction costs may incur. Investors may lose some or all of their capital invested in the Product as well as the transaction costs. Investors are exposed to the credit risk of the Issuer. Even though translations into other languages might be available, only the English version of the Final Terms or Pricing Supplement and the relevant Issuance and Offering Programme are legally binding.

### For Switzerland:

This Product is a derivative instrument according to Swiss law. It does not qualify as unit of a collective investment scheme pursuant to articles 7 et seqq. of the Swiss Federal Act on Collective Investment Schemes ("CISA") and is therefore neither registered nor supervised by the Swiss Financial Market Supervisory Authority ("FINMA"). Investors do not benefit from the specific investor protection provided under the CISA. This document constitutes advertising within the meaning of article 68 of the Swiss Federal Act on Financial Services ("FinSA"). This document is a termsheet prepared in view of the issuance of the Products and neither a prospectus within the meaning of articles 35 et seqq. of the FinSA, nor a private placement documentation, nor a key information document according to articles 58 et seqq. of the FinSA or any equivalent document under the FinSA. The information contained in this document is not complete and is subject to completion and amendment. This document has neither been reviewed nor approved by a reviewing body pursuant to articles 51 et seqq. FinSA. This document does not, and is not intended to, constitute or contain an offer or invitation to sell, and it is not soliciting offers to buy, the Product in any jurisdiction where such offer or sale is not permitted.

### Product Description

This Product entitles the Investor on the Redemption Date to a Cash Settlement in the Settlement Currency which equals the Capital Protection multiplied by the Denomination. In addition, the Investor can participate in the appreciation of the Underlying (unlimited), as described under "Redemption".

## Underlying

Underlying	Index Sponsor	Bloomberg Ticker	Initial Fixing Level (100%)*
Swiss Market Index®	SIX Swiss Exchange AG	SMI	CHF 11571.1600

## Product Details

<b>Swiss Security Number</b>	<b>122528368</b>
<b>ISIN</b>	<b>CH1225283683</b>
<b>SIX Symbol</b>	<b>BCLBKB</b>
<b>Issue Price</b>	100.00%
<b>Issue Size</b>	CHF 10'000'000 (can be increased at any time)
<b>Denomination</b>	CHF 1'000
<b>Settlement Currency</b>	CHF
<b>Capital Protection</b>	100.00%
<b>Participation</b>	40.00%
<b>Bondfloor at issuance</b>	94.93% (implied Yield p.a.: 1.75%)

## Dates

<b>Subscription Start Date</b>	08/05/2023
<b>Subscription End Date</b>	19/05/2023 14:00 CEST
<b>Initial Fixing Date</b>	19/05/2023
<b>Issue Date</b>	26/05/2023
<b>First Exchange Trading Date</b>	26/05/2023 (anticipated)
<b>Last Trading Day/Time</b>	19/05/2026 / Exchange market close
<b>Final Fixing Date</b>	19/05/2026 (subject to Market Disruption Event provisions)
<b>Redemption Date</b>	26/05/2026 (subject to Settlement Disruption Event provisions)

\* levels are expressed in percentage of the Initial Fixing Level

## Redemption

The Investor is entitled to receive from the Issuer on the Redemption Date per Product:

**Scenario 1** If the Final Fixing Level is at or below the Initial Fixing Level, the Investor will receive a Cash Settlement in the Settlement Currency according to the following formula:  
Denomination × Capital Protection

**Scenario 2** If the Final Fixing Level is above the Initial Fixing Level, the Investor will receive a Cash Settlement in the Settlement Currency according to the following formula:  
Denomination × (Capital Protection + Participation × (Final Fixing Level - Initial Fixing Level) / Initial Fixing Level)

**Initial Fixing Level** Official close of the Underlying on the Initial Fixing Date as calculated and published by the Index Sponsor and as determined by the Calculation Agent.

**Final Fixing Level** Official close of the Underlying on the Final Fixing Date as calculated and published by the Index Sponsor and as determined by the Calculation Agent.

