

# The Hongkong and Shanghai Banking Corporation Limited

## **Regulatory Capital Instruments**

31 March 2014

#### Contents

| 1  | Ordinary Shares   | 3  |  |
|----|---|----|--|
| 2  | Perpetual non-cumulative preference shares (US\$978m)           | 4  |  |
| 3  | Perpetual non-cumulative preference shares (US\$375m)           |    |  |
| 4  | Perpetual non-cumulative preference shares (US\$500m)           |    |  |
| 5  | Perpetual non-cumulative preference shares (US\$1,000m)         | 7  |  |
| 6  | Perpetual non-cumulative preference shares (US\$700m)           | 8  |  |
| 7  | Perpetual non-cumulative preference shares (US\$250m)           | 9  |  |
| 8  | Perpetual non-cumulative preference shares (US\$150m)           | 10 |  |
| 9  | Primary capital undated floating rate notes (US\$400m)          | 11 |  |
| 10 | Primary capital undated floating rate notes (US\$400m)          | 12 |  |
| 11 | Primary capital undated floating rate notes (US\$400m)          | 13 |  |
| 12 | Subordinated loan due 2020 (US\$775m)                           | 14 |  |
| 13 | Subordinated loan due 2021 (US\$450m)                           | 15 |  |
| 14 | Subordinated loan due 2022 (US\$300m)                           | 16 |  |
| 15 | Subordinated loan due 2023 (US\$500m)                           | 18 |  |
| 16 | Subordinated loan due 2024 (US\$600m)                           | 20 |  |
| 17 | Perpetual cumulative preference shares (US\$200m)               | 22 |  |
| 18 | Perpetual cumulative preference shares (US\$250m)               | 23 |  |
| 19 | Perpetual cumulative preference shares (US\$378.5m)             | 24 |  |
| 20 | Perpetual cumulative preference shares (US\$56.5m)              | 25 |  |
| 21 | Perpetual cumulative preference shares (US\$200m)               | 26 |  |
| 22 | Redeemable cumulative preference shares due 2024 (US\$1,050m)   | 27 |  |
| 23 | Subordinated Floating Rate Medium Term Notes due 2020 (AUD200m) | 28 |  |
| 24 | Subordinated bonds due 2022 (MYR500m) 22                        |    |  |
| 25 | Subordinated bonds due 2027 (MYR500m)                           | 30 |  |
|    | Footnotes   | 31 |  |

### Certain defined terms

Within this document the Hong Kong Special Administrative Region of the People's Republic of China is referred to as 'Hong Kong'. The abbreviation 'm' represents millions of the relevant currency.

| 1) Ordinary Shares   |  |
|--|--|
| 1 Issuer   | The Hongkong and Shanghai Banking Corporation Limited            |
| 2 Unique identifier (eg CUSIP, ISIN or Bloomberg identifier for private placement)                               | NA   |
| 3 Governing law(s) of the instrument   | Laws of Hong Kong  |
| Regulatory treatment   |  |
| 4 Transitional Basel III rules <sup>1</sup>  | NA   |
| 5 Post-transitional Basel III rules <sup>2</sup>   | Common Equity Tier 1   |
| 6 Eligible at solo <sup>3</sup> /group/group & solo  | Group & solo   |
| 7 Instrument type (types to be specified by each jurisdiction)   | Ordinary shares  |
| 8 Amount recognised in regulatory capital (Currency in million, as of most recent reporting date)                | HK\$83,865m  |
| 9 Par value of instrument  | No par value (Issued HK\$85,319m)                                |
| 10 Accounting classification   | Shareholders' equity   |
| 11 Original date of issuance   | Various  |
| 12 Perpetual or dated  | Perpetual  |
| 13 Original maturity date  | No maturity  |
| 14 Issuer call subject to prior supervisory approval   | NA   |
| 15 Optional call date, contingent call dates and redemption amount   | NA   |
| 16 Subsequent call dates, if applicable  | NA   |
| Coupons / dividends  |  |
| 17 Fixed or floating dividend/coupon   | NA   |
| 18 Coupon rate and any related index   | NA   |
| 19 Existence of a dividend stopper   | NA   |
| 20 Fully discretionary, partially discretionary<br>or mandatory  | Fully discretionary  |
| 21 Existence of step up or other incentive to redeem   | NA   |
| 22 Non-cumulative or cumulative  | Non-cumulative   |
| 23 Convertible or non-convertible  | Non-convertible  |
| 24 If convertible, conversion trigger (s)  | NA   |
| 25 If convertible, fully or partially  | NA   |
| 26 If convertible, conversion rate   | NA   |
| 27 If convertible, mandatory or optional conversion  | NA   |
| 28 If convertible, specify instrument type convertible into  | NA   |
| 29 If convertible, specify issuer of instrument it converts into   | NA   |
| 30 Write-down feature  | No   |
| 31 If write-down, write-down trigger(s)  | NA   |
| 32 If write-down, full or partial  | NA   |
| 33 If write-down, permanent or temporary   | NA   |
| 34 If temporary write-down, description of write-up mechanism  | NA   |
| 35 Position in subordination hierarchy in liquidation (specify instrument type immediately senior to instrument) | Represents the most subordinated claim in liquidation of th bank |
| 36 Non-compliant transitioned features   | No   |
| 37 If yes, specify non-compliant features  | NA   |
| Terms and conditions   | Terms and conditions - Capital instrument 1                      |

| 1 | Issuer  | The Hongkong and Shanghai Banking Corporation Limited           |
|---|---|---|
|   | Unique identifier (eg CUSIP, ISIN or Bloomberg identifier for private placement)                              | NA  |
| 3 | Governing law(s) of the instrument  | Laws of Hong Kong   |
|   | Regulatory treatment  |   |
| 1 | Transitional Basel III rules <sup>1</sup>   | Additional Tier 1   |
| 5 | Post-transitional Basel III rules <sup>2</sup>  | NA  |
| 5 | Eligible at solo <sup>3</sup> /group/group & solo   | Group & solo  |
| 7 | Instrument type (types to be specified by each jurisdiction)  | Perpetual non-cumulative preference shares                      |
|   | Amount recognised in regulatory capital (Currency in million, as of most recent reporting date)               | Total Additional Tier 1 recognised:<br>HK\$30,665m              |
| ) | Par value of instrument   | No par value (Issued US\$978m)                                  |
| 0 | Accounting classification   | Liability - amortised cost                                      |
| 1 | Original date of issuance   | 4 Dec 2001  |
| 2 | Perpetual or dated  | Perpetual   |
| 3 | Original maturity date  | No maturity   |
| 4 | Issuer call subject to prior supervisory approval   | Yes   |
| 5 | Optional call date, contingent call dates and redemption amount   | Callable immediately at par value                               |
| 6 | Subsequent call dates, if applicable  | NA  |
|   | Coupons / dividends   |   |
| 7 | Fixed or floating dividend/coupon   | Floating  |
| 8 | Coupon rate and any related index   | 1 year USD LIBOR + 1.85%  |
| 9 | Existence of a dividend stopper   | No  |
| 0 | Fully discretionary, partially discretionary or mandatory   | Fully discretionary   |
| 1 | Existence of step up or other incentive to redeem   | No  |
| 2 | Non-cumulative or cumulative  | Non-cumulative  |
| 3 | Convertible or non-convertible  | Non-convertible   |
| 4 | If convertible, conversion trigger (s)  | NA  |
| 5 | If convertible, fully or partially  | NA  |
| 6 | If convertible, conversion rate   | NA  |
| 7 | If convertible, mandatory or optional conversion  | NA  |
| 8 | If convertible, specify instrument type convertible into  | NA  |
| 9 | If convertible, specify issuer of instrument it converts into   | NA  |
| 0 | Write-down feature  | No  |
| 1 | If write-down, write-down trigger(s)  | NA  |
| 2 | If write-down, full or partial  | NA  |
| 3 | If write-down, permanent or temporary   | NA  |
| 4 | If temporary write-down, description of write-up mechanism  | NA  |
|   | Position in subordination hierarchy in liquidation (specify instrument type immediately senior to instrument) | Immediately subordinate to Redeemable cumulative prefere shares |
| 6 | Non-compliant transitioned features   | Yes   |
| 7 | If yes, specify non-compliant features  | Without Non-Viability Loss Absorption Clauses                   |
|   | Terms and conditions  | Terms and conditions - Capital instrument 2                     |

| L  | Issuer  | The Hongkong and Shanghai Banking Corporation Limited             |
|----|---|---|
| 2  | Unique identifier (eg CUSIP, ISIN or Bloomberg identifier for private placement)                              | NA  |
| ;  | Governing law(s) of the instrument  | Laws of Hong Kong   |
|    | Regulatory treatment  |   |
|    | Transitional Basel III rules <sup>1</sup>   | Additional Tier 1   |
| 5  | Post-transitional Basel III rules <sup>2</sup>  | NA  |
| 5  | Eligible at solo <sup>3</sup> /group/group & solo   | Group & solo  |
| 7  | Instrument type (types to be specified by each jurisdiction)  | Perpetual non-cumulative preference shares                        |
| 3  | Amount recognised in regulatory capital (Currency in million, as of most recent reporting date)               | Total Additional Tier 1 recognised:<br>HK\$30,665m                |
| )  | Par value of instrument   | No par value (Issued US\$375m)                                    |
| 0  | Accounting classification   | Liability - amortised cost  |
| 1  | Original date of issuance   | 9 May 2003  |
| 2  | Perpetual or dated  | Perpetual   |
| 3  | Original maturity date  | No maturity   |
| 4  | Issuer call subject to prior supervisory approval   | Yes   |
| 5  | Optional call date, contingent call dates and redemption amount   | Callable immediately at par value                                 |
| 6  | Subsequent call dates, if applicable  | NA  |
|    | Coupons / dividends   |   |
| 7  | Fixed or floating dividend/coupon   | Floating  |
| 8  | Coupon rate and any related index   | 1 year USD LIBOR + 1.35%  |
| 9  | Existence of a dividend stopper   | No  |
| 0  | Fully discretionary, partially discretionary or mandatory   | Fully discretionary   |
| 21 | Existence of step up or other incentive to redeem   | No  |
| 2  | Non-cumulative or cumulative  | Non-cumulative  |
| 3  | Convertible or non-convertible  | Non-convertible   |
| .4 | If convertible, conversion trigger (s)  | NA  |
| 5  | If convertible, fully or partially  | NA  |
| 26 | If convertible, conversion rate   | NA  |
| 27 | If convertible, mandatory or optional conversion  | NA  |
| 28 | If convertible, specify instrument type convertible into  | NA  |
| 29 | If convertible, specify issuer of instrument it converts into   | NA  |
| 80 | Write-down feature  | No  |
| 1  | If write-down, write-down trigger(s)  | NA  |
| 32 | If write-down, full or partial  | NA  |
| 33 | If write-down, permanent or temporary   | NA  |
| 34 | If temporary write-down, description of write-up mechanism  | NA  |
| 35 | Position in subordination hierarchy in liquidation (specify instrument type immediately senior to instrument) | Immediately subordinate to Redeemable cumulative preferent shares |
| 86 | Non-compliant transitioned features   | Yes   |
| 7  | If yes, specify non-compliant features  | Without Non-Viability Loss Absorption Clauses                     |
|    | Terms and conditions  | Terms and conditions - Capital instrument 3                       |

