

The Hongkong and Shanghai Banking Corporation Limited

**Regulatory Capital Instruments at 30 June 2019
(Unaudited)**

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Regulatory Capital Instruments at 30 June 2019

Certain defined terms

Within this document, 'the Bank' or 'solo' is defined as The Hongkong and Shanghai Banking Corporation Limited and 'the group' is defined as the Bank together with its subsidiaries. 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.

Regulatory Capital Instruments at 30 June 2019

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
	<i>Regulatory treatment</i>	
4	Transitional Basel III rules ¹	NA
5	Post-transitional Basel III rules ²	Common Equity Tier 1
6	Eligible at solo ³ / group / solo and group	Solo and group
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\$170,881m
9	Par value of instrument	No par value (Total amount HK\$172,335m)
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
	<i>Coupons / dividends</i>	
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 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 in the insolvency creditor hierarchy of the legal entity concerned)	Immediately subordinate to Additional Tier 1
36	Non-compliant transitioned features	No
37	If yes, specify non-compliant features	NA
	Terms and conditions	Terms and conditions - Capital instrument 1

Regulatory Capital Instruments at 30 June 2019

2) Perpetual subordinated loan (US\$1,000m)

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
<i>Regulatory treatment</i>	
4 Transitional Basel III rules ¹	NA
5 Post-transitional Basel III rules ²	Additional Tier 1
6 Eligible at solo ³ / group / solo and group	Solo and group
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)	HK\$7,834m
9 Par value of instrument	US\$1,000m
10 Accounting classification	Shareholders' equity
11 Original date of issuance	18 June 2019
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	30 March 2025 at par value
16 Subsequent call dates, if applicable	Callable on any interest payment date after first call date
<i>Coupons / dividends</i>	
17 Fixed or floating dividend/coupon	Fixed until first call date and thereafter floating
18 Coupon rate and any related index	From 30 March 2025 distribution rate changes from fixed 6.09% to 3 month LIBOR plus 4.08%
19 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	Convertible
24 If convertible, conversion trigger(s)	Triggers to statutory bail-in power under HK Financial Institutions (Resolution) Ordinance – HKMA
25 If convertible, fully or partially	May convert fully or partially
26 If convertible, conversion rate	To be determined at conversion
27 If convertible, mandatory or optional conversion	Mandatory upon satisfaction of certain conditions
28 If convertible, specify instrument type convertible into	Common Equity Tier 1
29 If convertible, specify issuer of instrument it converts into	The Hongkong and Shanghai Banking Corporation Limited
30 Write-down feature	Yes
31 If write-down, write-down trigger(s)	Contractual write-down at point of non-viability of borrower. Contractual recognition of HKMA statutory powers under HK Financial Institutions (Resolution) Ordinance
32 If write-down, full or partial	May be written down partially
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 in the insolvency creditor hierarchy of the legal entity concerned)	Immediately subordinate to Tier 2 instruments
36 Non-compliant transitioned features	No
37 If yes, specify non-compliant features	NA
Terms and conditions	Terms and conditions - Capital instrument 2 ⁴

3) Perpetual subordinated loan (US\$900m)

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
<i>Regulatory treatment</i>	
4 Transitional Basel III rules ¹	NA
5 Post-transitional Basel III rules ²	Additional Tier 1
6 Eligible at solo ³ / group / solo and group	Solo and group
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)	HK\$7,064m
9 Par value of instrument	US\$900m
10 Accounting classification	Shareholders' equity
11 Original date of issuance	30 May 2019
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	28 Sep 2026 at par value
16 Subsequent call dates, if applicable	Callable on any interest payment date after first call date
<i>Coupons / dividends</i>	
17 Fixed or floating dividend/coupon	Fixed until first call date and thereafter floating
18 Coupon rate and any related index	From 28 Sep 2026 distribution rate changes from fixed 6.51% to 3 month LIBOR plus 4.25%
19 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	Convertible
24 If convertible, conversion trigger(s)	Triggers to statutory bail-in power under HK Financial Institutions (Resolution) Ordinance – HKMA
25 If convertible, fully or partially	May convert fully or partially
26 If convertible, conversion rate	To be determined at conversion
27 If convertible, mandatory or optional conversion	Mandatory upon satisfaction of certain conditions
28 If convertible, specify instrument type convertible into	Common Equity Tier 1
29 If convertible, specify issuer of instrument it converts into	The Hongkong and Shanghai Banking Corporation Limited
30 Write-down feature	Yes
31 If write-down, write-down trigger(s)	Contractual write-down at point of non-viability of borrower. Contractual recognition of HKMA statutory powers under HK Financial Institutions (Resolution) Ordinance
32 If write-down, full or partial	May be written down partially
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 in the insolvency creditor hierarchy of the legal entity concerned)	Immediately subordinate to Tier 2 instruments
36 Non-compliant transitioned features	No
37 If yes, specify non-compliant features	NA
Terms and conditions	Terms and conditions - Capital instrument 3 ⁴