## General Information

<b>Issuer</b>	Basler Kantonalbank, Basel, Switzerland (Rating: Standard & Poor's AA+ with stable outlook, Fitch AAA with stable outlook, Supervisory Authority: FINMA)
<b>Lead Manager</b>	Basler Kantonalbank, Basel, Switzerland
<b>Calculation Agent</b>	Basler Kantonalbank, Basel, Switzerland
<b>Paying Agent</b>	Basler Kantonalbank, Basel, Switzerland
<b>Distribution Fees</b>	No Distribution Fees
<b>Listing/Exchange</b>	SIX Swiss Exchange AG; traded on SIX Swiss Exchange - Structured Products There is no obligation of the Issuer and/or the Lead Manager or any third party to list the Product or apply for admission to trading at issuance or during the term of the Product. In case of a listed/admitted Product, there is no obligation to maintain a listing/admission during the term of the Product.
<b>Secondary Market</b>	Daily price indications will be available from 09:15 - 17:15 CET on www.bkb.ch, Refinitiv [SIX Symbol]=LEOZ or [ISIN]=LEOZ and Bloomberg [ISIN] Corp.
<b>Quotation Type</b>	Secondary market prices are quoted in percentage.
<b>Settlement Type(s)</b>	Cash Settlement
<b>Minimum Investment</b>	CHF 1'000
<b>Minimum Trading Lot</b>	CHF 1'000
<b>Clearing</b>	SIX SIS Ltd, Euroclear, Clearstream
<b>Depository</b>	SIX SIS Ltd
<b>Public Offering only in</b>	Switzerland
<b>Form</b>	Uncertificated Securities
<b>Governing Law / Jurisdiction</b>	Swiss / Basel

**The definition "Issuing Party/Parties" as used herein, means the Issuer, as indicated in section "General Information".**

## Taxation Switzerland

**Swiss Federal Stamp Duty** For Swiss stamp duty purpose, the Product is treated as analogous to a bond. Therefore, secondary market transactions are in principle subject to Swiss stamp duty (TK22).

**Swiss Federal Income Tax (for private investors with tax domicile in Switzerland)** For tax purposes this Product is classified as transparent, where the majority of the return of the bond part is in the form of a discount or of one payment on the Redemption Date (IUP). Therefore, for private Investors with tax domicile in Switzerland holding the Product as part of their private property, the increase of the value of the bond part (according to the "Modifizierte Differenzbesteuerung") at sale or at redemption is subject to the Federal Direct Tax. The present value of the bond part at issue is the Bondfloor per unit. An Investor who buys the Product at issuance and holds it until Redemption is taxed on the difference between the Bondfloor at the Issue Date and the Bondfloor at the Redemption Date.

However, any gain derived from the option is considered as capital gain and is therefore not subject to the Federal Direct Tax for such taxpayers.

The tax treatment regarding the cantonal and communal income taxes can differ from the tax treatment regarding the Federal Direct Tax. But in general the income tax treatments are corresponding.

**Swiss Withholding Tax** The following part(s) of the Product is/are subject to the Swiss Withholding Tax: the positive Bondfloor difference (Bondfloor at redemption minus Bondfloor at issuance) on the Redemption Date

The tax information provided herein is a non-binding summary and only provides a general overview of the potential Swiss tax consequences linked to this Product at the time of issue. Tax laws and tax interpretation may change at any time, possibly with retroactive effect.

Investors and prospective Investors are advised to consult with their tax advisers with respect to the Swiss tax consequences of the purchase, ownership, disposition, lapse or exercise or redemption of a Product in light of their particular circumstances. The Issuing Parties and the Lead Manager hereby expressly exclude any liability in respect of any possible tax implications.

### Information with regards to bond floor taxation

Updated bondfloor information, if a bondfloor is applicable to the Product (according to "Product Details" and "Taxation Switzerland" herein), can be found on the following web page of the Swiss Federal Tax Administration (FTA): [www.ictax.admin.ch](http://www.ictax.admin.ch). The Investor must be aware that for tax purposes the value of the bond floor is converted into Swiss Francs (CHF) at inception/purchase as well as at sale/redemption of the Product, in case the Product is denominated in another currency than CHF. Thus, the Investor is exposed to the foreign exchange risk with regard to the taxable income calculation and thus also the withholding tax calculation, if applicable. However, withholding tax on the bondfloor only applies if the Bondfloor at redemption (in %) is greater than the bondfloor at issuance (in %).

## Product Documentation

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It is intended that the Products will be issued under a base prospectus ("Base Prospectus") as per article 45 FinSA approved by SIX Exchange Regulation AG ("SIX Exchange Regulation") in its capacity as Swiss Prospectus Office. Only the Final Terms, which will be available no later than on the Issue Date, together with the Base Prospectus of the relevant Issuance and Offering Programme (the "Programme") dated 28 November 2022 containing all further relevant terms and conditions, shall form the entire and legally binding documentation for this Product ("Product Documentation"). The Final Terms will be registered with SIX Exchange Regulation in its capacity as Swiss Prospectus Office. The Final Terms should always be read together with the Base Prospectus. Definitions used in this Termsheet, but not defined herein, shall have the meaning given to them in the Final Terms and the Base Prospectus. Even though a translation into other languages might be available, only the English version of the Final Terms jointly with the Base Prospectus are legally binding.