| 1 Is | ssuer   | The Hongkong and Shanghai Banking Corporation Limited           |
|------|---|---|
|      | Jnique identifier (eg CUSIP, ISIN or Bloomberg identifier for rivate placement)                             | NA  |
| 3 G  | Soverning law(s) of the instrument  | Laws of Hong Kong   |
| R    | Regulatory treatment  |   |
| 1    | Transitional Basel III rules <sup>1</sup>   | Additional Tier 1   |
| 5    | Post-transitional Basel III rules <sup>2</sup>  | NA  |
| 6    | Eligible at solo <sup>3</sup> /group/group & solo   | Group & solo  |
| 7    | Instrument type (types to be specified by each jurisdiction)  | Perpetual non-cumulative preference shares                      |
|      | amount recognised in regulatory capital (Currency in nillion, as of most recent reporting date)             | Total Additional Tier 1 recognised:<br>HK\$30,665m              |
| 9 P  | ar value of instrument  | No par value (Issued US\$500m)                                  |
| 0 A  | accounting classification   | Liability - amortised cost                                      |
| 1 O  | Driginal date of issuance   | 19 Dec 2003   |
| 2 P  | erpetual or dated   | Perpetual   |
| 3    | Original maturity date  | No maturity   |
| 4 Is | ssuer call subject to prior supervisory approval  | Yes   |
| 5    | Optional call date, contingent call dates and redemption amount   | Callable immediately at par value                               |
| 6    | Subsequent call dates, if applicable  | NA  |
| C    | Coupons / dividends   |   |
| 7    | Fixed or floating dividend/coupon   | Floating  |
| 8    | Coupon rate and any related index   | 1 year USD LIBOR + 1.25%  |
| 9    | Existence of a dividend stopper   | No  |
| 0    | Fully discretionary, partially discretionary or mandatory   | Fully discretionary   |
| 1    | Existence of step up or other incentive to redeem   | No  |
| 2    | Non-cumulative or cumulative  | Non-cumulative  |
| 3 C  | Convertible or non-convertible  | Non-convertible   |
| 4    | If convertible, conversion trigger (s)  | NA  |
| 5    | If convertible, fully or partially  | NA  |
| 6    | If convertible, conversion rate   | NA  |
| 7    | If convertible, mandatory or optional conversion  | NA  |
| 8    | If convertible, specify instrument type convertible into  | NA  |
| 9    | If convertible, specify issuer of instrument it converts into   | NA  |
| 0 W  | Vrite-down feature  | No  |
| 1    | If write-down, write-down trigger(s)  | NA  |
| 2    | If write-down, full or partial  | NA  |
| 3    | If write-down, permanent or temporary   | NA  |
| 4    | If temporary write-down, description of write-up mechanism  | NA  |
|      | osition in subordination hierarchy in liquidation (specify nstrument type immediately senior to instrument) | Immediately subordinate to Redeemable cumulative prefere shares |
| 6 N  | Ion-compliant transitioned features   | Yes   |
| 7 If | f yes, specify non-compliant features   | Without Non-Viability Loss Absorption Clauses                   |
| Т    | erms and conditions   | Terms and conditions - Capital instrument 4                     |

| Issuer  | The Hongkong and Shanghai Banking Corporation Limit                |
|---|--|
| Unique identifier (eg CUSIP, ISIN or Bloomberg identifier for private placement)                                | NA   |
| Governing law(s) of the instrument  | Laws of Hong Kong  |
| Regulatory treatment  |  |
| Transitional Basel III rules <sup>1</sup>   | Additional Tier 1  |
| Post-transitional Basel III rules <sup>2</sup>  | NA   |
| Eligible at solo <sup>3</sup> /group/group & solo   | Group & solo   |
| Instrument type (types to be specified by each jurisdiction)  | Perpetual non-cumulative preference shares                         |
| Amount recognised in regulatory capital (Currency in million, as of most recent reporting date)                 | Total Additional Tier 1 recognised:<br>HK\$30,665m                 |
| Par value of instrument   | No par value (Issued US\$1,000m)                                   |
| 0 Accounting classification   | Liability - amortised cost   |
| 1 Original date of issuance   | 19 Mar 2004  |
| 2 Perpetual or dated  | Perpetual  |
| 3 Original maturity date  | No maturity  |
| 4 Issuer call subject to prior supervisory approval   | Yes  |
| 5 Optional call date, contingent call dates and redemption amount   | Callable immediately at par value                                  |
| 6 Subsequent call dates, if applicable  | NA   |
| Coupons / dividends   |  |
| 7 Fixed or floating dividend/coupon   | Floating   |
| 8 Coupon rate and any related index   | 1 year USD LIBOR + 1.25%   |
| 9 Existence of a dividend stopper   | No   |
| 0 Fully discretionary, partially discretionary<br>or mandatory  | Fully discretionary  |
| 1 Existence of step up or other incentive to redeem   | No   |
| 2 Non-cumulative or cumulative  | Non-cumulative   |
| 3 Convertible or non-convertible  | Non-convertible  |
| 4 If convertible, conversion trigger (s)  | NA   |
| 5 If convertible, fully or partially  | NA   |
| 6 If convertible, conversion rate   | NA   |
| 7 If convertible, mandatory or optional conversion  | NA   |
| 8 If convertible, specify instrument type convertible into  | NA   |
| 9 If convertible, specify issuer of instrument it converts into   | NA   |
| 0 Write-down feature  | No   |
| 1 If write-down, write-down trigger(s)  | NA   |
| 2 If write-down, full or partial  | NA   |
| 3 If write-down, permanent or temporary   | NA   |
| 4 If temporary write-down, description of write-up mechanism  | NA   |
| 5 Position in subordination hierarchy in liquidation (specify instrument type immediately senior to instrument) | Immediately subordinate to Redeemable cumulative preference shares |
| 6 Non-compliant transitioned features   | Yes  |
| 7 If yes, specify non-compliant features  | Without Non-Viability Loss Absorption Clauses                      |
| Terms and conditions  | Terms and conditions - Capital instrument 5                        |

| <i>′</i> | Perpetual non-cumulative preference shares (US\$700) Issuer   | The Hongkong and Shanghai Banking Corporation Limite               |
|----------|---|--|
|          | Unique identifier (eg CUSIP, ISIN or Bloomberg identifier for private placement)                              | NA   |
| 3        | Governing law(s) of the instrument  | Laws of Hong Kong  |
|          | Regulatory treatment  |  |
| 4        | Transitional Basel III rules <sup>1</sup>   | Additional Tier 1  |
| 5        | Post-transitional Basel III rules <sup>2</sup>  | NA   |
| 6        | Eligible at solo $^{3}$ /group/group & solo   | Group & solo   |
| 7        | Instrument type (types to be specified by each jurisdiction)  | Perpetual non-cumulative preference shares                         |
| 8        | Amount recognised in regulatory capital (Currency in million, as of most recent reporting date)               | Total Additional Tier 1 recognised:<br>HK\$30,665m                 |
| 9        | Par value of instrument   | No par value (Issued US\$700m)                                     |
| 10       | Accounting classification   | Liability - amortised cost   |
| 11       | Original date of issuance   | 17 Aug 2004  |
| 12       | Perpetual or dated  | Perpetual  |
| 3        | Original maturity date  | No maturity  |
| 14       | Issuer call subject to prior supervisory approval   | Yes  |
| 15       | Optional call date, contingent call dates and redemption amount   | Callable immediately at par value                                  |
| 6        | Subsequent call dates, if applicable  | NA   |
|          | Coupons / dividends   |  |
| 7        | Fixed or floating dividend/coupon   | Floating   |
| 8        | Coupon rate and any related index   | 1 year USD LIBOR + 1.30%   |
| 9        | Existence of a dividend stopper   | No   |
| 20       | Fully discretionary, partially discretionary or mandatory   | Fully discretionary  |
| 21       | Existence of step up or other incentive to redeem   | No   |
| 22       | Non-cumulative or cumulative  | Non-cumulative   |
| 23       | Convertible or non-convertible  | Non-convertible  |
| 24       | If convertible, conversion trigger (s)  | NA   |
| 25       | If convertible, fully or partially  | NA   |
| 26       | If convertible, conversion rate   | NA   |
| 27       | If convertible, mandatory or optional conversion  | NA   |
| 28       | If convertible, specify instrument type convertible into  | NA   |
| 29       | If convertible, specify issuer of instrument it converts into   | NA   |
| 30       | Write-down feature  | No   |
| 31       | If write-down, write-down trigger(s)  | NA   |
| 32       | If write-down, full or partial  | NA   |
| 33       | If write-down, permanent or temporary   | NA   |
| 34       | If temporary write-down, description of write-up mechanism  | NA   |
| 35       | Position in subordination hierarchy in liquidation (specify instrument type immediately senior to instrument) | Immediately subordinate to Redeemable cumulative preference shares |
| 36       | Non-compliant transitioned features   | Yes  |
| 37       | If yes, specify non-compliant features  | Without Non-Viability Loss Absorption Clauses                      |
|          | Terms and conditions  | Terms and conditions - Capital instrument 6                        |

