

UBS Group AG
Form 6-K
April 25, 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: April 25, 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 ☒ x

Form 40-F ☐ o

This Form 6-K consists of the 1Q19 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

First quarter 2019

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 March 2019.

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 2018, available under “Annual reporting” at www.ubs.com/investors.

Capital instruments and TLAC-eligible senior unsecured debt as of 31 March 2019¹

USD million,
except where
indicated

USD million, except where indicated					Swiss SRB, incl. transitional arrangements		Swiss SRB as of 31.3.19	
					Going concern Amount recognized as of 31.3.19	Gone concern ² Amount eligible for the gone concern requirement as of 31.3.19	Going concern Amount recognized as of 31.3.19	Going concern Amount recognized as of 31.3.19
No.	Issuer	ISIN	Issue date	Outstanding amount as of 31.3.19				
Additional tier 1 capital								
1	UBS Group Funding (Switzerland) AG ³	CH0271428317	19.02.15	USD 1,250	1,240		1,240	
2	UBS Group AG, Switzerland, or employing subsidiaries ⁴		31.12.14	USD 415	415		415	
3	UBS Group AG, Switzerland, or employing subsidiaries ⁴		31.12.15	USD 460	460		460	
4	UBS Group Funding (Switzerland) AG ³	CH031792169721	03.16	USD 1,500	1,464		1,464	
5	UBS Group Funding (Switzerland) AG ³	CH033145531810	08.16	USD 1,100	1,067		1,067	
6	UBS Group AG, Switzerland, or employing subsidiaries ⁴		31.12.16	USD 367	367		367	
7	UBS Group Funding (Switzerland) AG ³	CH040044128031	01.18	USD 2,000	1,994		365	
8			31.12.17	USD 365	365		1,994	

	UBS Group AG, Switzerland, or employing subsidiaries					
9	UBS Group Funding (Switzerland) AG ³	CH044735370428.11.18	SGD 700	523		523
10	UBS Group Funding (Switzerland) AG	144A:31.01.19 US90352JAF03 RegS: USH4209UAT37	USD 2,500	2,534		2,534
11	UBS Group AG, Switzerland, or employing subsidiaries	31.12.18	USD 394	394		394
12	UBS Group Funding (Switzerland) AG ³	CH028686402707.08.15	USD 1,575	1,573		1,573
Total high-trigger loss-absorbing additional tier 1 capital				12,397		12,397
1	UBS Group Funding (Switzerland) AG ³	CH027142830919.02.15	EUR 1,000	1,143		1,143
2	UBS Group Funding (Switzerland) AG ³	CH027142833319.02.15	USD 1,250	1,238		1,238
Total low-trigger loss-absorbing additional tier 1 capital				2,381		2,381
Total additional tier 1 capital				14,778		14,778
Tier 2 capital						
1	UBS AG, Switzerland, Stamford branch	US90261AAB8917.08.12	USD 2,000	1,172	781	
2	UBS AG, Switzerland	CH024410026615.05.14	USD 2,500	2,535		

3	UBS AG, Switzerland	CH0236733827	13.02.14	EUR 2,000	2,306	
Total						
low-trigger						
loss-absorbing						
tier 2 capital						
1	UBS AG, Switzerland, Jersey branch	XS0331313055	19.11.07	GBP 130		169
2	UBS AG, Switzerland, New York branch	US870836AC77	21.07.95	USD 251		250
3	UBS AG, Switzerland, Jersey branch	XS0062270581	18.12.95	GBP 61		79
4	UBS AG, Switzerland, New York branch	US870845AC84	03.09.96	USD 218		191
Total non-Basel						
III-compliant						
tier 2 capital						690
Total tier 2						
capital						1,471
					6,012	