4) Perpetual subordinated loan (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
<i>Regulatory treatment</i>	
4 Transitional Basel III rules ¹	NA
5 Post-transitional Basel III rules ²	Additional Tier 1
6 Eligible at solo ³ / group / solo and group	Solo and group
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)	HK\$3,905m
9 Par value of instrument	US\$500m
10 Accounting classification	Shareholders' equity
11 Original date of issuance	21 Jun 2019
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	30 Mar 2025 at par value
16 Subsequent call dates, if applicable	Callable on any interest payment date after first call date
<i>Coupons / dividends</i>	
17 Fixed or floating dividend/coupon	Fixed until first call date and thereafter floating
18 Coupon rate and any related index	From 30 Mar 2025 distribution rate changes from fixed 6.172% to 3 month LIBOR plus 4.23%
19 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	Convertible
24 If convertible, conversion trigger(s)	Triggers to statutory bail-in power under HK Financial Institutions (Resolution) Ordinance – HKMA
25 If convertible, fully or partially	May convert fully or partially
26 If convertible, conversion rate	To be determined at conversion
27 If convertible, mandatory or optional conversion	Mandatory upon satisfaction of certain conditions
28 If convertible, specify instrument type convertible into	Common Equity Tier 1
29 If convertible, specify issuer of instrument it converts into	The Hongkong and Shanghai Banking Corporation Limited
30 Write-down feature	Yes
31 If write-down, write-down trigger(s)	Contractual write-down at point of non-viability of borrower. Contractual recognition of HKMA statutory powers under HK Financial Institutions (Resolution) Ordinance
32 If write-down, full or partial	May be written down partially
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 in the insolvency creditor hierarchy of the legal entity concerned)	Immediately subordinate to Tier 2 instruments
36 Non-compliant transitioned features	No
37 If yes, specify non-compliant features	NA
Terms and conditions	Terms and conditions - Capital instrument 4 ⁴

5) Perpetual subordinated loan (US\$600m)

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
<i>Regulatory treatment</i>	
4 Transitional Basel III rules ¹	NA
5 Post-transitional Basel III rules ²	Additional Tier 1
6 Eligible at solo ³ / group / solo and group	Solo and group
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)	HK\$4,685m
9 Par value of instrument	US\$600m
10 Accounting classification	Shareholders' equity
11 Original date of issuance	26 Jun 2019
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	22 May 2027 at par value
16 Subsequent call dates, if applicable	Callable on any interest payment date after first call date
<i>Coupons / dividends</i>	
17 Fixed or floating dividend/coupon	Fixed until first call date and thereafter floating
18 Coupon rate and any related index	From 22 May 2027 distribution rate changes from fixed 5.91% to 3 month LIBOR plus 3.95%
19 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	Convertible
24 If convertible, conversion trigger(s)	Triggers to statutory bail-in power under HK Financial Institutions (Resolution) Ordinance – HKMA
25 If convertible, fully or partially	May convert fully or partially
26 If convertible, conversion rate	To be determined at conversion
27 If convertible, mandatory or optional conversion	Mandatory upon satisfaction of certain conditions
28 If convertible, specify instrument type convertible into	Common Equity Tier 1
29 If convertible, specify issuer of instrument it converts into	The Hongkong and Shanghai Banking Corporation Limited
30 Write-down feature	Yes
31 If write-down, write-down trigger(s)	Contractual write-down at point of non-viability of borrower. Contractual recognition of HKMA statutory powers under HK Financial Institutions (Resolution) Ordinance
32 If write-down, full or partial	May be written down partially
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 in the insolvency creditor hierarchy of the legal entity concerned)	Immediately subordinate to Tier 2 instruments
36 Non-compliant transitioned features	No
37 If yes, specify non-compliant features	NA
Terms and conditions	Terms and conditions - Capital instrument 5 ⁴

6) Perpetual subordinated loan (US\$700m)