| Issuer  | The Hongkong and Shanghai Banking Corporation Limited           |
|---|---|
| Unique identifier (eg CUSIP, ISIN or Bloomberg identifier for private placement)                              | NA  |
| Governing law(s) of the instrument  | Laws of Hong Kong   |
| Regulatory treatment  |   |
| Transitional Basel III rules <sup>1</sup>   | Additional Tier 1   |
| Post-transitional Basel III rules <sup>2</sup>  | NA  |
| Eligible at solo <sup>3</sup> /group/group & solo   | Group & solo  |
| Instrument type (types to be specified by each jurisdiction)  | Perpetual non-cumulative preference shares                      |
| Amount recognised in regulatory capital (Currency in million, as of most recent reporting date)               | Total Additional Tier 1 recognised:<br>HK\$30,665m              |
| Par value of instrument   | No par value (Issued US\$250m)                                  |
| Accounting classification   | Liability - amortised cost                                      |
| Original date of issuance   | 19 Nov 2004   |
| Perpetual or dated  | Perpetual   |
| Original maturity date  | No maturity   |
| Issuer call subject to prior supervisory approval   | Yes   |
| 5 Optional call date, contingent call dates and redemption amount   | Callable immediately at par value                               |
| 5 Subsequent call dates, if applicable  | NA  |
| Coupons / dividends   |   |
| Fixed or floating dividend/coupon   | Floating  |
| 8 Coupon rate and any related index   | 1 year USD LIBOR + 1.15%  |
| Existence of a dividend stopper   | No  |
| <ul> <li>Fully discretionary, partially discretionary<br/>or mandatory</li> </ul>                             | Fully discretionary   |
| Existence of step up or other incentive to redeem   | No  |
| 2 Non-cumulative or cumulative  | Non-cumulative  |
| Convertible or non-convertible  | Non-convertible   |
| If convertible, conversion trigger (s)  | NA  |
| 5 If convertible, fully or partially  | NA  |
| If convertible, conversion rate   | NA  |
| If convertible, mandatory or optional conversion  | NA  |
| 3 If convertible, specify instrument type convertible into  | NA  |
| If convertible, specify issuer of instrument it converts into   | NA  |
| ) Write-down feature  | No  |
| If write-down, write-down trigger(s)  | NA  |
| 2 If write-down, full or partial  | NA  |
| If write-down, permanent or temporary   | NA  |
| If temporary write-down, description of write-up mechanism  | NA  |
| Position in subordination hierarchy in liquidation (specify instrument type immediately senior to instrument) | Immediately subordinate to Redeemable cumulative prefere shares |
| 6 Non-compliant transitioned features   | Yes   |
| <sup>7</sup> If yes, specify non-compliant features   | Without Non-Viability Loss Absorption Clauses                   |
| Terms and conditions  | Terms and conditions - Capital instrument 7                     |

| 1 Issuer  | The Hongkong and Shanghai Banking Corporation Limited           |
|---|---|
| 2 Unique identifier (eg CUSIP, ISIN or Bloomberg identifier f private placement)                                | or NA   |
| 3 Governing law(s) of the instrument  | Laws of Hong Kong   |
| Regulatory treatment  |   |
| 4 Transitional Basel III rules <sup>1</sup>   | Additional Tier 1   |
| 5 Post-transitional Basel III rules <sup>2</sup>  | NA  |
| 6 Eligible at solo <sup>3</sup> /group/group & solo   | Group & solo  |
| 7 Instrument type (types to be specified by each jurisdiction)  | Perpetual non-cumulative preference shares                      |
| 8 Amount recognised in regulatory capital (Currency in million, as of most recent reporting date)               | Total Additional Tier 1 recognised:<br>HK\$30,665m              |
| 9 Par value of instrument   | No par value (Issued US\$150m)                                  |
| 0 Accounting classification   | Liability - amortised cost                                      |
| 1 Original date of issuance   | 23 Dec 2004   |
| 2 Perpetual or dated  | Perpetual   |
| 3 Original maturity date  | No maturity   |
| 4 Issuer call subject to prior supervisory approval   | Yes   |
| 5 Optional call date, contingent call dates and redemption amount   | Callable immediately at par value                               |
| 6 Subsequent call dates, if applicable  | NA  |
| Coupons / dividends   |   |
| 7 Fixed or floating dividend/coupon   | Floating  |
| 8 Coupon rate and any related index   | 1 year USD LIBOR + 1.15%  |
| 9 Existence of a dividend stopper   | No  |
| 20 Fully discretionary, partially discretionary<br>or mandatory   | Fully discretionary   |
| Existence of step up or other incentive to redeem   | No  |
| 2 Non-cumulative or cumulative  | Non-cumulative  |
| 3 Convertible or non-convertible  | Non-convertible   |
| 4 If convertible, conversion trigger (s)  | NA  |
| 5 If convertible, fully or partially  | NA  |
| 16 If convertible, conversion rate  | NA  |
| 7 If convertible, mandatory or optional conversion  | NA  |
| 18 If convertible, specify instrument type convertible into   | NA  |
| 19 If convertible, specify issuer of instrument it converts into  | NA  |
| 0 Write-down feature  | No  |
| 1 If write-down, write-down trigger(s)  | NA  |
| 2 If write-down, full or partial  | NA  |
| 3 If write-down, permanent or temporary   | NA  |
| 4 If temporary write-down, description of write-up mechanism  | NA  |
| 5 Position in subordination hierarchy in liquidation (specify instrument type immediately senior to instrument) | Immediately subordinate to Redeemable cumulative prefere shares |
| 6 Non-compliant transitioned features   | Yes   |
| 7 If yes, specify non-compliant features  | Without Non-Viability Loss Absorption Clauses                   |
| Terms and conditions  | Terms and conditions - Capital instrument 8                     |

| 1 Is  | suer  | The Hongkong and Shanghai Banking Corporation Limit                                   |
|-------|---|---|
|       | nique identifier (eg CUSIP, ISIN or Bloomberg identifier for rivate placement)                              | ISIN GB0004355276   |
| 3 G   | overning law(s) of the instrument   | English Law   |
| R     | egulatory treatment   |   |
| 4     | Transitional Basel III rules <sup>1</sup>   | Tier 2  |
| 5     | Post-transitional Basel III rules <sup>2</sup>  | NA  |
| 6     | Eligible at solo <sup>3</sup> /group/group & solo   | Group & solo  |
| 7     | Instrument type (types to be specified by each jurisdiction)  | Perpetual debt instruments  |
|       | mount recognised in regulatory capital (Currency in<br>illion, as of most recent reporting date)            | Total Tier 2 recognised:<br>HK\$39,038m   |
| 9 Pa  | ar value of instrument  | US\$400m  |
| 0 A   | ccounting classification  | Liability - amortised cost  |
| 1 0   | riginal date of issuance  | 14 Aug 1985   |
| 2 P   | erpetual or dated   | Perpetual   |
| 3     | Original maturity date  | No maturity   |
| l4 Is | suer call subject to prior supervisory approval   | Yes   |
| 15    | Optional call date, contingent call dates and redemption amount   | Callable on any interest payment date falling in or after<br>August 1990 at par value |
| 6     | Subsequent call dates, if applicable  | NA  |
| С     | oupons / dividends  |   |
| 7     | Fixed or floating dividend/coupon   | Floating  |
| 8     | Coupon rate and any related index   | 6 months USD LIBOR + 0.25%<br>(subject to minimum rate of interest of 5%)             |
| 9     | Existence of a dividend stopper   | Yes   |
| 20    | Fully discretionary, partially discretionary or mandatory   | Mandatory   |
| 1     | Existence of step up or other incentive to redeem   | No  |
| 22    | Non-cumulative or cumulative  | Cumulative  |
| 23 C  | onvertible or non-convertible   | Non-convertible   |
| 4     | If convertible, conversion trigger (s)  | NA  |
| 25    | If convertible, fully or partially  | NA  |
| 26    | If convertible, conversion rate   | NA  |
| 27    | If convertible, mandatory or optional conversion  | NA  |
| 28    | If convertible, specify instrument type convertible into  | NA  |
| 29    | If convertible, specify issuer of instrument it converts into   | NA  |
| 60 W  | Vrite-down feature  | No  |
| 51    | If write-down, write-down trigger(s)  | NA  |
| 2     | If write-down, full or partial  | NA  |
| 3     | If write-down, permanent or temporary   | NA  |
|       | If temporary write-down, description of write-up mechanism  | NA  |
| in    | osition in subordination hierarchy in liquidation (specify istrument type immediately senior to instrument) | Immediately subordinate to Senior Creditors   |
| 86 N  | on-compliant transitioned features  | Yes   |
| 37 If | yes, specify non-compliant features   | Without Non-Viability Loss Absorption Clauses   |
| Т     | erms and conditions   | Terms and conditions - Capital instrument 9   |

| 10 | Primary capital undated floating rate notes (US\$400  | m)  |
|----|---|---|
| 1  | Issuer  | The Hongkong and Shanghai Banking Corporation Limited                                   |
| 2  | Unique identifier (eg CUSIP, ISIN or Bloomberg identifier for private placement)                              | ISIN GB0004355383   |
| 3  | Governing law(s) of the instrument  | English Law   |
|    | Regulatory treatment  |   |
| 4  | Transitional Basel III rules <sup>1</sup>   | Tier 2  |
| 5  | Post-transitional Basel III rules <sup>2</sup>  | NA  |
| 6  | Eligible at solo <sup>3</sup> /group/group & solo   | Group & solo  |
| 7  | Instrument type (types to be specified by each jurisdiction)  | Perpetual debt instruments  |
| 8  | Amount recognised in regulatory capital (Currency in million, as of most recent reporting date)               | Total Tier 2 recognised:<br>HK\$39,038m   |
| 9  | Par value of instrument   | US\$400m  |
| 10 | Accounting classification   | Liability - amortised cost  |
| 11 | Original date of issuance   | 5 Dec 1985  |
| 12 | Perpetual or dated  | Perpetual   |
| 13 | Original maturity date  | No maturity   |
| 14 | Issuer call subject to prior supervisory approval   | Yes   |
| 15 | Optional call date, contingent call dates and redemption amount   | Callable on any interest payment date falling in or after<br>December 1990 at par value |
| 16 | Subsequent call dates, if applicable  | NA  |
|    | Coupons / dividends   |   |
| 17 | Fixed or floating dividend/coupon   | Floating  |
| 18 | Coupon rate and any related index   | 3 months USD LIMEAN +0.25%<br>(subject to minimum rate of interest of 5%)               |
| 19 | Existence of a dividend stopper   | Yes   |
| 20 | Fully discretionary, partially discretionary or mandatory   | Mandatory   |
| 21 | Existence of step up or other incentive to redeem   | No  |
| 22 | Non-cumulative or cumulative  | Cumulative  |
| 23 | Convertible or non-convertible  | Non-convertible   |
| 24 | If convertible, conversion trigger (s)  | NA  |
| 25 | If convertible, fully or partially  | NA  |
|    | If convertible, conversion rate   | NA  |
| 27 | If convertible, mandatory or optional conversion  | NA  |
|    | If convertible, specify instrument type convertible into  | NA  |
| 29 | If convertible, specify issuer of instrument it converts into   | NA  |
| 30 | Write-down feature  | No  |
| 31 | If write-down, write-down trigger(s)  | NA  |
|    | If write-down, full or partial  | NA  |
|    | If write-down, permanent or temporary   | NA  |
| 34 | If temporary write-down, description of write-up mechanism  | NA  |
| 35 | Position in subordination hierarchy in liquidation (specify instrument type immediately senior to instrument) | Immediately subordinate to Senior Creditors   |
| 36 | Non-compliant transitioned features   | Yes   |
| 37 | If yes, specify non-compliant features  | Without Non-Viability Loss Absorption Clauses   |
|    | Terms and conditions  | Terms and conditions - Capital instrument 10  |

