

Tracker Certificate

Underlying asset: Geneva Economy Quintessence

Redemption: Open End

This structured product is not a collective investment within the meaning of the Swiss Federal Investment Fund Act. It does not require approval from the Swiss Financial Market Supervisory Authority (FINMA) and is not subject to FINMA supervision. Investors are also exposed to the risk of insolvency of the Issuer. This Certificate is actively managed on a discretionary and dynamic basis.

1. PRODUCT DESCRIPTION

Details

Sec. No. / ISIN / Symbol	31 057 987 / CH0310579872 / No listing planned
Issuer and Lead Manager	Banque Cantonale Vaudoise, Lausanne, Switzerland (S&P rating AA/stable)
Prudential supervision	Banque Cantonale Vaudoise, Lausanne, Switzerland, is subject to prudential supervision by FINMA.
Paying and calculation agent	Banque Cantonale Vaudoise, Lausanne, Switzerland
Investment Manager	Banque Cantonale de Genève (BCGE), Quai de l'Île 17, 1211 Geneva. BCGE is subject to prudential supervision by the Swiss Financial Market Supervisory Authority (FINMA).
Underlying asset	Basket of exchange-traded stocks of companies operating in Geneva Canton.
Management method	Discretionary and dynamic
Conversion ratio	1 certificate = 1 basket
Issue volume	40,000 Certificates with reopening clause
Minimum investment	1 Certificate
Base currency	CHF
Issue price	CHF 100.00 (includes an issue margin of CHF 0.10)
Reference price	CHF 99.90
Distribution fees	No distribution fees
Initial fixing date	22 March 2016
Payment date	29 March 2016
Effective termination date/redemption	Open-ended
Redemption date	The sixth business day following the termination date set by either the Investor or the Issuer (barring extraordinary market situations and emergencies).
Product description	<p>This CHF-denominated Certificate comprises a selection of exchange-traded stocks of companies operating in Geneva Canton and a cash component (see definition below). The selection is made in accordance with the Investment Manager's investment strategy.</p> <p>The Certificate is open-ended, which means that the redemption date is not set at issue. The Certificate will mature when either the Issuer or the Investor exercises his/her termination rights ("effective termination date"), subject to the notice periods set out herein.</p>
Description of the cash component	<p>The cash component is an integral part of the Certificate's underlying basket of assets.</p> <p>The cash component is denominated in CHF.</p>
SSPA category	Investment Product – Tracker Certificate (1300), according to the Swiss Derivative Map available at www.svsp-verband.ch .

Management fees

1.00% p.a. (0.60% p.a. for the Investment Manager and 0.40% p.a. for the Issuer). These fees are included in the price of the Certificate on a pro rata basis.

Roles and responsibilities

The Investment Manager will select the securities in the basket, as well as the weighting of each security and any cash component, in accordance with the investment universe and investment rules (see below).

The Certificate's performance will therefore depend on the quality of the Investment Manager's investment decisions. The Investment Manager takes full responsibility for the composition of the basket and its impact on the Certificate's performance.

The Issuer will execute, on a best-effort basis, the buy and/or sell orders necessary to issue or rebalance the Certificate.

Investment universe

Eligible securities are exchange-traded stocks of companies operating in Geneva Canton.

Investment rules

1. The Investment Manager may rebalance the basket at any time but not more than 12 times per year.
2. The Certificate comprises at least five securities and a cash component that does not bear interest and serves only to collect the dividends paid.
3. The companies invested in must have a minimum market capitalization of CHF 500m.
4. At each rebalancing, a new stock's weighting may not exceed more than half of the average daily trading volume over the previous five days.
5. During the Certificate's lifetime, any dividends received (net of any taxes and fees) will be held in the cash component; any dividends not denominated in CHF (net of any taxes and fees) will be converted into CHF (using the ECB reference exchange rate on the dividend payment date) and will also be held in the cash component. The cash component does not bear interest but could generate negative interest.
6. Investors will receive an annual payment for the dividends received on the securities in the basket, equal to the entire amount of the cash component.
7. Secondary-market trading of the Certificate will be suspended during rebalancing periods.
8. No investment methods are permitted that would create a leveraged position in the portfolio.

Investment restrictions

If a security cannot be traded for liquidity reasons, or if it is impossible to execute a transaction for technical reasons, no guarantee can be given as to whether investment decisions will be implemented in accordance with the instructions received.

