

**Einbeziehung – Vienna MTF / Listing – Vienna MTF**

Unter dem Emissionsprogramm

Emittent: **Marex Financial**

**Handelsaufnahme** für die untenstehend angeführten

Schuldverschreibungen: 09.04.2020

*Under the issuance programme*

*issuer: Marex Financial*

*first trading day of the below listed securities:*

*09 April, 2020*

- 1) **USD 1,000,000 Memory Phoenix Autocallable Reverse Convertible Notes linked to a Share Basket, due 17 January 2023**  
ISIN XS2033126520
- 2) **EUR 300,000 Autocallable Reverse Convertible Notes linked to a Share Basket, due 16 July 2021**  
ISIN XS2033128492
- 3) **CHF 500,000 Inverse Autocallable Barrier Reverse Convertible Notes linked to a Share, due 20 January 2021**  
ISIN XS2033129540
- 4) **USD 700,000 Autocallable Reverse Convertible Notes linked to a Share Basket, due 12 October 2020**  
ISIN XS2033135943
- 5) **USD 700,000 Autocallable Reverse Convertible Notes linked to a Share Basket, due 12 October 2020**  
ISIN XS2033136081
- 6) **USD 700,000 Autocallable Reverse Convertible Notes linked to a Share Basket, due 12 October 2020**  
ISIN XS2033136164
- 7) **USD 700,000 Autocallable Reverse Convertible Notes linked to a Share Basket, due 12 October 2020**  
ISIN XS2033137139
- 8) **USD 700,000 Autocall Reverse Convertible Notes linked to a Share, due 12 October 2020**  
ISIN XS2033137212
- 9) **USD 700,000 Autocall Reverse Convertible Notes linked to a Share, due 12 October 2020**  
ISIN XS2033137303
- 10) **USD 700,000 Autocall Reverse Convertible Notes linked to a Share, due 12 October 2020**  
ISIN XS2033137485
- 11) **EUR 700,000 Autocallable Barrier Reverse Convertible Notes linked to a Share Basket, due 10 September 2020**  
ISIN XS2073277860
- 12) **USD 200,000 Inverse Autocallable Barrier Reverse Convertible Notes linked to a Share, due 16 September 2020**  
ISIN XS2073279056

Marktsegment: performance linked bonds

Handel: Handelssystem XETRA® T7

Notiz in Prozenten des Nennwertes

Handel einschließlich Zinsen (tel quel)

Handelsverfahren „Einmalige Auktion“

XETRA® Market Group: BMNC

Abwicklung von Börsegeschäften:

KEINE CCP-fähigen Wertpapiere

*market segment: performance linked bonds*

*trading: trading system XETRA® T7*

*quotation in percentage of the nominal*

*value*

*flat quotation (dirty price)*

*trading procedure „auction only“*

*XETRA® Market Group: BMNC*

*Clearing of trades on Vienna Stock Exchange:*

*non CCP.A eligible securities*

Die Anforderungen des Börsegesetzes betreffend das Erfordernis einer formellen Zulassung von Finanzinstrumenten zum Handel und die Emittentenpflichten an einem geregelten Markt gelten für im Vienna MTF gehandelte Finanzinstrumente nicht, wohl aber insbesondere die in den Art. 17 (Veröffentlichung von Insiderinformationen), Art. 18 (Insiderlisten), Art. 19 (Eigen-geschäfte von Führungskräften) der Marktmisbrauchsverordnung (VO (EU) Nr. 596/2014) iVm § 155 Abs. 1 Z 2 bis 4 BörseG 2018, wie auch die in § 119 Abs. 4 BörseG 2018 niedergelegten Pflichten und die Verbote der Art. 14 (Insiderhandel) und Art. 15 (Marktmanipulation) der Marktmisbrauchsverordnung (VO (EU) Nr. 596/2014) iVm §§ 154, 163 und 164 BörseG 2018. Allerdings finden die vorgenannten Pflichten für im Vienna MTF gehandelte Finanzinstrumente nur dann Anwendung, wenn der Emittent die Einbeziehung des Finanzinstruments zum Handel beantragt oder genehmigt hat.

Es wird darauf hingewiesen, dass es bei Finanzinstrumenten ausländischer Emittenten, die in den Vienna MTF einbezogen sind, zu Unterschieden gegenüber Finanzinstrumenten österreichischer Emittenten, die in den Vienna MTF einbezogen sind, kommen kann. Diese können – nicht abschließend aufgezählt – in sachenrechtlicher Hinsicht (somit die Rechte des Erwerbers an zB im Ausland verwahrten Finanzinstrumenten betreffend), in der Lieferung bzw. dem Settlement der Finanzinstrumente oder in gesellschaftsrechtlicher (zB Stimm- oder Dividendenberechtigungen betreffend) bzw. sonstiger – zB steuerlicher – Hinsicht liegen.

Wir weisen darauf hin, dass die deutsche Version die rechtsgültige Version darstellt.

*The requirements of the Stock Exchange Act regarding the formal admission of financial instruments to trading on a regulated market and the obligations of issuers on a regulated market do not apply to financial instruments traded on the Vienna MTF. However, the obligations defined in Article 17 (Public Disclosure of Inside Information), Article 18 (Insider Lists) and Article 19 (Managers' Transactions) of the Market Abuse Regulation (Regulation (EU) No. 596/2014) do apply in conjunction with § 155 para. 1 nos. 2 to 4 and § 119 para. 4 of the Austrian Stock Exchange Act 2018, as well as the bans imposed by Article 14 (Prohibition of Insider Dealing and of Unlawful Disclosure of Inside Information) and Article 15 (Prohibition of Market Manipulation) of the Market Abuse Regulation (Regulation (EU) No. 596/2014) in conjunction with §§ 154, § 163 and § 164 of the Austrian Stock Exchange Act 2018. However, the above mentioned obligations for financial instruments traded on the Vienna MTF are only applicable if the issuer has submitted an application for inclusion in trading of the financial instrument or has approved it. It is hereby pointed out that there may be differences with respect to financial instruments of foreign issuers trading on the Vienna MTF as compared to financial instruments of Austrian issuers included in the Vienna MTF. These differences may concern the following (this is not an exhaustive list): property law aspects (the rights of the buyer regarding financial instruments held in safe custody abroad, for example), the delivery or settlement of financial instruments, differences with respect to company law (e.g. voting rights and dividend rights) and also other aspects such as taxation.*

*Please be advised that the German version is the legally binding version.*