| 11 | Primary capital undated floating rate notes (US\$400m)  |   |
|----|---|---|
|    | Issuer  | The Hongkong and Shanghai Banking Corporation Limited                                       |
| 2  | Unique identifier (eg CUSIP, ISIN or Bloomberg identifier for private placement)                              | ISIN GB0004355490   |
| 3  | Governing law(s) of the instrument  | English Law   |
| -  | Regulatory treatment  | <u> </u>  |
| 4  | Transitional Basel III rules <sup>1</sup>   | Tier 2  |
| 5  | Post-transitional Basel III rules <sup>2</sup>  | NA  |
| 6  | Eligible at solo $^{3}$ /group/group & solo   | Group & solo  |
| 7  | Instrument type (types to be specified by each jurisdiction)  | Perpetual debt instruments  |
| 8  | Amount recognised in regulatory capital (Currency in million, as of most recent reporting date)               | Total Tier 2 recognised:<br>HK\$39,038m   |
| 9  | Par value of instrument   | US\$400m  |
| 10 | Accounting classification   | Liability - amortised cost  |
| 11 | Original date of issuance   | 9 Jul 1986  |
| 12 | Perpetual or dated  | Perpetual   |
| 13 | Original maturity date  | No maturity   |
| 14 | Issuer call subject to prior supervisory approval   | Yes   |
| 15 | Optional call date, contingent call dates and redemption amount   | Callable on any interest payment date falling after the fifth anniversary of the issue date |
| 16 | Subsequent call dates, if applicable  | NA  |
|    | Coupons / dividends   |   |
| 17 | Fixed or floating dividend/coupon   | Floating  |
| 18 | Coupon rate and any related index   | 3 months USD LIMEAN +0.1875%  |
| 19 | Existence of a dividend stopper   | Yes   |
| 20 | Fully discretionary, partially discretionary or mandatory   | Mandatory   |
| 21 | Existence of step up or other incentive to redeem   | No  |
| 22 | Non-cumulative or cumulative  | Cumulative  |
| 23 | Convertible or non-convertible  | Non-convertible   |
|    | If convertible, conversion trigger (s)  | NA  |
| 25 | If convertible, fully or partially  | NA  |
| 26 | If convertible, conversion rate   | NA  |
|    | If convertible, mandatory or optional conversion  | NA  |
|    | If convertible, specify instrument type convertible into  | NA  |
| 29 | If convertible, specify issuer of instrument it converts into   | NA  |
|    | Write-down feature  | No  |
| 31 | If write-down, write-down trigger(s)  | NA  |
|    | If write-down, full or partial  | NA  |
|    | If write-down, permanent or temporary   | NA  |
|    | If temporary write-down, description of write-up mechanism  | NA  |
| 35 | Position in subordination hierarchy in liquidation (specify instrument type immediately senior to instrument) | Immediately subordinate to Senior Creditors   |
|    | Non-compliant transitioned features   | Yes   |
| 37 | If yes, specify non-compliant features  | Without Non-Viability Loss Absorption Clauses   |
|    | Terms and conditions  | Terms and conditions - Capital instrument 11  |

| 12) | ) Subordinated loan due 2020 (US\$775m)   |   |
|-----|---|---|
| 1   | Issuer  | The Hongkong and Shanghai Banking Corporation Limited |
| 2   | Unique identifier (eg CUSIP, ISIN or Bloomberg identifier for private placement)                              | NA  |
| 3   | Governing law(s) of the instrument  | Laws of Hong Kong                                     |
|     | Regulatory treatment  |   |
| 4   | Transitional Basel III rules <sup>1</sup>   | Tier 2  |
| 5   | Post-transitional Basel III rules <sup>2</sup>  | NA  |
| 6   | Eligible at solo <sup>3</sup> /group/group & solo   | Group & solo  |
| 7   | Instrument type (types to be specified by each jurisdiction)  | Other Tier 2 instruments                              |
| 8   | Amount recognised in regulatory capital (Currency in million, as of most recent reporting date)               | Total Tier 2 recognised:<br>HK\$39,038m               |
| 9   | Par value of instrument   | US\$775m  |
| 10  | Accounting classification   | Liability - amortised cost                            |
| 11  | Original date of issuance   | 13 Dec 2010   |
| 12  | Perpetual or dated  | Dated   |
| 13  | Original maturity date  | 13 Dec 2020   |
| 14  | Issuer call subject to prior supervisory approval   | No  |
| 15  | Optional call date, contingent call dates and redemption amount   | NA  |
| 16  | Subsequent call dates, if applicable  | NA  |
|     | Coupons / dividends   |   |
| 17  | Fixed or floating dividend/coupon   | Floating  |
| 18  | Coupon rate and any related index   | 3 months USD LIBOR + 1.74%                            |
| 19  | Existence of a dividend stopper   | No  |
| 20  | Fully discretionary, partially discretionary or mandatory   | Mandatory   |
| 21  | Existence of step up or other incentive to redeem   | No  |
| 22  | Non-cumulative or cumulative  | Cumulative  |
| 23  | Convertible or non-convertible  | Non-convertible                                       |
| 24  | If convertible, conversion trigger (s)  | NA  |
| 25  | If convertible, fully or partially  | NA  |
| 26  | If convertible, conversion rate   | NA  |
| 27  | If convertible, mandatory or optional conversion  | NA  |
| 28  | If convertible, specify instrument type convertible into  | NA  |
| 29  | If convertible, specify issuer of instrument it converts into   | NA  |
| 30  | Write-down feature  | No  |
| 31  | If write-down, write-down trigger(s)  | NA  |
| 32  | If write-down, full or partial  | NA  |
| 33  | If write-down, permanent or temporary   | NA  |
| 34  | If temporary write-down, description of write-up mechanism  | NA  |
| 35  | Position in subordination hierarchy in liquidation (specify instrument type immediately senior to instrument) | Immediately subordinate to Senior Creditors           |
| 36  | Non-compliant transitioned features   | Yes   |
| 37  | If yes, specify non-compliant features  | Without Non-Viability Loss Absorption Clauses         |
|     | Terms and conditions  | Terms and conditions - Capital instrument 12          |

| 13) | Subordinated loan due 2021 (US\$450m)   |   |
|-----|---|---|
| 1   | Issuer  | The Hongkong and Shanghai Banking Corporation Limited |
| 2   | Unique identifier (eg CUSIP, ISIN or Bloomberg identifier for private placement)                              | NA  |
| 3   | Governing law(s) of the instrument  | Laws of Hong Kong                                     |
|     | Regulatory treatment  |   |
| 4   | Transitional Basel III rules <sup>1</sup>   | Tier 2  |
| 5   | Post-transitional Basel III rules <sup>2</sup>  | NA  |
| 6   | Eligible at solo <sup>3</sup> /group/group & solo   | Group & solo  |
| 7   | Instrument type (types to be specified by each jurisdiction)  | Other Tier 2 instruments                              |
| 8   | Amount recognised in regulatory capital (Currency in million, as of most recent reporting date)               | Total Tier 2 recognised:<br>HK\$39,038m               |
| 9   | Par value of instrument   | US\$450m  |
| 10  | Accounting classification   | Liability - amortised cost                            |
| 11  | Original date of issuance   | 6 Jul 2011  |
| 12  | Perpetual or dated  | Dated   |
| 13  | Original maturity date  | 6 Jul 2021  |
| 14  | Issuer call subject to prior supervisory approval   | No  |
| 15  | Optional call date, contingent call dates and redemption amount   | NA  |
| 16  | Subsequent call dates, if applicable  | NA  |
|     | Coupons / dividends   |   |
| 17  | Fixed or floating dividend/coupon   | Floating  |
| 18  | Coupon rate and any related index   | 3 months USD LIBOR + 2.00%                            |
| 19  | Existence of a dividend stopper   | No  |
| 20  | Fully discretionary, partially discretionary or mandatory   | Mandatory   |
| 21  | Existence of step up or other incentive to redeem   | No  |
| 22  | Non-cumulative or cumulative  | Cumulative  |
| 23  | Convertible or non-convertible  | Non-convertible                                       |
| 24  | If convertible, conversion trigger (s)  | NA  |
| 25  | If convertible, fully or partially  | NA  |
| 26  | If convertible, conversion rate   | NA  |
| 27  | If convertible, mandatory or optional conversion  | NA  |
| 28  | If convertible, specify instrument type convertible into  | NA  |
| 29  | If convertible, specify issuer of instrument it converts into   | NA  |
| 30  | Write-down feature  | No  |
| 31  | If write-down, write-down trigger(s)  | NA  |
| 32  | If write-down, full or partial  | NA  |
| 33  | If write-down, permanent or temporary   | NA  |
| 34  | If temporary write-down, description of write-up mechanism  | NA  |
| 35  | Position in subordination hierarchy in liquidation (specify instrument type immediately senior to instrument) | Immediately subordinate to Senior Creditors           |
| 36  | Non-compliant transitioned features   | Yes   |
| 37  | If yes, specify non-compliant features  | Without Non-Viability Loss Absorption Clauses         |
|     | Terms and conditions  | Terms and conditions - Capital instrument 13          |