If a selected security no longer complies with the investment restrictions set by the Issuer, the security will be replaced.

Annual distribution

Investors will receive an annual payment for the dividends received on the securities in the basket. The amount of this payment will be decided each year on the reference date. Payment will take place five trading days after the reference date.

Reference date

30 June of each year (modified business day convention)

Basket composition

The current composition of the basket is on the last page of this document.

Terms and conditions

Changes that are unplanned or not agreed contractually

Information about any changes that are unplanned or not agreed contractually (e.g., capital transactions affecting the underlying assets, such as stock splits, par-value reimbursements, or conversions) will be provided at www.bcv.ch/invest.

Investors can be informed of these changes directly by signing up on the website and adding this product to their favorites. They will then receive email alerts about this product.

Certificate redemption

The redemption amount in CHF will be calculated by:

- Multiplying the average price of each security at the final fixing by the quantity of each security in the basket;
- Converting securities not denominated in CHF at the exchange rate set by the Issuer at the final fixing; and
- Adding the total amount remaining in the cash component.

The formula is as follows:

$$\sum_{i=1}^N n_i \times P_i \times X_i + C$$

where P_i is the average sale price of security i during the final fixing period on the reference exchange

n_i is the number of security i in the basket during the final fixing period

X_i is the exchange rate between the currency of security i and CHF

N is the total number of securities in the basket

C is the amount of the cash component per Certificate

Liquidity risk

If a lack of daily liquidity is likely to have a significant impact on the sale of underlying assets, the Issuer reserves the right to place sell orders over several days so as not to adversely affect the redemption price of the Certificate.

Issuer's right of termination

The Issuer has the right to terminate all Tracker Certificates in circulation at any time, but no earlier than nine months after the issue date. (Please note that if the total number of Certificates in circulation falls below 2,000, the Issuer will automatically redeem all Certificates.) Notification must be made at least one month prior to the effective termination date. The redemption amount will be calculated on the effective termination date.

If, during the product's lifetime, the Certificate's price drops to CHF 25.00 or below, the Issuer may immediately terminate the Tracker Certificates without prior notice. In this case the effective termination date will be announced as soon as possible.

Investor's right of termination

Investors may sell their Tracker Certificates on the secondary market and are entitled to terminate any or all of the Tracker Certificates they hold, provided that the Issuer has not already exercised its right of termination. Investors may terminate their Certificates on a quarterly basis, on the last Tuesday of each quarter, but no earlier than nine months after the issue date. The notice of termination must be sent to the calculation agent at least one month before the effective termination date, in line with the termination procedure set out below. The redemption amount will be calculated on the effective termination date.

Termination procedure for investors

For an investor's termination to be valid, and provided that the Issuer has not already exercised its right of termination, the termination notice must be received by the calculation agent at least one month before the effective termination date. The notice may be sent via mail or email to the address provided under "Contact information: product redemption."

The investor's custodian bank must include the following information in its message to the calculation agent:

- Name, address, and clearing number
- The Certificate's security number
- The number of Tracker Certificates involved
- The effective termination date (must be at least one month after the notice is received by the Issuer)

The calculation agent will confirm the termination to the investor's custodian bank, specifying the effective termination date.

Secondary market, listing, and clearing

Listing, market segment

No listing on the SIX Swiss Exchange is planned.

Liquidity

Banque Cantonale Vaudoise operates a daily secondary market between 9:15am and 5:15pm (Swiss time, CET). The market price of the Certificate and the time required to execute transactions may be affected by the liquidity of the securities in the basket.

Secondary market:

No secondary market on the SIX Swiss Exchange.

Prices may be viewed on Reuters BCVINDEX <BCVDERIVATIVES>, SIX Telekurs 31057987,BCV.

Clearing
Certification

SIX SIS SA

The security takes the form of a book-entry security registered in the SIX SIS SA clearing system. It is not certificated, and individual securities will therefore not be printed or delivered.

Taxation

Tax disclaimer

This tax information provides only a general overview of possible tax consequences related to this product on its issue date. Laws and tax practices can change at any time with retroactive effect.

Investors should always consult their tax advisor for a personalized assessment before making any investment decisions.

