

FINAL TERMS

MIFID II PRODUCT GOVERNANCE – Solely for the purposes of the manufacturer’s product approval process, the target market assessment in respect of the Products has led to the conclusion that: (i) the target market for the Products is eligible counterparties, professional clients and retail clients, each as defined in Directive 2014/65/EU, as amended (**MiFID II**); and (ii) all channels for distribution of the Products to eligible counterparties and professional clients are appropriate; and (iii) the following channels for distribution of the Products to retail clients are appropriate – investment advice, portfolio management, non-advised sales and pure execution services, subject to the distributor’s suitability and appropriateness obligations under MiFID II, as applicable. Any person subsequently offering, selling or recommending the Products (a **distributor**) should take into consideration the manufacturer’s target market assessment; however, a distributor subject to MiFID II is responsible for undertaking its own target market assessment in respect of the Products (by either adopting or refining the manufacturer’s target market assessment) and determining appropriate distribution channels, subject to the distributor’s suitability and appropriateness obligations under MiFID II, as applicable. For the avoidance of doubt, the Issuer is not a manufacturer or distributor for the purposes of MiFID II.

FINAL TERMS DATED 17 September 2024

21Shares AG

(incorporated in Switzerland)

LEI: 254900UWHMJRRODS3Z64

Issue of

4,040,000 Products (the **Products**)

(Issue up to 21.000.000.000 Products specifically for the purpose of the admission and introduction to trading on the regulated Market of Frankfurt Stock Exchange)

pursuant to the Issuer’s

Exchange Traded Products Programme

This document constitutes the Final Terms of the Products described herein.

PART A – CONTRACTUAL TERMS

The Base Prospectus referred to below (as completed by these Final Terms) has been prepared on the basis that, except as provided in sub-paragraph (ii) below, any offer of Products in any Member State of the EEA which has implemented the Prospectus Regulation (each, a **Relevant Member State**) will be made pursuant to an exemption under the Prospectus Regulation, as implemented in that Relevant Member state, from the requirement to publish a prospectus for offers of the Products. Accordingly, any person making or intending to make an offer of the Products may only do so:

- (i) in circumstances in which no obligation arises for the Issuer to publish a prospectus pursuant to Article 1(4) of the Prospectus Regulation or supplement a prospectus pursuant to Article 23 of the Prospectus Regulation, in each case, in relation to such offer; or
- (ii) in those Non-Exempt Offer Jurisdictions mentioned in the following paragraph, provided such person is one of the persons mentioned in the following paragraph and that such offer is made during the Offer Period specified for such purpose therein.

An offer of the Products may be made by the Issuer or by the Authorised Offerors specified in Part B of these Final Terms other than pursuant to Article 1(4) of the Prospectus Regulation in Austria, Belgium, Croatia, Czech Republic, Denmark, Finland, France, Germany, Hungary, Ireland, Italy, Liechtenstein, Luxembourg, Malta, the Netherlands, Norway, Poland, Portugal, Romania, Slovakia, Spain and Sweden (**Non-Exempt Offer Jurisdictions**) from the Issue Date of the Products (inclusive) to the later of (i) the date of expiry of the Base Prospectus and (ii) the expiry of the validity of a new base prospectus succeeding the Base Prospectus (the **Offer Period**).

Neither the Issuer nor any Authorised Participant has authorised, nor do they authorise, the making of any offer of Products in any other circumstances.

Terms used herein shall be deemed to be defined as such for the purposes of the General Terms and Conditions of the Products (the **Conditions**) issued by 21Shares AG (the **Issuer**) set forth in the Base Prospectus dated 13 December 2023 (the **Base Prospectus**), which constitutes a base prospectus for purposes of Regulation (EU) 2017/1129, as amended (the **Prospectus Regulation**). This document constitutes the Final Terms of the Products described herein for the purposes of Article 8(5) of the Prospectus Regulation and must be read in conjunction with the Base Prospectus (and any supplement thereto). Full information on the Issuer and the offer of the Products is only available on the basis of the combination of these Final Terms and the Base Prospectus. The Base Prospectus (together with any supplement thereto) is available for viewing at the registered office of the Issuer and on the website of the Issuer (<https://21shares.com/ir#prospectus>) by selecting Base Prospectus. The Final Terms will be available for viewing at the registered office of the Issuer and on the website of the Issuer (<https://21shares.com/ir#final-terms>) by selecting Base Prospectus and then Final Terms and the respective Security Code.