Capital instruments and TLAC-eligible senior unsecured debt as of 31 March 2019¹

*USD million,
except where
indicated*

No.	Issuer	ISIN	Issue date	Outstanding amount as of 31.3.19	Swiss SRB, incl. transitional arrangements		Swiss SRB as of 31.3.19	
					Going concern Amount recognized in regulatory capital as of 31.3.19	Gone concern ² Amount eligible for the gone concern requirement as of 31.3.19	Going concern Amount recognized in regulatory capital as of 31.3.19	Gone concern Amount recognized in regulatory capital as of 31.3.19
1	UBS Group Funding (Switzerland) AG	144A:24.09.15 US90351DAA54		USD 1,500		736		
		RegS: USG91703AA90						
2	UBS Group Funding (Switzerland) AG	144A:24.09.15 US90351DAC11		USD 300		150		
		RegS: USG91703AC56						
3	UBS Group Funding (Switzerland) AG	144A:05.04.16 US90351DAE76		USD 1,000		1,001		
		RegS: USG91703AJ00						
4	UBS Group Funding (Switzerland) AG	144A:05.04.16 US90351DAD93		USD 2,000		1,956		
		RegS: USG91703AH44						
5	UBS Group Funding (Switzerland) AG	144A:10.08.16 US90351DAG25		USD 500		502		
		RegS: USG91703AL55						
6	UBS Group Funding (Switzerland) AG	144A:10.08.16 US90351DAH08		USD 2,000		1,928		
		RegS: USG91703AM39						
7		CH0310451841	22.02.16	CHF 300		304		

	UBS Group Funding (Switzerland) AG				
8	UBS Group Funding (Switzerland) AG	CH0359915425	20.03.17	EUR 1,750	1,962
9	UBS Group Funding (Switzerland) AG	CH0302790123	16.11.15	EUR 1,250	1,433
10	UBS Group Funding (Switzerland) AG	144A:23.03.17 US90352JAA16		USD 2,000	1,973
11	UBS Group Funding (Switzerland) AG	RegS: USH4209UAA46 144A:23.03.17 US90352JAB98		USD 1,000	998
12	UBS Group Funding (Switzerland) AG	RegS: USH4209UAB29 144A:15.08.17 US90352JAE38		USD 2,000	1,971
13	UBS Group Funding (Switzerland) AG	RegS: USH4209UAG16 144A:15.08.17 US90352JAD54		USD 1,250	1,223
14	UBS Group Funding (Switzerland) AG	RegS: USH4209UAF33			
14	UBS Group Funding (Switzerland) AG	CH0314209351	04.03.16	EUR 750	852
15	UBS Group Funding (Switzerland) AG	CH0365501516	18.05.17	CHF 400	409
16	UBS Group Funding (Switzerland) AG	CH0445624981	09.11.18	JPY 130,000	1,180
17	UBS Group Funding (Switzerland) AG	CH0341440334	30.11.16	EUR 1,250	1,421
18	UBS Group Funding (Switzerland)	CH0459297435	30.01.19	CHF 400	407

19	AG UBS Group Funding (Switzerland)	CH040960635417.04.18	EUR 1,750	2,008
20	AG UBS Group Funding (Switzerland)	144A:24.09.15 US90351DAB38	USD 2,500	2,463
	AG	RegS: USG91703AB73		
21	UBS Group Funding (Switzerland)	CH031045185822.02.16	CHF 150	153
22	AG UBS Group Funding (Switzerland)	144A:05.04.16 US90351DAF42	USD 2,000	1,918
	AG	RegS: USG91703AK72		
23	UBS Group Funding (Switzerland)	CH033660293001.09.16	EUR 1,250	1,397
24	AG UBS Group Funding (Switzerland)	144A:23.03.17 US90352JAC71	USD 2,000	2,020
	AG	RegS: USH4209UAC02		
25	UBS Group Funding (Switzerland)	CH044562499909.11.18	JPY 20,000	184
	AG			
Total TLAC-eligible senior unsecured debt				30,548

1 Refer to “Capital and total loss-absorbing capacity instruments” under “Bondholder information” at information on the key features and the terms and conditions of the capital instruments included in the 2019. Instruments are listed according to their maturity or optional call date. 2 Instruments available for requirements are eligible until one year before maturity, with a haircut of 50% applied in the last year before maturity. 3 Instruments issued by UBS Group AG, Switzerland and transferred in May 2018 to UBS Group Funding (Switzerland) AG are eligible for the deferred contingent capital plan (DCCP) awards. DCCP instruments qualifying as tier 2 capital are eligible for purposes until 30 December of the year prior to maturity. 4 Outstanding low-trigger loss-absorbing capacity instruments are available under the transitional rules of the Swiss SRB framework to meet the going concern requirements until their first call date, even if the first call date is after 31 December 2019. As of their first call date, they no longer meet the going concern requirements. 5 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 their first call date or (ii) 31 December 2019, and to meet going concern requirements thereafter. Outstanding loss-absorbing tier 2 capital instruments are subject to amortization starting five years prior to their maturity. 6 Portion qualifying as going concern loss-absorbing capacity. 7 Non-Basel III-compliant tier 2 capital 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 first quarter 2019 report and its Annual Report 2018 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. 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: April 25, 2019