|    | ) Subordinated loan due 2022 (US\$300m)   | The Handhang and Changhai Daubing Comparation Limited   |
|----|---|---|
|    | Issuer  | The Hongkong and Shanghai Banking Corporation Limited   |
| 2  | Unique identifier (eg CUSIP, ISIN or Bloomberg identifier for private placement)                | NA  |
| 3  | Governing law(s) of the instrument  | Laws of Hong Kong   |
|    | Regulatory treatment  |   |
| 4  | Transitional Basel III rules <sup>1</sup>   | NA  |
| 5  | Post-transitional Basel III rules <sup>2</sup>  | Tier 2  |
| 6  | Eligible at solo <sup>3</sup> /group/group & solo   | Group & solo  |
| 7  | Instrument type (types to be specified by each jurisdiction)                                    | Other Tier 2 instruments  |
| 8  | Amount recognised in regulatory capital (Currency in million, as of most recent reporting date) | HK\$2,327m  |
| 9  | Par value of instrument   | US\$300m  |
| 10 | Accounting classification   | Liability - amortised cost  |
| 11 | Original date of issuance   | 6 Jul 2012  |
| 12 | Perpetual or dated  | Dated   |
| 13 | Original maturity date  | 6 Jul 2022  |
| 14 | Issuer call subject to prior supervisory approval   | No  |
| 15 | Optional call date, contingent call dates and redemption amount                                 | NA  |
| 16 | Subsequent call dates, if applicable  | NA  |
|    | Coupons / dividends   |   |
| 17 | Fixed or floating dividend/coupon   | Floating  |
| 18 | Coupon rate and any related index   | 3 months USD LIBOR + 3.81%  |
| 19 | Existence of a dividend stopper   | No  |
| 20 | Fully discretionary, partially discretionary or mandatory                                       | Mandatory   |
| 21 | Existence of step up or other incentive to redeem   | No  |
| 22 | Non-cumulative or cumulative  | Cumulative  |
| 23 | Convertible or non-convertible  | Non-convertible   |
| 24 | If convertible, conversion trigger (s)  | NA  |
| 25 | If convertible, fully or partially  | NA  |
| 26 | If convertible, conversion rate   | NA  |
| 27 | If convertible, mandatory or optional conversion  | NA  |
| 28 | If convertible, specify instrument type convertible into  | NA  |
| 29 | If convertible, specify issuer of instrument it converts into                                   | NA  |
| 30 | Write-down feature  | Yes   |
| 31 | If write-down, write-down trigger(s)  | As set out in the terms of the contract of the instrument, upor<br>the occurrence of a Non-Viability Event the Bank shall |

As set out in the terms of the contract of the instrument, upon the occurrence of a Non-Viability Event, the Bank shall irrevocably (without the need for the consent of lender) reduce, upon the provision of a Non-Viability Event Notice, the then prevailing principal amount and any accrued but unpaid interest of this Loan to nil.

"Non-Viability Event" means the earlier to occur of: (a) a decision that a Write-off in relation to the Loan, without which the Bank would become non-viable, is necessary, as determined and notified to the Bank by the Relevant Authority or, as the case may be, publicly announced by the Relevant Authority; and

(b) the decision to make a public sector injection of capital, or equivalent support, without which the Bank would have become non-viable, as determined and notified to the Bank by the Relevant Authority or, as the case may be, publicly announced by the Relevant Authority;

"Non-Viability Event Notice" means the notice referred to in this document, which shall be given by the Bank not more than

|  | two (2) business days after the occurrence of a Non-Viability<br>Event to the lender which shall state with reasonable detail the<br>nature of the relevant Non-Viability Event and the Write-off;<br>and<br>"Relevant Authority" means the Hong Kong Monetary<br>Authority or other governmental authority in the Hong Kong<br>Special Administrative Region having the responsibility of<br>making such decisions relating to the declaration of Authorised<br>Institutions as being non-viable with the effect of triggering<br>loss absorption within subordinated capital instruments. |
|--|---|
| 32 If write-down, full or partial  | Full  |
| 33 If write-down, permanent or temporary   | Permanent   |
| 34 If temporary write-down, description of write-up mechanism  | NA  |
| 35 Position in subordination hierarchy in liquidation (specify instrument type immediately senior to instrument) | Immediately subordinate to Senior Creditors   |
| 36 Non-compliant transitioned features   | No  |
| 37 If yes, specify non-compliant features  | NA  |
| Terms and conditions   | Terms and conditions - Capital instrument 14  |

| 15 | ) Subordinated loan due 2023 (US\$500m)   |  |
|----|---|--|
| 1  | Issuer  | The Hongkong and Shanghai Banking Corporation Limited  |
| 2  | Unique identifier (eg CUSIP, ISIN or Bloomberg identifier for private placement)                | NA   |
| 3  | Governing law(s) of the instrument  | Laws of Hong Kong  |
|    | Regulatory treatment  |  |
| 4  | Transitional Basel III rules <sup>1</sup>   | NA   |
| 5  | Post-transitional Basel III rules <sup>2</sup>  | Tier 2   |
| 6  | Eligible at solo <sup>3</sup> /group/group & solo   | Group & solo   |
| 7  | Instrument type (types to be specified by each jurisdiction)                                    | Other Tier 2 instruments   |
| 8  | Amount recognised in regulatory capital (Currency in million, as of most recent reporting date) | HK\$3,879m   |
| 9  | Par value of instrument   | US\$500m   |
| 10 | Accounting classification   | Liability - amortised cost   |
| 11 | Original date of issuance   | 20 Dec 2013  |
| 12 | Perpetual or dated  | Dated  |
| 13 | Original maturity date  | 20 Dec 2023  |
| 14 | Issuer call subject to prior supervisory approval   | No   |
| 15 | Optional call date, contingent call dates and redemption amount                                 | NA   |
| 16 | Subsequent call dates, if applicable  | NA   |
|    | Coupons / dividends   |  |
| 17 | Fixed or floating dividend/coupon   | Floating   |
| 18 | Coupon rate and any related index   | 3 months USD LIBOR + 2.08%   |
| 19 | Existence of a dividend stopper   | No   |
| 20 | Fully discretionary, partially discretionary or mandatory                                       | Mandatory  |
| 21 | Existence of step up or other incentive to redeem   | No   |
| 22 | Non-cumulative or cumulative  | Cumulative   |
| 23 | Convertible or non-convertible  | Non-convertible  |
| 24 | If convertible, conversion trigger (s)  | NA   |
| 25 | If convertible, fully or partially  | NA   |
| 26 | If convertible, conversion rate   | NA   |
| 27 | If convertible, mandatory or optional conversion  | NA   |
| 28 | If convertible, specify instrument type convertible into  | NA   |
| 29 | If convertible, specify issuer of instrument it converts into                                   | NA   |
| 30 | Write-down feature  | Yes  |
| 31 | If write-down, write-down trigger(s)  | As set out in the terms of the contract of the instrument, upon<br>the occurrence of a Non-Viability Event, the Bank shall<br>irrevocably (without the need for the consent of lender) |

As set out in the terms of the contract of the instrument, upon the occurrence of a Non-Viability Event, the Bank shall irrevocably (without the need for the consent of lender) reduce, upon the provision of a Non-Viability Event Notice, the then prevailing principal amount and any accrued but unpaid interest of this Loan to nil.

"Non-Viability Event" means the earlier to occur of: (a) a decision that a Write-off in relation to the Loan, without which the Bank would become non-viable, is necessary, as determined and notified to the Bank by the Relevant Authority or, as the case may be, publicly announced by the Relevant Authority; and

(b) the decision to make a public sector injection of capital, or equivalent support, without which the Bank would have become non-viable, as determined and notified to the Bank by the Relevant Authority or, as the case may be, publicly announced by the Relevant Authority;

"Non-Viability Event Notice" means the notice referred to in this document, which shall be given by the Bank not more than

Terms and conditions - Capital instrument 15

|  | two (2) business days after the occurrence of a Non-Viability<br>Event to the lender which shall state with reasonable detail the<br>nature of the relevant Non-Viability Event and the Write-off;<br>and<br>"Relevant Authority" means the Hong Kong Monetary<br>Authority or other governmental authority in the Hong Kong<br>Special Administrative Region having the responsibility of<br>making such decisions relating to the declaration of<br>Authorised Institutions as being non-viable with the effect of<br>triggering loss absorption within subordinated capital<br>instruments. |
|--|--|
| 32 If write-down, full or partial  | Full   |
| 33 If write-down, permanent or temporary   | Permanent  |
| 34 If temporary write-down, description of write-up mechanism  | NA   |
| 35 Position in subordination hierarchy in liquidation (specify instrument type immediately senior to instrument) | Immediately subordinate to Senior Creditors  |
| 36 Non-compliant transitioned features   | No   |
| 37 If yes, specify non-compliant features  | NA   |