The Base Prospectus, together with the Final Terms, constitutes the prospectus with respect to the Products described herein for the purposes of the Swiss Financial Services Act (**FinSA**). The Base Prospectus and the Final Terms have been deposited with the Prospectus Review Office of BX Swiss AG as competent review body based on article 54(2) FinSA. The Issuer has appointed Homburger AG, located at Prime Tower, Hardstrasse 201, 8005 Zurich, Switzerland, as recognised representative to file the listing application with SIX Swiss Exchange.

(i)	Issue Date	27 March 2024			
(ii)	Series	21Shares Toncoin Staking ETP (TONN)			
(iii)	Tranche	1			
(iv)	Date on which Products become fungible	Not Applicable			
(v)	Aggregate Number of Products represented by this Tranche	4,040,000			
(vi)	Issue Price	The initial Crypto Asset Collateral and/or Commodity Asset Collateral as per 26 March, 17:00 CET/CEST, is composed of the following Crypto Assets and/or Commodity Assets per Product:			
		<table border="1"> <thead> <tr> <th>Collateral Name</th> <th>Amount per Product</th> <th>Weighting</th> </tr> </thead> <tbody> </tbody> </table>	Collateral Name	Amount per Product	Weighting
Collateral Name	Amount per Product	Weighting			

	<p>Toncoin (TON) 3.88575869 100%</p> <p><i>The product will be collateralized by presenting the underlying instruments for deposit physically. The Issue Price is subject to any applicable fees and commissions of the person offering the Product.</i></p>
Underlying	<p>Toncoin (TON)</p> <p>Relevant Underlying Exchange: CryptoCompare</p> <p>Relevant Currency: USD</p> <p>Information regarding past performance, further performance and volatility of the Underlyings is available, free of charge, at www.cryptocompare.com.</p>
Basket	Not Applicable
Index	Not Applicable
Underlying Component	Not Applicable
Redemption Amount	<p>The Redemption amount is calculated as follows:</p> $Redemption\ Amount = \sum_{i=1}^n p_i * q_i - rf$ <p><i>Where (for each Crypto Asset Collateral and Commodity Asset Collateral] (i)):</i></p> <p><i>n = number of underlying,</i></p> <p><i>p_i = price of asset sold (USD),</i></p> <p><i>q_i = amount sold,</i></p> <p><i>rf = redemption fee equal to \$150 plus 4 bps of redemption amount per redemption order</i></p> <p>The Redemption Amount is calculated as the price of the asset sold multiplied by the quantity including the initial coin entitlement and the staking rewards. The staking rewards are accrued to the product in terms of the additional coin entitlement, which is reflected in the composition of the Product.</p> <p>The Redemption Amount may also be subject to additional fees related to the transfer of fiat assets.</p> <p>The Redemption Amount per Product shall not be less than the smallest denomination of the Settlement Currency (<i>i.e.</i>, U.S. \$0.01, €0.01, CHF 0.01, £0.01 or the equivalent in other Settlement Currencies).</p> <p>Redemptions by Authorised Participants pursuant to Condition 5.3 (<i>Redemption at the Option of an Authorised Participant</i>) shall</p>