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
<i>Regulatory treatment</i>	
4 Transitional Basel III rules ¹	NA
5 Post-transitional Basel III rules ²	Additional Tier 1
6 Eligible at solo ³ / group / solo and group	Solo and group
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)	HK\$5,467m
9 Par value of instrument	US\$700m
10 Accounting classification	Shareholders' equity
11 Original date of issuance	21 Jun 2019
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	30 Mar 2025 at par value
16 Subsequent call dates, if applicable	Callable on any interest payment date after first call date
<i>Coupons / dividends</i>	
17 Fixed or floating dividend/coupon	Fixed until first call date and thereafter floating
18 Coupon rate and any related index	From 30 Mar 2025 distribution rate changes from fixed 6.172% to 3 month LIBOR plus 4.23%
19 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	Convertible
24 If convertible, conversion trigger(s)	Triggers to statutory bail-in power under HK Financial Institutions (Resolution) Ordinance – HKMA
25 If convertible, fully or partially	May convert fully or partially
26 If convertible, conversion rate	To be determined at conversion
27 If convertible, mandatory or optional conversion	Mandatory upon satisfaction of certain conditions
28 If convertible, specify instrument type convertible into	Common Equity Tier 1
29 If convertible, specify issuer of instrument it converts into	The Hongkong and Shanghai Banking Corporation Limited
30 Write-down feature	Yes
31 If write-down, write-down trigger(s)	Contractual write-down at point of non-viability of borrower. Contractual recognition of HKMA statutory powers under HK Financial Institutions (Resolution) Ordinance
32 If write-down, full or partial	May be written down partially
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 in the insolvency creditor hierarchy of the legal entity concerned)	Immediately subordinate to Tier 2 instruments
36 Non-compliant transitioned features	No
37 If yes, specify non-compliant features	NA
Terms and conditions	Terms and conditions - Capital instrument 6 ⁴

7) Perpetual subordinated loan (US\$900m)

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
<i>Regulatory treatment</i>	
4 Transitional Basel III rules ¹	NA
5 Post-transitional Basel III rules ²	Additional Tier 1
6 Eligible at solo ³ / group / solo and group	Solo and group
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)	HK\$7,044m
9 Par value of instrument	US\$900m
10 Accounting classification	Shareholders' equity
11 Original date of issuance	14 June 2019
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	17 Sep 2024 at par value
16 Subsequent call dates, if applicable	Callable on any interest payment date after first call date
<i>Coupons / dividends</i>	
17 Fixed or floating dividend/coupon	Fixed until first call date and thereafter floating
18 Coupon rate and any related index	From 17 Sep 2024 distribution rate changes from fixed 6.03% to 3 month LIBOR plus 4.020%
19 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	Convertible
24 If convertible, conversion trigger(s)	Triggers to statutory bail-in power under HK Financial Institutions (Resolution) Ordinance – HKMA
25 If convertible, fully or partially	May convert fully or partially
26 If convertible, conversion rate	To be determined at conversion
27 If convertible, mandatory or optional conversion	Mandatory upon satisfaction of certain conditions
28 If convertible, specify instrument type convertible into	Common Equity Tier 1
29 If convertible, specify issuer of instrument it converts into	The Hongkong and Shanghai Banking Corporation Limited
30 Write-down feature	Yes
31 If write-down, write-down trigger(s)	Contractual write-down at point of non-viability of borrower. Contractual recognition of HKMA statutory powers under HK Financial Institutions (Resolution) Ordinance
32 If write-down, full or partial	May be written down partially
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 in the insolvency creditor hierarchy of the legal entity concerned)	Immediately subordinate to Tier 2 instruments
36 Non-compliant transitioned features	No
37 If yes, specify non-compliant features	NA
Terms and conditions	Terms and conditions - Capital instrument 7 ⁴

8) Perpetual subordinated loan (US\$1,100m)

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
<i>Regulatory treatment</i>	
4 Transitional Basel III rules ¹	NA
5 Post-transitional Basel III rules ²	Additional Tier 1
6 Eligible at solo ³ / group / solo and group	Solo and group
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)	HK\$8,617m
9 Par value of instrument	US\$1,100m
10 Accounting classification	Shareholders' equity
11 Original date of issuance	18 June 2019
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	18 Jun 2024 at par value
16 Subsequent call dates, if applicable	Callable on any interest payment date after first call date
<i>Coupons / dividends</i>	
17 Fixed or floating dividend/coupon	Fixed until first call date and thereafter floating
18 Coupon rate and any related index	From 18 Jun 2024 distribution rate changes from fixed 6% to 3 month LIBOR plus 4.060%
19 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	Convertible
24 If convertible, conversion trigger(s)	Triggers to statutory bail-in power under HK Financial Institutions (Resolution) Ordinance – HKMA
25 If convertible, fully or partially	May convert fully or partially
26 If convertible, conversion rate	To be determined at conversion
27 If convertible, mandatory or optional conversion	Mandatory upon satisfaction of certain conditions
28 If convertible, specify instrument type convertible into	Common Equity Tier 1
29 If convertible, specify issuer of instrument it converts into	The Hongkong and Shanghai Banking Corporation Limited
30 Write-down feature	Yes
31 If write-down, write-down trigger(s)	Contractual write-down at point of non-viability of borrower. Contractual recognition of HKMA statutory powers under HK Financial Institutions (Resolution) Ordinance
32 If write-down, full or partial	May be written down partially
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 in the insolvency creditor hierarchy of the legal entity concerned)	Immediately subordinate to Tier 2 instruments
36 Non-compliant transitioned features	No
37 If yes, specify non-compliant features	NA
Terms and conditions	Terms and conditions - Capital instrument 8 ⁴