Terms and conditions

|    | ) Subordinated loan due 2024 (US\$600m)   |  |
|----|---|--|
|    | Issuer  | The Hongkong and Shanghai Banking Corporation Limited  |
| 2  | Unique identifier (eg CUSIP, ISIN or Bloomberg identifier for private placement)                | NA   |
| 3  | Governing law(s) of the instrument  | Laws of Hong Kong  |
|    | Regulatory treatment  |  |
| 4  | Transitional Basel III rules <sup>1</sup>   | NA   |
| 5  | Post-transitional Basel III rules <sup>2</sup>  | Tier 2   |
| 6  | Eligible at solo <sup>3</sup> /group/group & solo   | Group & solo   |
| 7  | Instrument type (types to be specified by each jurisdiction)                                    | Other Tier 2 instruments   |
| 8  | Amount recognised in regulatory capital (Currency in million, as of most recent reporting date) | HK\$4,654m   |
| 9  | Par value of instrument   | US\$600m   |
| 10 | Accounting classification   | Liability - amortised cost   |
| 11 | Original date of issuance   | 21 Mar 2014  |
| 12 | Perpetual or dated  | Dated  |
| 13 | Original maturity date  | 21 Mar 2024  |
| 14 | Issuer call subject to prior supervisory approval   | Yes  |
| 15 | Optional call date, contingent call dates and redemption amount                                 | Callable on any interest payment date falling in or after March 2019 at par value  |
| 16 | Subsequent call dates, if applicable<br>Coupons / dividends                                     | NA   |
| 17 | Fixed or floating dividend/coupon   | Floating   |
|    | Coupon rate and any related index   | 3 months USD LIBOR $+ 2.10\%$  |
|    | Existence of a dividend stopper   | No   |
|    | Fully discretionary, partially discretionary<br>or mandatory                                    | Mandatory  |
| 21 | Existence of step up or other incentive to redeem   | No   |
| 22 | Non-cumulative or cumulative  | Cumulative   |
| 23 | Convertible or non-convertible  | Non-convertible  |
| 24 | If convertible, conversion trigger (s)  | NA   |
| 25 | If convertible, fully or partially  | NA   |
| 26 | If convertible, conversion rate   | NA   |
| 27 | If convertible, mandatory or optional conversion  | NA   |
| 28 | If convertible, specify instrument type convertible into  | NA   |
| 29 | If convertible, specify issuer of instrument it converts into                                   | NA   |
| 30 | Write-down feature  | Yes  |
| 31 | If write-down, write-down trigger(s)  | As set out in the terms of the contract of the instrument, upon<br>the occurrence of a Non-Viability Event, the Bank shall<br>irrevocably (without the need for the consent of lender) reduce<br>upon the provision of a Non-Viability Event Notice, the then<br>providing principal amount and any accorded but upped |

prevailing principal amount and any accrued but unpaid

(a) a decision that a Write-off in relation to the Loan, without which the Bank would become non-viable, is necessary, as determined and notified to the Bank by the Relevant Authority or, as the case may be, publicly announced by the Relevant

(b) the decision to make a public sector injection of capital, or equivalent support, without which the Bank would have become non-viable, as determined and notified to the Bank by the Relevant Authority or, as the case may be, publicly

"Non-Viability Event Notice" means the notice referred to in this document, which shall be given by the Bank not more than

"Non-Viability Event" means the earlier to occur of:

interest of this Loan to nil.

announced by the Relevant Authority;

Authority; and

|  | two (2) business days after the occurrence of a Non-Viability<br>Event to the lender which shall state with reasonable detail the<br>nature of the relevant Non-Viability Event and the Write-off;<br>and<br>"Relevant Authority" means the Hong Kong Monetary<br>Authority or other governmental authority in the Hong Kong<br>Special Administrative Region having the responsibility of<br>making such decisions relating to the declaration of Authorised<br>Institutions as being non-viable with the effect of triggering<br>loss absorption within subordinated capital instruments. |
|--|---|
| 32 If write-down, full or partial  | Full  |
| 33 If write-down, permanent or temporary   | Permanent   |
| 34 If temporary write-down, description of write-up mechanism  | NA  |
| 35 Position in subordination hierarchy in liquidation (specify instrument type immediately senior to instrument) | Immediately subordinate to Senior Creditors   |
| 36 Non-compliant transitioned features   | No  |
| 37 If yes, specify non-compliant features  | NA  |
| Terms and conditions   | Terms and conditions - Capital instrument 16  |

| 1  | Issuer  | The Hongkong and Shanghai Banking Corporation Limited                |
|----|---|--|
|    | Unique identifier (eg CUSIP, ISIN or Bloomberg identifier for private placement)                              | NA   |
| 3  | Governing law(s) of the instrument  | Laws of Hong Kong  |
|    | Regulatory treatment  |  |
| 4  | Transitional Basel III rules <sup>1</sup>   | Tier 2   |
| 5  | Post-transitional Basel III rules <sup>2</sup>  | NA   |
| 6  | Eligible at solo <sup>3</sup> /group/group & solo   | Group & solo   |
| 7  | Instrument type (types to be specified by each jurisdiction)  | Perpetual cumulative preference shares                               |
|    | Amount recognised in regulatory capital (Currency in million, as of most recent reporting date)               | Total Tier 2 recognised:<br>HK\$39,038m                              |
| 9  | Par value of instrument   | No par value (Issued US\$200m)                                       |
| 0  | Accounting classification   | Liability - amortised cost   |
| 1  | Original date of issuance   | 29 Mar 2005  |
| 2  | Perpetual or dated  | Perpetual  |
| 3  | Original maturity date  | No maturity  |
| 4  | Issuer call subject to prior supervisory approval   | Yes  |
|    | Optional call date, contingent call dates and redemption amount   | Callable immediately at par value                                    |
| 6  | Subsequent call dates, if applicable  | NA   |
|    | Coupons / dividends   |  |
| 7  | Fixed or floating dividend/coupon   | Floating   |
| 8  | Coupon rate and any related index   | 1 year USD LIBOR + 1.00%   |
| 9  | Existence of a dividend stopper   | Yes  |
|    | Fully discretionary, partially discretionary or mandatory   | Mandatory  |
| 21 | Existence of step up or other incentive to redeem   | No   |
| 22 | Non-cumulative or cumulative  | Cumulative   |
| 23 | Convertible or non-convertible  | Non-convertible  |
| 24 | If convertible, conversion trigger (s)  | NA   |
| 5  | If convertible, fully or partially  | NA   |
| 26 | If convertible, conversion rate   | NA   |
| 27 | If convertible, mandatory or optional conversion  | NA   |
| 28 | If convertible, specify instrument type convertible into  | NA   |
|    | If convertible, specify issuer of instrument it converts into   | NA   |
| 30 | Write-down feature  | No   |
| 31 | If write-down, write-down trigger(s)  | NA   |
| 32 | If write-down, full or partial  | NA   |
| 33 | If write-down, permanent or temporary   | NA   |
|    | If temporary write-down, description of write-up mechanism  | NA   |
|    | Position in subordination hierarchy in liquidation (specify instrument type immediately senior to instrument) | Immediately subordinate to Redeemable cumulative preferen-<br>shares |
| 36 | Non-compliant transitioned features   | Yes  |
| 37 | If yes, specify non-compliant features  | Without Non-Viability Loss Absorption Clauses                        |
|    | Terms and conditions  | Terms and conditions - Capital instrument 17                         |

| 1  | Issuer  | The Hongkong and Shanghai Banking Corporation Limited           |
|----|---|---|
|    | Unique identifier (eg CUSIP, ISIN or Bloomberg identifier for private placement)                              | NA  |
| 3  | Governing law(s) of the instrument  | Laws of Hong Kong   |
|    | Regulatory treatment  |   |
| 4  | Transitional Basel III rules <sup>1</sup>   | Tier 2  |
| 5  | Post-transitional Basel III rules <sup>2</sup>  | NA  |
| 6  | Eligible at solo <sup>3</sup> /group/group & solo   | Group & solo  |
| 7  | Instrument type (types to be specified by each jurisdiction)  | Perpetual cumulative preference shares                          |
| 8  | Amount recognised in regulatory capital (Currency in million, as of most recent reporting date)               | Total Tier 2 recognised:<br>HK\$39,038m                         |
| 9  | Par value of instrument   | No par value (Issued US\$250m)                                  |
| 0  | Accounting classification   | Liability - amortised cost                                      |
| 1  | Original date of issuance   | 19 May 2005   |
| 2  | Perpetual or dated  | Perpetual   |
| 3  | Original maturity date  | No maturity   |
| 4  | Issuer call subject to prior supervisory approval   | Yes   |
| 5  | Optional call date, contingent call dates and redemption amount   | Callable immediately at par value                               |
| 6  | Subsequent call dates, if applicable  | NA  |
|    | Coupons / dividends   |   |
| 7  | Fixed or floating dividend/coupon   | Floating  |
| 8  | Coupon rate and any related index   | 1 year USD LIBOR + 1.15%  |
| 9  | Existence of a dividend stopper   | Yes   |
| 20 | Fully discretionary, partially discretionary or mandatory   | Mandatory   |
| 21 | Existence of step up or other incentive to redeem   | No  |
| 2  | Non-cumulative or cumulative  | Cumulative  |
| 3  | Convertible or non-convertible  | Non-convertible   |
| 4  | If convertible, conversion trigger (s)  | NA  |
| 5  | If convertible, fully or partially  | NA  |
| 26 | If convertible, conversion rate   | NA  |
| 7  | If convertible, mandatory or optional conversion  | NA  |
| 8  | If convertible, specify instrument type convertible into  | NA  |
| 29 | If convertible, specify issuer of instrument it converts into   | NA  |
| 0  | Write-down feature  | No  |
| 81 | If write-down, write-down trigger(s)  | NA  |
| 2  | If write-down, full or partial  | NA  |
| 3  | If write-down, permanent or temporary   | NA  |
| 34 | If temporary write-down, description of write-up mechanism  | NA  |
| 5  | Position in subordination hierarchy in liquidation (specify instrument type immediately senior to instrument) | Immediately subordinate to Redeemable cumulative prefere shares |
| 36 | Non-compliant transitioned features   | Yes   |
| 37 | If yes, specify non-compliant features  | Without Non-Viability Loss Absorption Clauses                   |
|    | Terms and conditions  | Terms and conditions - Capital instrument 18                    |