	<p>be settled on an in-kind basis unless the Issuer permits such redemption to be settled in accordance with Condition 5.5 (<i>Cash Settlement</i>). The calculation of the Redemption Amount may fluctuate as a result of tracking errors relating to the Underlyings, as described in the section headed "<i>Risk Factors</i>" set out in the Base Prospectus.</p>
Amount of any expenses and taxes specifically charged to the subscriber or purchaser:	<p>Investor fee of 2.5% of the aggregate value of the Crypto Asset Collateral annually. Fee will be calculated on a daily basis at 17:00 CET/CEST (the closing time of the Euronext Exchange). Fees related to the Product will be collected in-kind.</p> <p>Up to 25% total commission payable on the earned staking rewards, if any, will be allocated collectively to the Custodian and the Issuer.</p>
Investor Put Date	28 March in each year, beginning in 2025
Final Fixing Date	As specified in any Termination Notice
Initial Fixing Date	Not applicable
Product Calculation Agent	<p>Name: NAV Consulting Inc. Address: 8220 Lincoln Avenue, Skokie, IL 60077, USA</p>
Calculation Agent:	<p>Name: NAV Consulting Inc. Address: 8220 Lincoln Avenue, Skokie, IL 60077, USA</p>
Index Calculation Agent:	Not applicable
Administrator:	<p>Name: NAV Consulting Inc.</p> <p>Description: NAV is a privately owned fund administrator recognized for its comprehensive, cost-effective fund administration solutions for funds across the globe, including hedge funds, private equity funds, and digital assets funds.</p>
Swiss Paying Agent	ISP Securities AG, Bellerivestrasse 45, 8008 Zurich, Switzerland
Additional Paying Agent	Global Paying Agent: Bank Frick & Co Aktiengesellschaft
Cash Settlement	Applicable, other than as set out in Condition 5.3 (Redemption of Products at the Option of an Authorised Participant)
Settlement Currency	USD
Exchange	SIX Swiss Exchange
Exchange Business Day	As indicated in General Terms and Conditions

Market Maker	Flow Traders B.V., Jacob Bontiusplaats 9, 1018LL Amsterdam, The Netherlands;
Authorised Participant	a) Flow Traders B.V., Jacob Bontiusplaats 9, 1018LL Amsterdam, The Netherlands; b) and each Authorised Participant mentioned on the Issuer's website (https://21shares.com/ir/aps/)
Custodian	Coinbase Trust Company LLC Copper Markets (Switzerland) AG
Staking Provider	a) Coinbase Cloud, part of Coinbase Crypto Services, LLC, 28 Liberty Street, New York, New York, 10005, United States Coinbase Cloud's reliable infrastructure provides enterprise-grade security and a 99% uptime guarantee (subject to SLAs). Coinbase Cloud infrastructure is architected to minimize the risk of downtime and double signing. Coinbase Cloud works closely with protocol teams and brings you deep insights into 25+ networks. b) Blockdaemon, 6060 Center Dr Fl 10, Los Angeles, California, 90045, United States Blockdaemon offers node operations and infrastructure tooling for blockchain projects, across their life-cycle: early on it is testing, then staking/reporting, clusters for exchanges/custodians and finally APIs for developers. Blockdaemon's node management platform helps auto-scale blockchain networks securely with enhanced monitoring, back-up systems, HA clusters, APIs and cloud-managed node monitoring of on-premises solutions. c) Fignment, 545 King St. West, Toronto, Ontario, Canada M5V 1M1 Fignment is the world's leading provider of blockchain infrastructure, providing the most comprehensive staking solution for over 200+ institutional clients including exchanges, wallets, foundations, custodians, and large token holders to earn rewards on their crypto assets. These clients rely on Fignment's institutional staking service including rewards optimization, rapid API development, rewards reporting, partner integrations, governance, and slashing protection. Fignment is backed by industry experts, financial institutions and a global team across twenty three countries.
Minimum Investment Amount	1 Product, the minimum creation and redemption order for Authorized Participants is 5,000 products.
Minimum Trading Lot	Applicable, 1 Product
Representative	The Issuer has appointed Homburger AG, located at Prime Tower, Hardstrasse 201, 8005 Zurich, Switzerland, to lodge the listing application with SIX Swiss Exchange.
(vii) Responsibility	The Issuer accepts responsibility for the information contained in these Final Terms.