9) Primary capital undated floating rate notes (US\$400m)

1 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
<i>Regulatory treatment</i>	
4 Transitional Basel III rules ¹	Tier 2
5 Post-transitional Basel III rules ²	NA
6 Eligible at solo ³ / group / solo and group	Solo and group
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)	HK\$3,123m
9 Par value of instrument	US\$400m
10 Accounting classification	Liability - amortized 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	9 July 1991 at par value
16 Subsequent call dates, if applicable	Callable on any interest payment date after first call date
<i>Coupons / dividends</i>	
17 Fixed or floating dividend/coupon	Floating
18 Coupon rate and any related index	3 months USD LIBOR (if LIMEAN is unavailable) + 0.1875%
19 Existence of a dividend stopper	No
20 Fully discretionary, partially discretionary or mandatory	Partially discretionary
21 Existence of step up or other incentive to redeem	No
22 Non-cumulative or cumulative	Cumulative
23 Convertible or non-convertible	Convertible
24 If convertible, conversion trigger(s)	Triggers to statutory bail-in power under HK Financial Institutions (Resolution) Ordinance – HKMA
25 If convertible, fully or partially	May convert fully or partially
26 If convertible, conversion rate	To be determined at conversion
27 If convertible, mandatory or optional conversion	Mandatory upon satisfaction of certain conditions
28 If convertible, specify instrument type convertible into	Common Equity Tier 1
29 If convertible, specify issuer of instrument it converts into	The Hongkong and Shanghai Banking Corporation Limited
30 Write-down feature	Yes
31 If write-down, write-down trigger(s)	Triggers to statutory bail-in power under HK Financial Institutions (Resolution) Ordinance – HKMA
32 If write-down, full or partial	May be written down partially
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 in the insolvency creditor hierarchy of the legal entity concerned)	Immediately subordinate to all other Tier 2 instruments
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 9

10) Subordinated loan due 2031 (US\$600m)

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
<i>Regulatory treatment</i>	
4 Transitional Basel III rules ¹	NA
5 Post-transitional Basel III rules ²	Tier 2
6 Eligible at solo ³ / group / solo and group	Solo and 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)	HK\$4,925m
9 Par value of instrument	US\$600m
10 Accounting classification	Liability – fair value option
11 Original date of issuance	14 Jun 2019
12 Perpetual or dated	Dated
13 Original maturity date	23 Nov 2031
14 Issuer call subject to prior supervisory approval	Yes
15 Optional call date, contingent call dates and redemption amount	23 Nov 2026 at par value
16 Subsequent call dates, if applicable	Callable on any interest payment date after first call date
<i>Coupons / dividends</i>	
17 Fixed or floating dividend/coupon	Fixed until first call date and thereafter floating
18 Coupon rate and any related index	From 23 Nov 2026 distribution rate changes from fixed 4.22% to 3 month LIBOR plus 2.17%
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	Convertible
24 If convertible, conversion trigger(s)	Triggers to statutory bail-in power under HK Financial Institutions (Resolution) Ordinance – HKMA
25 If convertible, fully or partially	May convert fully or partially
26 If convertible, conversion rate	To be determined at conversion
27 If convertible, mandatory or optional conversion	Mandatory upon satisfaction of certain conditions
28 If convertible, specify instrument type convertible into	Common Equity Tier 1
29 If convertible, specify issuer of instrument it converts into	The Hongkong and Shanghai Banking Corporation Limited
30 Write-down feature	Yes
31 If write-down, write-down trigger(s)	Contractual write-down at point of non-viability of borrower. Contractual recognition of HKMA statutory powers under HK Financial Institutions (Resolution) Ordinance
32 If write-down, full or partial	May be written down partially
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 in the insolvency creditor hierarchy of the legal entity concerned)	Immediately subordinate to LAC instruments
36 Non-compliant transitioned features	No
37 If yes, specify non-compliant features	NA
Terms and conditions	Terms and conditions - Capital instrument 10⁴

