

Final Terms dated 21 June 2011
Amended and Restated on 11 November 2011
Credit Suisse AG

acting through its London Branch

Yield Securities due 2019
linked to the EURO STOXX 50 Index (the “**Securities**”)

Series SPLB2011–392

issued pursuant to the Yield Option Securities and Return Option Securities Base Prospectus (BPCS-4)
as part of the **Structured Products Programme**

PART A – CONTRACTUAL TERMS

Terms used herein shall be deemed to be defined as such for the purposes of the Base Prospectus (BPCS-4) dated 9 June 2011 which constitutes a base prospectus for the purposes of the Prospectus Directive (Directive 2003/71/EC) (the “**Prospectus Directive**”). This document constitutes the Final Terms of the Securities described herein for the purposes of Article 5.4 of the Prospectus Directive and must be read in conjunction with such Base Prospectus. Full information on the Issuer and the offer of the Securities is only available on the basis of the combination of these Final Terms and the Base Prospectus. Copies of the Base Prospectus may be obtained from the registered office of the Issuer and the offices of the Distributors and Agents specified herein.

These Final Terms comprise the final terms for the issue and public offer in France and admission to trading on the Luxembourg Stock Exchange of the Securities.

The terms and conditions applicable to the Securities are (1) the General Terms and Conditions of Notes and the Asset Terms for Equity Index-linked Securities set out in the Base Prospectus dated 1 July 2010 relating to the Issuer’s Structured Products Programme and (2) the Terms and Conditions set out in the Base Prospectus (BPCS-4) dated 9 June 2011 relating to Yield Option Securities and Return Option Securities (which incorporates by reference the provisions referred to in (1) above), as completed by these Final Terms. References to such Base Prospectuses are to them as supplemented at the date of these Final Terms.

1	Branch:	London Branch
2	Series Number:	SPLB2011-392
3	Tranche Number:	Not Applicable
4	Applicable General Terms and Conditions:	Notes
5	Type of Security:	Yield Securities
6	Specified Currency or Currencies:	euro (“ EUR ”)
7	Aggregate Nominal Amount/Number of Securities:	EUR 30,000,000
	(i) Series:	1
	(ii) Tranche:	Not Applicable
8	Issue Price:	100 per cent. of the Aggregate Nominal Amount

9	Specified Denomination/Nominal Amount:	EUR 1,000
10	Issue Date:	23 June 2011
11	Maturity Date:	5 Currency Business Day after the Final Fixing Date (expected to be 5 August 2019)
12	Interest Basis:	Fixed Rate
13	Premium Basis:	Not Applicable
14	Payout Basis:	Not Applicable
15	Redemption/Payment Basis:	Equity Index-linked
16	Put/Call Options:	Not Applicable

PROVISIONS RELATING TO INTEREST, PREMIUM AND PAYOUT

17	Fixed Rate Provisions	Applicable
	(i) Rate(s) of Interest:	Not Applicable
	(ii) Interest Commencement Date:	Issue Date
	(iii) Interest Payment Date(s):	28 July in each year from, and including, 28 July 2012 to, and including, 28 July 2019.
	(iv) Fixed Interest Amount(s):	EUR 50
	(v) Broken Amount:	Not Applicable
	(vi) Day Count Fraction:	Not Applicable
	(vii) Determination Date(s):	Not Applicable
	(viii) Other terms relating to the method of calculating interest for Fixed Rate Securities:	Not Applicable
18	Floating Rate Provisions	Not Applicable
19	Premium Provisions	Not Applicable
20	Payout Provisions	Not Applicable

PROVISIONS RELATING TO REDEMPTION

21	Redemption Amount:	
	Redemption Option:	Redemption Option 3 applicable
	FX Adjusted:	Not Applicable
22	Redemption Amount Percentage:	100 per cent. of the Nominal Amount per Security (which shall be equal to the Specified Denomination)
23	Redemption Amount Cap:	100 per cent.
24	Redemption Amount Floor:	0 per cent.
25	Initial Averaging Dates:	Not Applicable
26	Initial Setting Date:	28 July 2011
27	Final Averaging Dates:	Not Applicable
28	Final Fixing Date:	29 July 2019
29	Final Price:	The Level (with regard to the Valuation Time) of the

		Underlying Asset on the Final Fixing Date.
30	Strike Price:	The Level (with regard to the Valuation Time) of the Underlying Asset on the Initial Setting Date.
31	Lock-in Provisions	Not Applicable
32	Knock-in Provisions	Applicable
	Knock-in Event:	The Level (without regard to the Valuation Time) of the Underlying Asset in respect of any Knock-in Observation Date is at or below the Knock-in Barrier.
	Knock-in Barrier:	25 per cent.
	Knock-in Observation Date(s):	Any Scheduled Trading Day in the Knock-in Observation Period.
	Knock-in Observation Period:	From, but excluding, 28 July 2011 to, and including, the Final Fixing Date.
	Knock-in Final Price:	Not Applicable
33	Trigger Redemption	Not Applicable
34	Physical Settlement Provisions:	Not Applicable
35	Details relating to Instalment Securities:	Not Applicable
36	Put Option:	Not Applicable
37	Call Option:	Not Applicable
38	Settlement Currency: (currency in which payment will be made)	The Specified Currency