(viii)	Third Party Information	Not Applicable
(ix)	Date of Board of Directors approval of issuance	13 March 2024

Signed on behalf of the Issuer:

By:  _____

Duly authorised

PART B – OTHER INFORMATION

(x) Listing and admission to trading	Application has been made for the Products to which these Final Terms apply to be admitted to SIX Swiss Exchange. The first trading date is expected to be 27 March 2024.
(xi) Notification	The <i>Finansinspektionen</i> (the SFSA) of Sweden has provided the competent authorities of Austria, Belgium, Croatia, Czech Republic, Denmark, Finland, France, Germany, Hungary, Ireland, Italy, Liechtenstein, Luxembourg, Malta, the Netherlands, Norway, Poland, Portugal, Romania, Slovakia and Spain with a certificate of approval attesting that the Base Prospectus has been drawn up in accordance with the Prospectus Regulation.
(xii) Interests of natural and legal persons involved in the issue	So far as the Issuer is aware, no person involved in the offer of the Products has an interest material to the offer
(xiii) ECB eligibility	The Products are expected to be ECB eligible
(xiv) Distribution	An offer of the Products may be made by the Authorised Offerors other than pursuant to Article 1(4) of the Prospectus Regulation in Austria, Belgium, Croatia, Czech Republic, Denmark, Finland, France, Germany, Hungary, Ireland, Italy, Liechtenstein, Luxembourg, Malta, the Netherlands, Norway, Poland, Portugal, Romania, Slovakia, Spain and Sweden (Non-Exempt Offer Jurisdictions) during the Offer Period. See further “Terms and Conditions of the Offer” below.
(xv) Additional Selling Restrictions	Not Applicable
ISIN and other Security Codes	ISIN: CH1297762812 Valor: 129776281 WKN: A4AFDU
Names and Addresses of Clearing Systems	SIX SIS AG, Baslerstrasse 100, P.O. Box, 4600 Olten, Switzerland
(xvi) Terms and Conditions of the Offer	Products are made available by the Issuer for subscription only to Authorised Participants
(xvii) Offer Price:	Not Applicable. An Investor intending to acquire or acquiring any Products from an Authorised Offeror will do so, and offers and sales of the Products to such Investor by an Authorised Offeror will be made, in accordance with any terms and other arrangements in place between that Authorised Offeror and such Investor including as to price, allocations and settlement

	arrangements.
(xviii) Conditions to which the offer is subject:	Offers of the Products are conditional upon their issue and, as between the Authorised Offeror(s) and their customers, any further conditions as may be agreed between them.
(xix) Description of the application process:	Not Applicable
(xx) Description of the possibility to reduce subscriptions and manner for refunding excess amount paid by applicants	Not Applicable
(xxi) Details of the minimum and/or maximum amount of application	Not Applicable
(xxii) Details of the method and time limited for paying up and delivery of the Products	Not Applicable
(xxiii) Manner in and date on which results of the offer are made available to the public	Not Applicable
(xxiv) Procedure for exercise of any right of pre-emption, negotiability of subscription rights and treatment of subscription rights not exercised	Not Applicable
(xxv) Whether tranche(s) have been reserved for certain countries	Not Applicable
(xxvi) Process for notification to applicants of the amount allotted and the indication whether dealing may begin before notification is made	Not Applicable
(xxvii) Name(s) and address(es), to the extent known to the Issuer, of the placers in	Not Applicable

<p>the various countries where the offer takes place</p>	
<p>(xxviii) Name and address of financial intermediary/ies authorised to use the Base Prospectus, as completed by these Final Terms (the Authorised Offerors)</p>	<p>a) Flow Traders B.V., Jacob Bontiusplaats 9, 1018LL Amsterdam, The Netherlands;</p> <p>b) each Authorised Participant expressly named as an Authorised Offeror on the Issuer's website (https://21shares.com/ir/aps/).</p>