| 9) Perpetual cumulative preference shares (US\$378.5m   |   |
|---|---|
| 1 Issuer  | The Hongkong and Shanghai Banking Corporation Limited           |
| 2 Unique identifier (eg CUSIP, ISIN or Bloomberg identifier for private placement)                              | NA  |
| 3 Governing law(s) of the instrument  | Laws of Hong Kong   |
| Regulatory treatment  |   |
| 4 Transitional Basel III rules <sup>1</sup>   | Tier 2  |
| 5 Post-transitional Basel III rules <sup>2</sup>  | NA  |
| 6 Eligible at solo <sup>3</sup> /group/group & solo   | Group & solo  |
| 7 Instrument type (types to be specified by each jurisdiction)  | Perpetual cumulative preference shares                          |
| 8 Amount recognised in regulatory capital (Currency in million, as of most recent reporting date)               | Total Tier 2 recognised:<br>HK\$39,038m                         |
| 9 Par value of instrument   | No par value (Issued US\$378.5m)                                |
| 0 Accounting classification   | Liability - amortised cost                                      |
| 1 Original date of issuance   | 20 Jun 2005   |
| 2 Perpetual or dated  | Perpetual   |
| 3 Original maturity date  | No maturity   |
| 4 Issuer call subject to prior supervisory approval   | Yes   |
| 5 Optional call date, contingent call dates and redemption amount   | Callable immediately at par value                               |
| 6 Subsequent call dates, if applicable  | NA  |
| Coupons / dividends   |   |
| 7 Fixed or floating dividend/coupon   | Floating  |
| 8 Coupon rate and any related index   | 1 year USD LIBOR + 1.25%  |
| 9 Existence of a dividend stopper   | Yes   |
| 0 Fully discretionary, partially discretionary<br>or mandatory  | Mandatory   |
| 1 Existence of step up or other incentive to redeem   | No  |
| 2 Non-cumulative or cumulative  | Cumulative  |
| 3 Convertible or non-convertible  | Non-convertible   |
| 4 If convertible, conversion trigger (s)  | NA  |
| 5 If convertible, fully or partially  | NA  |
| 6 If convertible, conversion rate   | NA  |
| 7 If convertible, mandatory or optional conversion  | NA  |
| 8 If convertible, specify instrument type convertible into  | NA  |
| 9 If convertible, specify issuer of instrument it converts into   | NA  |
| 0 Write-down feature  | No  |
| 1 If write-down, write-down trigger(s)  | NA  |
| 2 If write-down, full or partial  | NA  |
| 3 If write-down, permanent or temporary   | NA  |
| 4 If temporary write-down, description of write-up mechanism  | NA  |
| 5 Position in subordination hierarchy in liquidation (specify instrument type immediately senior to instrument) | Immediately subordinate to Redeemable cumulative prefere shares |
| 6 Non-compliant transitioned features   | Yes   |
| 7 If yes, specify non-compliant features  | Without Non-Viability Loss Absorption Clauses                   |
| Terms and conditions  | Terms and conditions - Capital instrument 19                    |

| 1 Issuer   | -   | The Hongkong and Shanghai Banking Corporation Limited           |
|--|---|---|
|  | USIP, ISIN or Bloomberg identifier for                          | NA  |
| 3 Governing law(s) of the                              | instrument  | Laws of Hong Kong   |
| Regulatory treatment                                   |   |   |
| 4 Transitional Basel III                               | rules <sup>1</sup>  | Tier 2  |
| 5 Post-transitional Base                               |   | NA  |
| 6 Eligible at solo <sup>3</sup> /group                 |   | Group & solo  |
| 7 Instrument type (types to<br>each jurisdiction)      | •   | Perpetual cumulative preference shares                          |
| 8 Amount recognised in re<br>million, as of most recen | gulatory capital (Currency in treporting date)                  | Total Tier 2 recognised:<br>HK\$39,038m                         |
| 9 Par value of instrument                              |   | No par value (Issued US\$56.5m)                                 |
| 0 Accounting classification                            | n   | Liability - amortised cost                                      |
| 1 Original date of issuance                            |   | 5 Jul 2005  |
| 2 Perpetual or dated                                   |   | Perpetual   |
| 3 Original maturity date                               |   | No maturity   |
| 4 Issuer call subject to price                         | or supervisory approval   | Yes   |
| 5 Optional call date, contin<br>redemption amount      | ngent call dates and  | Callable immediately at par value                               |
| 6 Subsequent call dates, if                            | applicable  | NA  |
| Coupons / dividends                                    |   |   |
| 7 Fixed or floating divider                            | ud/coupon   | Floating  |
| 8 Coupon rate and any rela                             | ated index  | 1 year USD LIBOR + 1.25%  |
| 9 Existence of a dividend                              | stopper   | Yes   |
| 0 Fully discretionary, parti<br>or mandatory           | ally discretionary  | Mandatory   |
| 1 Existence of step up or o                            | ther incentive to redeem  | No  |
| 2 Non-cumulative or cumu                               | lative  | Cumulative  |
| 3 Convertible or non-conv                              | ertible   | Non-convertible   |
| 4 If convertible, conversio                            | n trigger (s)   | NA  |
| 5 If convertible, fully or pa                          | artially  | NA  |
| 6 If convertible, conversio                            | n rate  | NA  |
| 7 If convertible, mandator                             | y or optional conversion  | NA  |
| 8 If convertible, specify in                           | strument type convertible into                                  | NA  |
| 9 If convertible, specify is converts into             | suer of instrument it   | NA  |
| 0 Write-down feature                                   |   | No  |
| 1 If write-down, write-dow                             | vn trigger(s)   | NA  |
| 2 If write-down, full or par                           | rtial   | NA  |
| 3 If write-down, permaner                              | at or temporary   | NA  |
| 4 If temporary write-down write-up mechanism           | , description of  | NA  |
|  | n hierarchy in liquidation (specify ately senior to instrument) | Immediately subordinate to Redeemable cumulative prefere shares |
| 6 Non-compliant transition                             | ned features  | Yes   |
| 7 If yes, specify non-comp                             | liant features  | Without Non-Viability Loss Absorption Clauses                   |
| Terms and conditions                                   |   | Terms and conditions - Capital instrument 20                    |

| 1 Issuer  | The Hongkong and Shanghai Banking Corporation Limited |
|---|---|
| 2 Unique identifier (eg CUSIP, ISIN or Bloom private placement)                                   |   |
| 3 Governing law(s) of the instrument  | Laws of Hong Kong                                     |
| Regulatory treatment  |   |
| 4 Transitional Basel III rules <sup>1</sup>   | Tier 2  |
| 5 Post-transitional Basel III rules <sup>2</sup>  | NA  |
| Eligible at solo <sup>3</sup> /group/group & solo   | Group & solo  |
| 7 Instrument type (types to be specified by each jurisdiction)                                    | Perpetual cumulative preference shares                |
| 8 Amount recognised in regulatory capital (Cumillion, as of most recent reporting date)           | rrency in Total Tier 2 recognised:<br>HK\$39,038m     |
| 9 Par value of instrument   | No par value (Issued US\$200m)                        |
| 0 Accounting classification   | Liability - amortised cost                            |
| 1 Original date of issuance   | 17 Oct 2005   |
| 2 Perpetual or dated  | Perpetual   |
| 3 Original maturity date  | No maturity   |
| 4 Issuer call subject to prior supervisory appro-   | val Yes   |
| 5 Optional call date, contingent call dates and redemption amount                                 | Callable immediately at par value                     |
| 6 Subsequent call dates, if applicable  | NA  |
| Coupons / dividends   |   |
| 7 Fixed or floating dividend/coupon   | Floating  |
| 8 Coupon rate and any related index   | 1 year USD LIBOR + 1.20%                              |
| 9 Existence of a dividend stopper   | Yes   |
| 0 Fully discretionary, partially discretionary<br>or mandatory                                    | Mandatory   |
| 1 Existence of step up or other incentive to red  | eem No  |
| 2 Non-cumulative or cumulative  | Cumulative  |
| 3 Convertible or non-convertible  | Non-convertible                                       |
| 4 If convertible, conversion trigger (s)  | NA  |
| 5 If convertible, fully or partially  | NA  |
| 26 If convertible, conversion rate  | NA  |
| 7 If convertible, mandatory or optional convers   | sion NA   |
| 8 If convertible, specify instrument type conver  | rtible into NA  |
| 9 If convertible, specify issuer of instrument it converts into                                   | NA  |
| 0 Write-down feature  | No  |
| 1 If write-down, write-down trigger(s)  | NA  |
| 2 If write-down, full or partial  | NA  |
| 3 If write-down, permanent or temporary   | NA  |
| 4 If temporary write-down, description of write-up mechanism                                      | NA  |
| 5 Position in subordination hierarchy in liquida<br>instrument type immediately senior to instrum |   |
| 6 Non-compliant transitioned features   | Yes   |
| 7 If yes, specify non-compliant features  | Without Non-Viability Loss Absorption Clauses         |
| Terms and conditions  | Terms and conditions - Capital instrument 21          |

|    | Redeemable cumulative preference shares due 2024  |   |
|----|---|---|
| 1  | Issuer  | The Hongkong and Shanghai Banking Corporation Limited |
| 2  | Unique identifier (eg CUSIP, ISIN or Bloomberg identifier for private placement)                              | NA  |
| 3  | Governing law(s) of the instrument  | Laws of Hong Kong                                     |
|    | Regulatory treatment  |   |
| 4  | Transitional Basel III rules <sup>1</sup>   | Tier 2  |
| 5  | Post-transitional Basel III rules <sup>2</sup>  | NA  |
| 6  | Eligible at solo <sup>3</sup> /group/group & solo   | Group & solo  |
| 7  | Instrument type (types to be specified by each jurisdiction)  | Redeemable cumulative preference shares               |
| 8  | Amount recognised in regulatory capital (Currency in million, as of most recent reporting date)               | Total Tier 2 recognised:<br>HK\$39,038m               |
| 9  | Par value of instrument   | No par value (Issued US\$1,050m)                      |
| 10 | Accounting classification   | Liability - amortised cost                            |
| 11 | Original date of issuance   | 2 Jan 2009  |
| 12 | Perpetual or dated  | Dated   |
| 13 | Original maturity date  | 2 Jan 2024  |
| 14 | Issuer call subject to prior supervisory approval   | Yes   |
| 15 | Optional call date, contingent call dates and redemption amount   | Callable on or any date after 2 Jan 2019 at par value |
| 16 | Subsequent call dates, if applicable  | NA  |
|    | Coupons / dividends   |   |
| 17 | Fixed or floating dividend/coupon   | Floating  |
| 18 | Coupon rate and any related index   | 1 year USD LIBOR + 3.23%                              |
| 19 | Existence of a dividend stopper   | Yes   |
| 20 | Fully discretionary, partially discretionary or mandatory   | Mandatory   |
| 21 | Existence of step up or other incentive to redeem   | No  |
| 22 | Non-cumulative or cumulative  | Cumulative  |
| 23 | Convertible or non-convertible  | Non-convertible                                       |
| 24 | If convertible, conversion trigger (s)  | NA  |
| 25 | If convertible, fully or partially  | NA  |
| 26 | If convertible, conversion rate   | NA  |
| 27 | If convertible, mandatory or optional conversion  | NA  |
| 28 | If convertible, specify instrument type convertible into  | NA  |
| 29 | If convertible, specify issuer of instrument it converts into   | NA  |
| 30 | Write-down feature  | No  |
| 31 | If write-down, write-down trigger(s)  | NA  |
| 32 | If write-down, full or partial  | NA  |
| 33 | If write-down, permanent or temporary   | NA  |
| 34 | If temporary write-down, description of write-up mechanism  | NA  |
| 35 | Position in subordination hierarchy in liquidation (specify instrument type immediately senior to instrument) | Immediately subordinate to senior creditors           |
| 36 | Non-compliant transitioned features   | Yes   |
| 37 | If yes, specify non-compliant features  | Without Non-Viability Loss Absorption Clauses         |
|    | Terms and conditions  | Terms and conditions - Capital instrument 22          |

