

UBS Group AG
Form 6-K
January 22, 2019

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 6-K

REPORT OF FOREIGN PRIVATE ISSUER

**PURSUANT TO RULE 13a-16 OR 15d-16 UNDER
THE SECURITIES EXCHANGE ACT OF 1934**

Date: January 22, 2019

UBS Group AG

Commission File Number: 1-36764

UBS AG

Commission File Number: 1-15060

(Registrants' Names)

Bahnhofstrasse 45, Zurich, Switzerland, and

Aeschenvorstadt 1, Basel, Switzerland

(Address of principal executive offices)

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Indicate by check mark whether the registrants file or will file annual reports under cover of Form 20 F or Form 40-F.

Form 20-F

Form 40-F

This Form 6-K consists of the 4Q18 UBS Group AG (consolidated) capital instruments and TLAC-eligible senior unsecured debt information, published today by the registrants, which appears immediately following this page.

UBS Group AG consolidated capital instruments and TLAC-eligible senior unsecured debt

Fourth quarter 2018

This document provides information about the treatment of capital instruments and other instruments contributing to the total loss-absorbing capacity (TLAC) of UBS Group AG consolidated under the Swiss SRB framework as of 31 December 2018.

Information on the Swiss SRB capital framework and on Swiss SRB going and gone concern requirements that are being phased in until the end of 2019 is provided in the “Capital management” section of our Annual Report 2017, available under “Annual reporting” at www.ubs.com/investors.

Capital instruments and TLAC-eligible senior unsecured debt as of 31 December 2018¹
USD million, except where indicated

No.	Issuer	ISIN	Issue date	Outstanding amount as of 31.12.18	Swiss SRB, incl. transitional arrangements		Swiss SRB as of
					Going concern Amount recognized	Gone concern ² Amount eligible for	Going concern Amount recognized
					in regulatory capital	the gone concern requirement	in regulatory capital
					as of 31.12.18	as of 31.12.18	as of 31.12.18
Additional tier 1 capital							
1	UBS Group Funding (Switzerland) AG ³	CH0271428317	19.02.15	USD 1,250	1,235		1,235
2	UBS Group AG, Switzerland, or employing subsidiaries ⁴		31.12.14	USD 421	421		421
3	UBS Group AG, Switzerland, or employing subsidiaries ⁴		31.12.15	USD 466	466		466
4	UBS Group Funding (Switzerland) AG ³	CH031792169721	21.03.16	USD 1,500	1,454		1,454
5	UBS Group Funding (Switzerland) AG ³	CH033145531810	10.08.16	USD 1,100	1,053		1,053
6	UBS Group AG, Switzerland, or employing subsidiaries ⁴		31.12.16	USD 372	372		372
7	UBS Group Funding (Switzerland) AG ³	CH040044128031	01.01.18	USD 2,000	1,984		1,984
8			31.12.17	USD 370	370		370

	UBS Group AG, Switzerland, or employing subsidiaries [□]					
9	Funding (Switzerland) AG ³	CH044735370428.11.18	SGD 700		520	520
10	Funding (Switzerland) AG ³	CH028686402707.08.15	USD 1,575		1,540	1,540
11	UBS Group AG, Switzerland, or employing subsidiaries [□]	31.12.18	USD 376		376	376
Total high-trigger loss-absorbing additional tier 1 capital					9,790	9,790
1	UBS Group Funding (Switzerland) AG ³	CH027142830919.02.15	EUR 1,000		1,162	1,162
2	UBS Group Funding (Switzerland) AG ³	CH027142833319.02.15	USD 1,250		1,207	1,207
Total low-trigger loss-absorbing additional tier 1 capital[□]					2,369	2,369
Total additional tier 1 capital					12,160	12,160
Tier 2 capital						
1	UBS Group AG, Switzerland, or employing subsidiaries [□]	31.12.13	USD 431		0	
Total high-trigger loss-absorbing tier 2 capital[□]					0	
1	UBS AG, Switzerland,	US90261AAB8917.08.12	USD 2,000		1,156	771

	Stamford branch				
2	UBS AG, Switzerland	CH024410026615.05.14	USD 2,500	2,492	
3	UBS AG, Switzerland	CH023673382713.02.14	EUR 2,000	2,359	
Total low-trigger loss-absorbing tier 2 capital				6,008	771
1	UBS AG, Switzerland, Jersey branch	XS033131305519.11.07	GBP 130		166
2	UBS AG, Switzerland, New York branch	US870836AC7721.07.95	USD 251		250
3	UBS AG, Switzerland, Jersey branch	XS006227058118.12.95	GBP 61		78
4	UBS AG, Switzerland, New York branch	US870845AC8403.09.96	USD 218		199
Total non-Basel III-compliant tier 2 capital					693

Capital instruments and TLAC-eligible senior unsecured debt as of 31 December 2018¹

*USD million,
except where
indicated*

No.	Issuer	ISIN	Issue date	Outstanding amount as of 31.12.18	Swiss SRB, incl. transitional arrangements		Swiss SRB as
					Going concern Amount recognized	Gone concern ² Amount eligible for	Going concern Amount recognized
					in regulatory capital	the gone concern requirement	in regulatory capital
					as of 31.12.18	as of 31.12.18	as of 31.12.18
1	UBS Group Funding (Switzerland) AG	144A:24.09.15 US90351DAA54	24.09.15	USD 1,500		733	
		RegS: USG91703AA90					
2	UBS Group Funding (Switzerland) AG	144A:24.09.15 US90351DAC11	24.09.15	USD 300		150	
		RegS: USG91703AC56					
3	UBS Group Funding (Switzerland) AG	144A:05.04.16 US90351DAE76	05.04.16	USD 1,000		998	
		RegS: USG91703AJ00					
4	UBS Group Funding (Switzerland) AG	144A:05.04.16 US90351DAD93	05.04.16	USD 2,000		1,939	
		RegS: USG91703AH44					
5	UBS Group Funding (Switzerland) AG	144A:10.08.16 US90351DAG25	10.08.16	USD 500		502	
		RegS: USG91703AL55					
6	UBS Group Funding (Switzerland) AG	144A:10.08.16 US90351DAH08	10.08.16	USD 2,000		1,902	
		RegS: USG91703AM39					
7		CH0310451841	22.02.16	CHF 300		306	