The Products may be offered, sold or advertised, directly or indirectly, in Switzerland to retail clients (Privatkundinnen und -kunden) in the meaning of the FinSA ("Retail Clients") in accordance with the FinSA.

A Swiss key information document / key information document in accordance with Regulation (EU) No 1286/2014 (the "PRIIPs Regulation") has been prepared in relation to the Products and may be obtained, free of charge, upon request from the Lead Manager (see the contact details below).

Notices to Investors in connection with this Product shall be validly given in accordance with the terms and conditions of the Programme. In addition, any changes with regard to the terms and conditions of this Product will be published on the relevant Termsheet on [www.bkb.ch/de/geschaeftskunden/anlagen-und-handel/strukturierte-produkte-handel-und-emission](http://www.bkb.ch/de/geschaeftskunden/anlagen-und-handel/strukturierte-produkte-handel-und-emission) or, for listed products, in any other form as permitted by the rules and regulations of the relevant Exchange. Notices to Investors relating to the Issuing Parties will be published on [www.bkb.ch](http://www.bkb.ch).

During the whole term of this Product, the Product Documentation is available in electronic form on the website [www.bkb.ch/de/geschaeftskunden/anlagen-und-handel/strukturierte-produkte-handel-und-emission](http://www.bkb.ch/de/geschaeftskunden/anlagen-und-handel/strukturierte-produkte-handel-und-emission) and can be ordered free of charge from the Lead Manager, Basler Kantonalbank, VK362, PO box, CH-4002 Basel, Switzerland, or via e-mail ([derivatives@bkb.ch](mailto:derivatives@bkb.ch)).

## Significant Risks

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Prospective Investors should ensure that they fully understand the nature of this Product and the extent of their exposure to risks and they should consider the suitability of this Product as an investment in the light of their own circumstances and financial condition. Products involve a high degree of risk, including the potential risk of expiring worthless. Potential Investors should be prepared in certain circumstances to sustain a total loss of the capital invested to purchase this Product as well as the transaction costs. Prospective Investors shall consider the following important risk factors and read the section "Risk Factors" of the Programme for details on all other risk factors to be considered.

This is a structured product involving derivative components. Investors should make sure that their advisors have verified that this Product is suitable for their portfolio taking into account the investor's financial situation, investment experience and investment objectives.

The terms and conditions of the Product may be subject to adjustments during the lifetime of the Product as set out in the Programme.

**Product Specific Risks:** To the extent that this Product is not capital protected, investors may lose some or all of their investment as well as the transaction costs as they are fully exposed to the performance of the Underlyings. The Product does not confer any claim to receive rights and/or payments of the Underlying, such as dividend payments, unless explicitly stated in the documentation governing the Product. Please refer to the Product Documentation as regards the further Product specific risk factors to be taken into account.

**Issuer Risk:** Investors are exposed to the credit risk of the Issuer. If the Issuer is not able to make a payment or becomes insolvent, investors could lose some or all of their investment.

**Market Risk:** Market risk may have a negative impact on the value of and the return on an investment in the Product. Market risk is the risk associated with the effect of changes in market factors such as interest and foreign exchange rates, equity and commodity prices, credit spreads or implied volatilities, on the value of assets and liabilities held for both the short and long term. Market risk may also lead to an early redemption of the Product (e.g. in the event of a hedging disruption).

**Liquidity Risk:** The Issuer or, as the case may be, a third party appointed by the Issuer, if any, intends to act as market maker in relation to the Product and it will use commercially reasonable efforts to provide indicative bid and offer prices for the Product on a regular basis under normal market conditions. However, such market maker does not have an obligation to provide prices for the Product. Liquidity of the Product in the secondary market may be limited and an active trading market for the Product may not develop. Accordingly, investors may not be able to sell their Product.

**Currency Risk:** If the investor's reference currency is different from the currency, in which the Product is denominated, the investor bears the currency risk between the two currencies. The fluctuations in exchange rates could have an adverse effect on the value of or return on an investment in the Product, even if the redemption amount would otherwise provide for a positive return. If the Underlyings are calculated in a currency different from the Currency of the Product, the conversion into the Currency of the Product will be carried out at the relevant exchange rate.