Switzerland

For individuals whose tax domicile is in Switzerland and who hold these investments as part of their personal investment portfolio, any gains resulting from the sale of certificates will be considered capital gains. Capital gains do not currently constitute taxable income.

Annual distributions do constitute taxable income.

The product is not subject to Swiss withholding tax, Swiss federal stamp duty, or stamp duty at issue.

EU taxation of savings
US tax regulations

Outside the scope of the European Union savings tax directive. "Out of scope" (Telekurs code = 9)

Any income that is generated by this product and considered a "dividend equivalent payment" within the meaning of Section 871(m) of the US Internal Revenue Code may be subject to a withholding tax, pursuant in particular to the Qualified Intermediary (QI) Agreement and Foreign Account Tax Compliance Act (FATCA). BCV shall levy the tax in accordance with the terms of the legislation, and all payments arising from this product will then be made to investors net of the withheld amount. Neither BCV, nor a paying agent, nor any other third party shall be required to refund the amounts withheld on interest payments, redemptions, or any other payments arising from this product, as a result of applying Section 871(m) of the Internal Revenue Code. Investors will therefore generate less income than they would have generated without such a deduction.

Legal information

Applicable law and
jurisdiction
Prospectus

Lausanne, Swiss law

This document is not an issue prospectus within the meaning of Articles 652a and 1156 of the Swiss Code of Obligations. This document serves as a simplified prospectus pursuant to the provisions of Article 5.2 of the Swiss Federal Investment Fund Act and can be obtained free of charge from BCV at the web and mailing addresses below.

Investment Manager

The Investment Manager is not an agent, representative or associate of BCV, BCV is not an agent, representative, associate or guarantor of the Investment Manager, and BCV cannot be held liable to any third party on the basis of the Investment Manager's activities.

2. POTENTIAL GAINS AND LOSSES

Market forecast

This Certificate is designed to take advantage of a rise in the stock price of companies included in the basket.

Potential profit

During the product's lifetime, holders of the Certificate can make a capital gain if the product's market price rises above its issue price. The potential return on the Certificate at the final fixing is similar to the return on the underlying assets, and directly depends on the quality of the investment decisions made by the Investment Manager.

Potential loss

Investors will incur a loss if the product is sold for less than its purchase price during its lifetime, or if it is redeemed for less than its purchase price at termination. The product is issued in CHF and includes securities denominated in foreign currencies. Decreases in the exchange rates of these currencies against the Swiss franc may cause the price of the Tracker Certificate to drop.

Scenarios

Basket return in CHF	Amount redeemed per Certificate
25.00%	124.88
10.00%	109.89
0.00%	99.90
-5.00%	94.91
-10.00%	89.91
-25.00%	74.93

3. SIGNIFICANT RISKS FOR INVESTORS

Risk tolerance	<p>The risks are comparable to those of a direct investment in the underlying basket of securities: price fluctuations, price volatility, risks related to the time the investment is held, etc.</p> <p>The risks inherent to certain investments, particularly derivatives, may not be suitable for all investors. Before making any investment decisions, investors should evaluate their risk profile and seek information from their advisor on the risks inherent to the investment. Investors are urged to read the Swissbanking brochure "Special Risks in Securities Trading."</p> <p>Issuer risk: Investors are exposed to the risk of insolvency of the Issuer, which could lead to the loss of all or part of their invested capital.</p> <p>The ability of an investment product to retain its value does not depend solely on the performance of the underlying asset(s) but also on the solvency of the Issuer, which may change during the product's lifetime.</p> <p>The Issuer credit rating given in this document is valid at the time of issuance and may change during the product's lifetime.</p>
Market liquidity	<p>If there is an organized secondary market for the product, the Issuer shall, under normal market conditions, regularly propose bid and ask prices for the product. However, the Issuer makes no firm commitment to provide liquidity by means of bid and ask prices and is under no legal obligation with respect to the provision or determination of these prices.</p> <p>Under special market conditions, if the Issuer is unable to enter into hedging transactions, or if such transactions prove difficult, the spread between bid and ask prices may be temporarily expanded in order to limit the economic risks for the Issuer.</p>
Market risk	<p>Investors are exposed to the risks of the adjustment or non-convertibility of the underlying assets, extraordinary market situations, and emergencies, such as the suspension of listing of the underlying assets, trading restrictions, and any other measures materially restricting the tradability of the underlying assets.</p> <p>Investors are subject to the legal and contractual obligations of the markets on which the underlying assets are traded and on the markets that the Issuer designates or is subject to. Such market events could affect the dates and other terms and conditions contained in this document.</p>
Currency risk	<p>Investors whose reference currency is not the base currency for the product should be aware of the ensuing exchange-rate risk.</p>
Adjustments	<p>The Issuer reserves the right to adjust the composition of the Certificate in case of special events affecting one or more of the securities in the basket, including but not limited to a merger, acquisition, or severe restriction on tradability. Any such adjustments will be made in accordance with current market practices and in the interests of investors.</p>