UNDERLYING ASSETS

39	List of Underlying Assets		
	i Underlying Asset _i	Weighting _i	Composite _i
	1 EURO STOXX 50 Index	Not Applicable	Not Applicable
40	Equity-linked Securities	Not Applicable	
41	Equity Index-linked Securities	Applicable	
	Index:	EURO STOXX 50 Index	
	Bloomberg code:	SX5E <Index>	
	Information Source:	www.stoxx.com	
	Required Exchanges:	Not Applicable	
	Related Exchange:	All Exchanges	
	Disruption Threshold:	20 per cent.	
	Jurisdictional Event:	Not Applicable	
	Jurisdictional Event Jurisdiction(s):	Not Applicable	
	Additional Disruption Events:		
	Change in Law:	Applicable	
	Hedging Disruption:	Applicable	
	Increased Cost of Hedging:	Applicable	

42	Commodity-linked Securities	Not Applicable
43	Commodity Index-linked Securities	Not Applicable
44	Fund-linked Securities	Not Applicable
45	FX-linked Securities	Not Applicable
46	FX Index-linked Securities	Not Applicable
47	Inflation Index-linked Securities	Not Applicable
48	Interest Rate Index-linked Securities	Not Applicable
49	Cash Index-linked Securities	Not Applicable
50	Valuation Time:	As determined in accordance with the Conditions
51	Adjustments Convention: (for the purposes of Asset Term 2)	As per Asset Term 2
GENERAL PROVISIONS		
52	Form of Securities:	
	(i) Type:	Bearer Securities
	(ii) Global Security:	Permanent Global Security
53	Financial Centre(s):	Not Applicable
54	Minimum Transferable Number of Securities:	1
55	Transferable Number of Securities:	Not Applicable
56	Listing and Admission to Trading:	
	(i) Stock Exchange(s) to which application will initially be made to list the Securities: <i>(Application may subsequently be made to other stock exchange(s))</i>	Luxembourg Stock Exchange
	(ii) Admission to trading:	Application has been made for the Securities to be admitted to trading on the Regulated Market of the Luxembourg Stock Exchange with effect from on or around the Issue Date provided, however, no assurance can be given that the Securities will be admitted to trading or listed on the Regulated Market of the Luxembourg Stock Exchange on the Issue Date or any specific date thereafter.
57	Entities (other than stock exchanges) to which application for listing and/or approval of the Securities will be made:	Not Applicable
58	Security Codes and Ticker Symbols:	
	ISIN Code:	XS0631920401
	Common Code:	063192040
	Swiss Security Number:	Not Applicable

	Telekurs Ticker:	Not Applicable
	WKN Number:	Not Applicable
59	Clearing and Trading:	
	Clearing System(s) and any relevant identification number(s):	Euroclear Bank S.A./N.V. and Clearstream Banking, S.A., Luxembourg
	Delivery of Securities:	Delivery against payment
	Minimum Trading Lot:	Not Applicable
60	Agents:	
	Calculation Agent:	Credit Suisse International One Cabot Square London E14 4QJ
	Fiscal Agent:	The Bank of New York Mellon, acting through its London Branch One Canada Square London E14 5AL
	Paying Agents:	The Bank of New York Mellon, acting through its London Branch One Canada Square London E14 5AL
	Additional Agents:	Not Applicable
61	Co-Structurer:	Not Applicable
62	Dealer(s):	Credit Suisse International
63	Additional steps that may only be taken following approval by Extraordinary Resolution:	Not Applicable
64	Specified newspaper for the purposes of notices to Securityholders:	Not Applicable
65	Additional Provisions:	Not Applicable