	UBS Group Funding (Switzerland) AG			
8	UBS Group Funding (Switzerland) AG	CH0359915425	20.03.17	EUR 1,750
				2,004
9	UBS Group Funding (Switzerland) AG	CH0302790123	16.11.15	EUR 1,250
				1,458
10	UBS Group Funding (Switzerland) AG	144A: US90352JAA16	23.03.17	USD 2,000
		RegS: USH4209UAA46		1,949
11	UBS Group Funding (Switzerland) AG	144A: US90352JAB98	23.03.17	USD 1,000
		RegS: USH4209UAB29		977
12	UBS Group Funding (Switzerland) AG	144A: US90352JAE38	15.08.17	USD 2,000
		RegS: USH4209UAG16		1,945
13	UBS Group Funding (Switzerland) AG	144A: US90352JAD54	15.08.17	USD 1,250
		RegS: USH4209UAF33		1,202
14	UBS Group Funding (Switzerland) AG	CH0314209351	04.03.16	EUR 750
				860
15	UBS Group Funding (Switzerland) AG	CH0365501516	18.05.17	CHF 400
				412
16	UBS Group Funding (Switzerland) AG	CH0445624981	09.11.18	JPY 130,000
				1,190
17	UBS Group Funding (Switzerland) AG	CH0341440334	30.11.16	EUR 1,250
				1,439
18	UBS Group Funding (Switzerland)	CH0409606354	17.04.18	EUR 1,750
				2,030

19	AG UBS Group Funding (Switzerland) AG	144A: 24.09.15 US90351DAB38 RegS: USG91703AB73	USD 2,500	2,426
20	UBS Group Funding (Switzerland) AG	CH031045185822.02.16	CHF 150	152
21	UBS Group Funding (Switzerland) AG	144A: US90351DAF42 05.04.16 RegS: USG91703AK72	USD 2,000	1,866
22	UBS Group Funding (Switzerland) AG	CH033660293001.09.16	EUR 1,250	1,395
23	UBS Group Funding (Switzerland) AG	144A: 23.03.17 US90352JAC71 RegS: USH4209UAC02	USD 2,000	1,969
24	UBS Group Funding (Switzerland) AG	CH044562499909.11.18	JPY 20,000	184
Total TLAC-eligible senior unsecured debt				29,988

1 Refer to “Capital instruments” under “Bondholder information” at www.ubs.com/investors for more and the terms and conditions of the capital instruments included in the above table as of 31 December according to their maturity or optional call date. 2 Instruments available to meet gone concern requirements one year before maturity, with a haircut of 50% applied in the last year of eligibility. 3 Originally issued and transferred in May 2018 to UBS Group Funding (Switzerland) AG as issuer. 4 Relates to deferred (DCCP) awards. DCCP instruments qualifying as tier 2 capital are eligible for regulatory capital purposes one year prior to maturity. 5 Outstanding low-trigger loss-absorbing additional tier 1 capital instruments under the transitional rules of the Swiss SRB framework to meet the going concern requirements until their first call date is after 31 December 2019. As of their first call date, these instruments are eligible to meet the going concern requirements. 6 Outstanding high- and low-trigger loss-absorbing tier 2 capital instruments are available under the transitional rules of the Swiss SRB framework to meet the going concern requirements until the earlier of (i) their maturity or first call date and to meet gone concern requirements thereafter. Outstanding low-trigger loss-absorbing tier 2 capital instruments are eligible for regulatory capital purposes one year prior to maturity, with the amortized portion qualifying as gone concern instruments. 7 Non-Basel III-compliant tier 2 capital instruments qualify as gone concern instruments.

Notice to investors | This document and the information contained herein are provided solely for information purposes, and are not to be construed as solicitation of an offer to buy or sell any securities or other financial instruments in Switzerland, the United States or any other jurisdiction. No investment decision relating to securities of or relating to UBS Group AG, UBS AG or their affiliates should be made on the basis of this document. Refer to UBS's fourth quarter 2018 report and its Annual Report 2017 for additional information. These reports are available at www.ubs.com/investors.

Rounding | Numbers presented throughout this report may not add up precisely to the totals provided in the tables and text. Starting in 2018, percentages, absolute and percent changes, and adjusted results are calculated on the basis of unrounded figures, with the exception of movement information provided in text that can be derived from figures displayed in the tables, which is calculated on a rounded basis.

Tables | Within tables, blank fields generally indicate that the field is not applicable or not meaningful, or that information is not available as of the relevant date or for the relevant period. Zero values generally indicate that the respective figure is zero on an actual or rounded basis. Percentage changes are presented as a mathematical calculation of the change between periods.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrants have duly caused this report to be signed on their behalf by the undersigned, thereunto duly authorized.

UBS Group AG

By: /s/ David Kelly

Name: David Kelly

Title: Managing Director

By: /s/ Ella Campi

Name: Ella Campi

Title: Executive Director

UBS AG

By: /s/ David Kelly

Name: David Kelly

Title: Managing Director

By: /s/ Ella Campi

Name: Ella Campi

Title: Executive Director

Date: January 22, 2019