Important information

General information	<p>Past performance does not guarantee present or future performance.</p> <p>This document is for information only. Unless otherwise stated, it is not a financial analysis within the meaning of the Swiss Bankers' Association's "Directives on the Independence of Financial Research," nor is it an offer, invitation, or personalized recommendation to buy or sell specific products.</p> <p>The Issuer is under no obligation to acquire the underlying assets.</p>
Subscription period	<p>During the subscription period, the product's terms and conditions are indicative only and may be modified. The Issuer is under no obligation to issue the product.</p>
Conflict of interest relating to actively managed Certificates	<p>BCV or another BCV Group entity may pay to or receive from third parties one-time or recurrent fees relative to this issuance or product. The contents of this document may have been used for transactions by BCV Group prior to their publication. BCV Group may hold, acquire, and/or dispose of interests or positions in the components of this product.</p>
Sales restrictions	<p>Distribution of this document and the sale of this product are subject to restrictions (e.g., USA, US persons, UK, EU, Japan, and Japanese persons), and are authorized only in accordance with applicable law.</p> <p>No measures have been taken to register or authorize BCV's structured products in any jurisdiction other than Switzerland. For cross-border financial services, the product distributor is solely responsible for complying with the laws prevailing in the country in which the product is to be distributed.</p>
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Basket composition

Basket composition

Basket composition at 02.11.2022

Security	ISIN	Reference exchange	Currency	Weighting as %	No. of securities
Bunge	BMG169621056	New York	USD	4.88%	0.05211
Georg Fischer	CH0001752309	SIX Swiss Ex	CHF	0.00%	0.00000
SGS	CH0002497458	SIX Swiss Ex	CHF	4.51%	0.00217
Givaudan	CH0010645932	SIX Swiss Ex	CHF	3.95%	0.00142
Credit Suisse	CH0012138530	SIX Swiss Ex	CHF	1.63%	0.41835
Temenos	CH0012453913	SIX Swiss Ex	CHF	2.01%	0.03657
Lem Holding	CH0022427626	SIX Swiss Ex	CHF	3.35%	0.00205
Implenia	CH0023868554	SIX Swiss Ex	CHF	5.22%	0.14389
Richemont	CH0210483332	SIX Swiss Ex	CHF	4.83%	0.05151
UBS	CH0244767585	SIX Swiss Ex	CHF	5.84%	0.38849
BCGE	CH0350494719	SIX Swiss Ex	CHF	4.86%	0.02852
Alcon	CH0432492467	SIX Swiss Ex	CHF	4.55%	0.08053
Georg Fischer	CH1169151003	SIX Swiss Ex	CHF	5.23%	0.10086
Iss A/S	DK0060542181	Copenhagen	DKK	3.57%	0.20761
CREDIT AGRICOLE	FR0000045072	Euronext	EUR	4.18%	0.48064
BNP	FR0000131104	Euronext	EUR	3.64%	0.08152
RENAULT	FR0000131906	Euronext	EUR	2.86%	0.09733
HSBC	GB0005405286	London	GBP	4.31%	0.87205
Easyjet	GB00B7KR2P84	London	GBP	2.86%	0.77153
Nissan Motor	JP3672400003	Tokyo	JPY	2.40%	0.77175
STMicro	NL0000226223	Euronext	EUR	3.93%	0.13431
Securitas	SE0000163594	Stockholm	SEK	2.74%	0.35478
Caterpillar	US1491231015	New York	USD	6.68%	0.03238
JPMorgan	US46625H1005	New York	USD	5.08%	0.04233
Procter & Gamble	US7427181091	New York	USD	3.15%	0.02473
Cash Position			CHF	3.73%	3.94613