PART B – OTHER INFORMATION

Terms and Conditions of the Offer

- | | | |
|---|--|---|
| 1 | Offer Price: | The Offer Price will be equal to the Issue Price |
| 2 | Total amount of the offer. If the amount is not fixed, description of the arrangements and time for announcing to the public the definitive amount of the offer: | EUR 30,000,000 |
| 3 | Conditions (in addition to those specified in the Base Prospectus) to which the offer is subject: | <p>The Issuer reserves the right to withdraw the offer and/or to cancel the issue of the Securities for any reason at any time on or prior to the Issue Date.</p> <p>For the avoidance of doubt, if any application has been made by a potential investor and the Issuer exercises such a right, each such potential investor will not be entitled to subscribe or otherwise purchase any Securities. The relevant Distributor will repay the Offer Price and any commission paid by any investor without interest.</p> |
| 4 | The time period during which the offer will be open: | <p>From, and including, 23 June 2011 to, and including, 28 July 2011.</p> <p>The Offer Period may be discontinued at any time.</p> |
| 5 | Description of the application process: | <p>Prospective investors may apply to the relevant Distributor to subscribe for Securities in accordance with the arrangements existing between the relevant Distributor and its customers relating to the subscription of securities generally.</p> <p>Investors will be notified by the relevant Distributor of the amount allotted.</p> <p>Prospective investors will not be required to enter into any contractual arrangements directly with the Issuer in relation to the subscription for the Securities.</p> |
| 6 | Details of the minimum and/or maximum amount of application: | <p>There is no minimum amount of application.</p> <p>All of the Securities requested through the relevant Distributor during the Offer Period will be assigned up to the maximum amount of the offer.</p> |
| 7 | Details of the method and time limits for paying up and delivering the Securities: | <p>Payments for the Securities shall be made to the relevant Distributor in accordance with the arrangements existing between the relevant Distributor and its customers relating to the subscription of securities generally, as instructed by the relevant Distributor.</p> <p>The Securities are expected to be delivered to the purchasers' respective book entry securities</p> |

- accounts on or around the date as notified by the relevant Distributor.
- 8 Manner in and date on which results of the offer are to be made public: Not Applicable
- 9 Categories of potential investors to which the Securities are offered and whether tranche(s) have been reserved for certain countries: Not Applicable
- 10 Process for notification to applicants of the amount allotted and the indication whether dealing may begin before notification is made: Applicants will be notified by the relevant Distributor of the success of their application. Dealings in the Securities may begin before such notification is made.
- 11 Amount of any expenses and taxes specifically charged to the subscriber or purchaser: The Issuer will pay a fee to the Distributors in connection with the Offer of up to 0.69 per cent. per Security.
The Issuer is not aware of any expenses or taxes specifically charged to the subscriber and not disclosed herein.
- 12 Name(s) and address(es), to the extent known to the Issuer, of the placers ("Distributors") in the various countries where the offer takes place. AXA France Vie
24/26 rue Drouot
75458 Paris Cedex 09
France

The Issuer reserves the right to appoint other distributors in France during the Offer Period. Any such appointment will be communicated to investors by means of a notice published on the Issuer's website:
<http://structuredretailproducts.credit-suisse.com>
- 13 Market-Maker: Not Applicable

Liability for the offer: Any offers made by a Distributor will be made in its own name and not as an agent of the Issuer or the Dealer and only the relevant Distributor will be liable for the relevant offer. Neither the Issuer nor the Dealer accepts any liability for the offer or sale by the relevant Distributor of Securities.

Responsibility

The Issuer accepts responsibility for the information contained in these Final Terms. To the best of the knowledge of the Issuer (having taken all reasonable care to ensure that such is the case) the information contained in these Final Terms is in accordance with the facts and does not omit anything likely to affect the import of such information.

Signed on behalf of the Issuer:

By: Enrica Panzeri ENRICA PANZERI

Duly authorised
By:  Luca De Giori
Duly authorised

Index Disclaimer

EURO STOXX 50 Index

STOXX and its licensors (the “Licensors”) have no relationship to the Issuer, other than the licensing of the Index and the related trademarks for use in connection with the Securities.

STOXX and its Licensors do not:

- Sponsor, endorse, sell or promote the Securities.
- Recommend that any person invest in the Securities or any other securities.
- Have any responsibility or liability for or make any decisions about the timing, amount or pricing of the Securities.
- Have any responsibility or liability for the administration, management or marketing of the Securities.
- Consider the needs of the Securities or the owners of the Securities in determining, composing or calculating the Index or have any obligation to do so.

STOXX and its Licensors will not have any liability in connection with the Securities. Specifically,

- **STOXX and its Licensors do not make any warranty, express or implied and disclaim any and all warranty about:**
- **The results to be obtained by the Securities, the owner of the Securities or any other person in connection with the use of the Index and the data included in the Index;**
- **The accuracy or completeness of the Index and its data;**
- **The merchantability and the fitness for a particular purpose or use of the Index and its data;**
- **STOXX and its Licensors will have no liability for any errors, omissions or interruptions in the Index or its data;**
- **Under no circumstances will STOXX or its Licensors be liable for any lost profits or indirect, punitive, special or consequential damages or losses, even if STOXX or its Licensors knows that they might occur.**

The licensing agreement between the Issuer and STOXX is solely for their benefit and not for the benefit of the owners of the Securities or any other third parties.