|    | Subordinated Floating Rate Medium Term Notes du<br>Issuer   | HSBC Bank Australia Limited   |
|----|---|---|
|    | Issuer<br>Unique identifier (eg CUSIP, ISIN or Bloomberg identifier for                                       | AU3FN0012118  |
| 2  | private placement)  | AU3FN0012118  |
| 3  | Governing law(s) of the instrument  | Laws of New South Wales, Australia  |
|    | Regulatory treatment  |   |
| 4  | Transitional Basel III rules <sup>1</sup>   | Tier 2  |
| 5  | Post-transitional Basel III rules <sup>2</sup>  | NA  |
| 6  | Eligible at solo <sup>3</sup> /group/group & solo   | Group   |
| 7  | Instrument type (types to be specified by each jurisdiction)  | Other Tier 2 instruments  |
| 8  | Amount recognised in regulatory capital (Currency in million, as of most recent reporting date)               | Total Tier 2 recognised:<br>HK\$39,038m   |
| 9  | Par value of instrument   | AUD 200m  |
| 10 | Accounting classification   | Liability - amortised cost  |
| 11 | Original date of issuance   | 25 Nov 2010   |
| 12 | Perpetual or dated  | Dated   |
| 13 | Original maturity date  | 25 Nov 2020   |
| 14 | Issuer call subject to prior supervisory approval   | Yes   |
| 15 | Optional call date, contingent call dates and redemption amount   | Callable on 26 November 2015 at par value. Redeemable if certain tax or regulatory events occur but subject to regulatory prior written approval. |
| 16 | Subsequent call dates, if applicable  | NA  |
|    | Coupons / dividends   |   |
| 17 | Fixed or floating dividend/coupon   | Floating  |
| 18 | Coupon rate and any related index   | 3 month BBSW mid + 2.8%   |
| 19 | Existence of a dividend stopper   | No  |
| 20 | Fully discretionary, partially discretionary or mandatory   | Mandatory   |
| 21 | Existence of step up or other incentive to redeem   | No  |
| 22 | Non-cumulative or cumulative  | Cumulative  |
| 23 | Convertible or non-convertible  | Non-convertible   |
| 24 | If convertible, conversion trigger (s)  | NA  |
| 25 | If convertible, fully or partially  | NA  |
| 26 | If convertible, conversion rate   | NA  |
| 27 | If convertible, mandatory or optional conversion  | NA  |
| 28 | If convertible, specify instrument type convertible into  | NA  |
| 29 | If convertible, specify issuer of instrument it converts into   | NA  |
| 30 | Write-down feature  | No  |
| 31 | If write-down, write-down trigger(s)  | NA  |
| 32 | If write-down, full or partial  | NA  |
| 33 | If write-down, permanent or temporary   | NA  |
| 34 | If temporary write-down, description of write-up mechanism  | NA  |
| 35 | Position in subordination hierarchy in liquidation (specify instrument type immediately senior to instrument) | Immediately subordinate to Senior Creditors   |
| 36 | Non-compliant transitioned features   | Yes   |
| 37 | If yes, specify non-compliant features  | Without Non-Viability Loss Absorption Clauses   |
|    | Terms and conditions  | Terms and conditions - Capital instrument 23  |

|    | Subordinated bonds due 2022 (MYR500m) Issuer  | HSBC Bank Malaysia Berhad   |
|----|---|---|
|    | Unique identifier (eg CUSIP, ISIN or Bloomberg identifier for private placement)                              | MYBDS0705776  |
|    | Governing law(s) of the instrument  | Laws of Malaysia  |
|    | Regulatory treatment  |   |
| 4  | Transitional Basel III rules <sup>1</sup>   | Tier 2  |
| 5  | Post-transitional Basel III rules <sup>2</sup>  | NA  |
| 6  | Eligible at solo <sup>3</sup> /group/group & solo   | Group   |
| 7  | Instrument type (types to be specified by each jurisdiction)  | Other Tier 2 instruments  |
|    | Amount recognised in regulatory capital (Currency in million, as of most recent reporting date)               | Total Tier 2 recognised:<br>HK\$39,038m   |
| 9  | Par value of instrument   | MYR500m   |
| 10 | Accounting classification   | Liability - amortised cost  |
| 11 | Original date of issuance   | 28 Jun 2007   |
| 12 | Perpetual or dated  | Dated   |
| 13 | Original maturity date  | 28 Jun 2022   |
| 14 | Issuer call subject to prior supervisory approval   | Yes   |
|    | Optional call date, contingent call dates and redemption amount   | Callable on or any anniversary date after 28 Jun 2017 at pavalue  |
| 16 | Subsequent call dates, if applicable  | NA  |
|    | Coupons / dividends   |   |
| 17 | Fixed or floating dividend/coupon   | Fixed   |
| 18 | Coupon rate and any related index   | Before 28 Jun 2017 : 4.35%<br>From 28 Jun 2017 : 5.35%  |
| 19 | Existence of a dividend stopper   | No  |
|    | Fully discretionary, partially discretionary or mandatory   | Mandatory   |
| 21 | Existence of step up or other incentive to redeem   | Yes   |
| 22 | Non-cumulative or cumulative  | Cumulative  |
| 23 | Convertible or non-convertible  | Non-convertible   |
| 24 | If convertible, conversion trigger (s)  | NA  |
| 25 | If convertible, fully or partially  | NA  |
| 26 | If convertible, conversion rate   | NA  |
| 27 | If convertible, mandatory or optional conversion  | NA  |
| 28 | If convertible, specify instrument type convertible into  | NA  |
|    | If convertible, specify issuer of instrument it converts into   | NA  |
| 30 | Write-down feature  | No  |
| 31 | If write-down, write-down trigger(s)  | NA  |
| 32 | If write-down, full or partial  | NA  |
| 33 | If write-down, permanent or temporary   | NA  |
|    | If temporary write-down, description of write-up mechanism  | NA  |
|    | Position in subordination hierarchy in liquidation (specify instrument type immediately senior to instrument) | Immediately subordinate to unsubordinated Creditors   |
| 36 | Non-compliant transitioned features   | Yes   |
| 37 | If yes, specify non-compliant features  | <ul> <li>Without Non-Viability Loss Absorption Clauses</li> <li>Contains a step-up provision</li> </ul> |
|    | Terms and conditions  | Terms and conditions - Capital instrument 24  |

| 1 Issi  | ubordinated bonds due 2027 (MYR500m)   | HSBC Bank Malaysia Berhad   |
|---------|--|---|
|         | ique identifier (eg CUSIP, ISIN or Bloomberg identifier for  | MYBDX0706808  |
|         | vate placement)  |   |
| 3 Go    | overning law(s) of the instrument  | Laws of Malaysia  |
| Reg     | gulatory treatment   |   |
| 4       | Transitional Basel III rules <sup>1</sup>  | Tier 2  |
| 5 I     | Post-transitional Basel III rules <sup>2</sup>   | NA  |
| 6 I     | Eligible at solo <sup>3</sup> /group/group & solo  | Group   |
|         | strument type (types to be specified by ch jurisdiction)   | Other Tier 2 instruments  |
|         | nount recognised in regulatory capital (Currency in llion, as of most recent reporting date)             | Total Tier 2 recognised:<br>HK\$39,038m   |
| 9 Par   | r value of instrument  | MYR500m   |
| 10 Ac   | counting classification  | Liability - amortised cost  |
| 11 Ori  | iginal date of issuance  | 2 Nov2007   |
| 12 Per  | rpetual or dated   | Dated   |
| 13 Ori  | iginal maturity date   | 2 Nov 2027  |
| 14 Issu | uer call subject to prior supervisory approval   | Yes   |
|         | tional call date, contingent call dates and lemption amount  | Callable on or any anniversary date after 2 Nov 2022 at pavalue   |
| 16 Sul  | bsequent call dates, if applicable   | NA  |
| Co      | upons / dividends  |   |
| 17 Fix  | ked or floating dividend/coupon  | Fixed   |
| 18 Co   | upon rate and any related index  | Before 2 Nov 2022 : 5.05%<br>From 2 Nov 2022 : 6.05%  |
| 19 Exi  | istence of a dividend stopper  | No  |
|         | lly discretionary, partially discretionary mandatory   | Mandatory   |
| 21 Exi  | istence of step up or other incentive to redeem  | Yes   |
| 22 No   | on-cumulative or cumulative  | Cumulative  |
| 23 Co   | nvertible or non-convertible   | Non-convertible   |
| 24 If c | convertible, conversion trigger (s)  | NA  |
| 25 If c | convertible, fully or partially  | NA  |
| 26 If c | convertible, conversion rate   | NA  |
| 27 If c | convertible, mandatory or optional conversion  | NA  |
| 28 If c | convertible, specify instrument type convertible into  | NA  |
|         | convertible, specify issuer of instrument it nverts into   | NA  |
| 30 Wr   | rite-down feature  | No  |
| 31 If v | write-down, write-down trigger(s)  | NA  |
| 32 If v | write-down, full or partial  | NA  |
| 33 If v | write-down, permanent or temporary   | NA  |
|         | emporary write-down, description of ite-up mechanism   | NA  |
|         | sition in subordination hierarchy in liquidation (specify trument type immediately senior to instrument) | Immediately subordinate to unsubordinated Creditors   |
| 36 No   | n-compliant transitioned features  | Yes   |
| 37 Ify  | yes, specify non-compliant features  | <ul> <li>Without Non-Viability Loss Absorption Clauses</li> <li>Contains a step-up provision</li> </ul> |
| Тат     | rms and conditions   | Terms and conditions - Capital instrument 25  |

Footnotes:

- 1 Regulatory treatment of capital instruments subject to transitional arrangements provided for in Schedule 4H of the Banking (Capital) Rules
- 2 Regulatory treatment of capital instruments not subject to transitional arrangements provided for in Schedule 4H of the Banking (Capital) Rules

3 Include solo-consolidated