**Early Termination and Reinvestment Risk:** The Product may be redeemed prior to its maturity (be it by declaration of the issuer or as a result of certain events specified in the terms of the Product) and investors must consider that in case of such an early redemption, investors will not receive any further coupon payments after the occurrence of the early redemption and the early redemption amount may be significantly below the issue / purchase price paid and the redemption amount payable at maturity. Investors may not be able to reinvest the early redemption amount in a financial

instrument with the same profit potential and additional transaction costs may be incurred as a consequence of a reinvestment of the early redemption amount.

**Illiquidity of Underlying:** One or, if applicable, more of the Underlyings might be or become illiquid over the lifetime of the Product. Illiquidity of an Underlying might lead to larger bid/offer spreads of the Product and/or to an extended time period for buying and/or selling the Underlying respective to acquire, unwind or dispose of the hedging transaction(s) or asset(s) or to realise, recover or remit the proceeds of such hedging transaction(s) or asset(s) which might implicate a postponed redemption or delivery and/or a modified redemption amount, as reasonably determined by the Calculation Agent.

## Additional Information / Disclaimer

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### **Prudential Supervision**

Basler Kantonbank is regulated as a Swiss bank and as a securities-dealer by FINMA by whom the respective licence was granted.

### **Conflict of Interests**

The Issuing Parties and/or the Lead Manager and/or any third party appointed by them, as the case may be, may from time to time, as principal or agent, have positions in, or may buy or sell, or make a market as well as be active on both sides of the market at the same time in any securities, currencies, financial instruments or other assets underlying the products to which this document relates. The Issuer's and Lead Manager's and/or the appointed third party's trading and/or hedging activities related to this transaction may have an impact on the price of the Underlying and may affect the likelihood that any relevant Barrier Level, if any, is reached.

### **Payment of a Coupon**

If the Product stipulates the Payment of a Coupon, the Investor is only entitled to receive the respective coupon payment, if he has purchased/not sold the Product at the latest on the Business Day preceding the respective Coupon Ex-Date for the then prevailing price.

### **No Offer**

This Termsheet is primarily provided for information purposes and does not constitute a recommendation, an offer or a solicitation of an offer to buy financial products.

### **No Representation**

The Issuer, the Lead Manager and any third party appointed by them make no representation or warranty relating to any information herein which is derived from independent sources.

## Index Disclaimer

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- recommend that any person invest in the Products or any other securities.
- have any responsibility or liability for or make any decisions about the timing, amount or pricing of the Products.
- have any responsibility or liability for the administration, management or marketing of the Products.
- consider the needs of the Products or the owners of the Products in determining, composing or calculating the Index or have any obligation to do so.

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  - The merchantability and the fitness for a particular purpose or use of the Index and its data;
  - The performance of the Products generally.

- SIX Swiss Exchange and its Licensors give no warranty and exclude any liability, for any errors, omissions or interruptions in the Index or its data;
- Under no circumstances will SIX Swiss Exchange or its Licensors be liable (whether in negligence or otherwise) for any lost profits or indirect, punitive, special or consequential damages or losses, arising as a result of such errors, omissions or interruptions in the Index or its data or generally in relation to the Products, even in circumstances where SIX Swiss Exchange or its Licensors are aware that such loss or damage may occur.

The licensing Agreement between the Issuer and SIX Swiss Exchange is solely for their benefit and not for the benefit of the owners of the Products or any other third parties.

## Selling restrictions

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No action has been or will be taken to permit a public offering of the Products or possession or distribution of any offering material in relation to the Products in any jurisdiction, where such action for that purpose is required. Consequently, any offer, sale or delivery of the Products, or distribution or publication of any offering material relating to the Products, may only be made in or from any jurisdiction in compliance with applicable laws and regulations not imposing any obligations on the Issuing Parties or the Lead Manager. Possible limitations resulting from legal restrictions with regard to cross-border communication and cross-border business concerning the Products and related information remain reserved.

Most important jurisdictions where the Products may not be publicly distributed are EEA, UK, Hong Kong and Singapore.

The Products may not be offered or sold within the United States or to, or for the account or benefit of US persons (as defined in Regulation S).

Detailed information on Selling Restrictions is published in the Base Prospectus which is available on <https://www.bkb.ch/de/geschaeftskunden/anlagen-und-handel/strukturierte-produkte-handel-und-emission> and can be ordered free of charge from the Issuer.

**Switzerland**

The Products and any Issue Terms and marketing material in relation to the Products may only be offered, directly or indirectly, in Switzerland in accordance with FinSA to investors in Switzerland who are not US persons.