Regulatory Capital Instruments at 30 June 2019

11) Subordinated loan due 2030 (US\$1,000m)

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
<i>Regulatory treatment</i>	
4 Transitional Basel III rules ¹	NA
5 Post-transitional Basel III rules ²	Tier 2
6 Eligible at solo ³ / group / solo and group	Solo and 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)	HK\$8,181m
9 Par value of instrument	US\$1,000m
10 Accounting classification	Liability – fair value option
11 Original date of issuance	18 Jun 2019
12 Perpetual or dated	Dated
13 Original maturity date	18 Aug 2030
14 Issuer call subject to prior supervisory approval	Yes
15 Optional call date, contingent call dates and redemption amount	18 Aug 2025 at par value
16 Subsequent call dates, if applicable	Callable on any interest payment date after first call date
<i>Coupons / dividends</i>	
17 Fixed or floating dividend/coupon	Fixed until first call date and thereafter floating
18 Coupon rate and any related index	From 18 Aug 2025 distribution rate changes from fixed 4.07% to 3 month LIBOR plus 2.07%
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	Convertible
24 If convertible, conversion trigger(s)	Triggers to statutory bail-in power under HK Financial Institutions (Resolution) Ordinance – HKMA
25 If convertible, fully or partially	May convert fully or partially
26 If convertible, conversion rate	To be determined at conversion
27 If convertible, mandatory or optional conversion	Mandatory upon satisfaction of certain conditions
28 If convertible, specify instrument type convertible into	Common Equity Tier 1
29 If convertible, specify issuer of instrument it converts into	The Hongkong and Shanghai Banking Corporation Limited
30 Write-down feature	Yes
31 If write-down, write-down trigger(s)	Contractual write-down at point of non-viability of borrower. Contractual recognition of HKMA statutory powers under HK Financial Institutions (Resolution) Ordinance
32 If write-down, full or partial	May be written down partially
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 in the insolvency creditor hierarchy of the legal entity concerned)	Immediately subordinate to LAC instruments
36 Non-compliant transitioned features	No
37 If yes, specify non-compliant features	NA
Terms and conditions	Terms and conditions - Capital instrument 11 ⁴

Regulatory Capital Instruments at 30 June 2019

12) Subordinated loan due 2030 (US\$180m)

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
<i>Regulatory treatment</i>	
4 Transitional Basel III rules ¹	NA
5 Post-transitional Basel III rules ²	Tier 2
6 Eligible at solo ³ / group / solo and group	Solo and 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)	HK\$1,491m
9 Par value of instrument	US\$180m
10 Accounting classification	Liability – fair value option
11 Original date of issuance	30 May 2019
12 Perpetual or dated	Dated
13 Original maturity date	18 Aug 2030
14 Issuer call subject to prior supervisory approval	Yes
15 Optional call date, contingent call dates and redemption amount	18 Aug 2025 at par value
16 Subsequent call dates, if applicable	Callable on any interest payment date after first call date
<i>Coupons / dividends</i>	
17 Fixed or floating dividend/coupon	Fixed until first call date and thereafter floating
18 Coupon rate and any related index	From 18 Aug 2025 distribution rate changes from fixed 4.3% to 3 month LIBOR plus 2.1%
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	Convertible
24 If convertible, conversion trigger(s)	Triggers to statutory bail-in power under HK Financial Institutions (Resolution) Ordinance – HKMA
25 If convertible, fully or partially	May convert fully or partially
26 If convertible, conversion rate	To be determined at conversion
27 If convertible, mandatory or optional conversion	Mandatory upon satisfaction of certain conditions
28 If convertible, specify instrument type convertible into	Common Equity Tier 1
29 If convertible, specify issuer of instrument it converts into	The Hongkong and Shanghai Banking Corporation Limited
30 Write-down feature	Yes
31 If write-down, write-down trigger(s)	Contractual write-down at point of non-viability of borrower. Contractual recognition of HKMA statutory powers under HK Financial Institutions (Resolution) Ordinance
32 If write-down, full or partial	May be written down partially
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 in the insolvency creditor hierarchy of the legal entity concerned)	Immediately subordinate to LAC instruments
36 Non-compliant transitioned features	No
37 If yes, specify non-compliant features	NA
Terms and conditions	Terms and conditions - Capital instrument 12 ⁴

Regulatory Capital Instruments at 30 June 2019

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*
- 4 *Terms and conditions to be read in conjunction with the Master Terms Agreement (the “Master Terms Agreement”)*
[Master Terms Agreement](#)

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