

OPERATIONAL INFORMATION DOCUMENT

This Operational Information Document relates to the Final Terms dated 6 September 2013 (the "Final Terms") in respect of the issue of EUR 1,500,000,000 Subordinated Fixed-to-Fixed Rate Notes due 2024 (Callable 2019) (the "Notes").

This Operational Information Document has not been reviewed or approved by any competent authority for the purposes of the Prospectus Directive or otherwise and does not form part of the Final Terms for the purposes of the Prospectus Directive. However, for all other purposes this Operational Information Document must be read in conjunction with the Final Terms. Words and expressions which have a defined meaning in the Final Terms or Base Prospectus have the same meanings in this Operational Information Document.

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|---|--|---|-------------|--------------------------------------|--------------------|-------------|------------------|------------|---------------------------------------|------------|-----------------------|------------|-------------------|------------|----------------|------------|------------------------|------------|--------------------------------|------------|---|------------|-----------------|------------|---------------------|------------|------------------------------|------------|--------------------------|------------|---------|------------|----------------------------------|------------|-------------------|------------|--|
| 1. | Method of distribution: | Syndicated | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| 2. | (i) If syndicated, names and underwriting commitment of Relevant Dealer/ Lead Manager: | <table border="0"> <tr> <td style="text-align: right;"><i>Name</i></td> <td style="text-align: right;"><i>Underwriting Commitment (EUR)</i></td> </tr> <tr> <td style="text-align: right;">HSBC Bank plc</td> <td style="text-align: right;">870,000,000</td> </tr> </table> | <i>Name</i> | <i>Underwriting Commitment (EUR)</i> | HSBC Bank plc | 870,000,000 | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| <i>Name</i> | <i>Underwriting Commitment (EUR)</i> | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| HSBC Bank plc | 870,000,000 | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| | (ii) If syndicated, names and underwriting commitments of other Dealers/ Managers: | <table border="0"> <tr> <td style="text-align: right;"><i>Name</i></td> <td style="text-align: right;"><i>Underwriting Commitment (EUR)</i></td> </tr> <tr> <td style="text-align: right;">ABN AMRO Bank N.V.</td> <td style="text-align: right;">30,000,000</td> </tr> <tr> <td style="text-align: right;">Banca IMI S.p.A.</td> <td style="text-align: right;">30,000,000</td> </tr> <tr> <td style="text-align: right;">Banco Bilbao Vizcaya Argentaria, S.A.</td> <td style="text-align: right;">30,000,000</td> </tr> <tr> <td style="text-align: right;">Banco Santander, S.A.</td> <td style="text-align: right;">30,000,000</td> </tr> <tr> <td style="text-align: right;">Barclays Bank PLC</td> <td style="text-align: right;">30,000,000</td> </tr> <tr> <td style="text-align: right;">CaixaBank S.A.</td> <td style="text-align: right;">30,000,000</td> </tr> <tr> <td style="text-align: right;">CIBC World Markets plc</td> <td style="text-align: right;">30,000,000</td> </tr> <tr> <td style="text-align: right;">Commerzbank Aktiengesellschaft</td> <td style="text-align: right;">30,000,000</td> </tr> <tr> <td style="text-align: right;">Crédit Agricole Corporate and Investment Bank</td> <td style="text-align: right;">30,000,000</td> </tr> <tr> <td style="text-align: right;">Danske Bank A/S</td> <td style="text-align: right;">30,000,000</td> </tr> <tr> <td style="text-align: right;">Erste Group Bank AG</td> <td style="text-align: right;">30,000,000</td> </tr> <tr> <td style="text-align: right;">ING Bank N.V. Belgian Branch</td> <td style="text-align: right;">30,000,000</td> </tr> <tr> <td style="text-align: right;">Mizuho International plc</td> <td style="text-align: right;">30,000,000</td> </tr> <tr> <td style="text-align: right;">Natixis</td> <td style="text-align: right;">30,000,000</td> </tr> <tr> <td style="text-align: right;">Raiffeisen Bank International AG</td> <td style="text-align: right;">30,000,000</td> </tr> <tr> <td style="text-align: right;">The Royal Bank of</td> <td style="text-align: right;">30,000,000</td> </tr> </table> | <i>Name</i> | <i>Underwriting Commitment (EUR)</i> | ABN AMRO Bank N.V. | 30,000,000 | Banca IMI S.p.A. | 30,000,000 | Banco Bilbao Vizcaya Argentaria, S.A. | 30,000,000 | Banco Santander, S.A. | 30,000,000 | Barclays Bank PLC | 30,000,000 | CaixaBank S.A. | 30,000,000 | CIBC World Markets plc | 30,000,000 | Commerzbank Aktiengesellschaft | 30,000,000 | Crédit Agricole Corporate and Investment Bank | 30,000,000 | Danske Bank A/S | 30,000,000 | Erste Group Bank AG | 30,000,000 | ING Bank N.V. Belgian Branch | 30,000,000 | Mizuho International plc | 30,000,000 | Natixis | 30,000,000 | Raiffeisen Bank International AG | 30,000,000 | The Royal Bank of | 30,000,000 | |
| <i>Name</i> | <i>Underwriting Commitment (EUR)</i> | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| ABN AMRO Bank N.V. | 30,000,000 | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| Banca IMI S.p.A. | 30,000,000 | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| Banco Bilbao Vizcaya Argentaria, S.A. | 30,000,000 | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| Banco Santander, S.A. | 30,000,000 | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| Barclays Bank PLC | 30,000,000 | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| CaixaBank S.A. | 30,000,000 | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| CIBC World Markets plc | 30,000,000 | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| Commerzbank Aktiengesellschaft | 30,000,000 | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| Crédit Agricole Corporate and Investment Bank | 30,000,000 | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| Danske Bank A/S | 30,000,000 | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| Erste Group Bank AG | 30,000,000 | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| ING Bank N.V. Belgian Branch | 30,000,000 | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| Mizuho International plc | 30,000,000 | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| Natixis | 30,000,000 | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| Raiffeisen Bank International AG | 30,000,000 | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| The Royal Bank of | 30,000,000 | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |

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| Scotland plc | |
| SMBC Nikko Capital Markets Limited | 30,000,000 |
| Société Générale | 30,000,000 |
| Swedbank AB (publ) | 30,000,000 |
| UBS Limited | 30,000,000 |
| UniCredit Bank AG | 30,000,000 |

(iii) Date of Subscription Agreement: 6 September 2013

(iv) Stabilising Manager(s) (if any): HSBC Bank plc

3. If non-syndicated, name and address of Relevant Dealer: Not Applicable
4. Additional selling restrictions: Not Applicable
5. New Global Note intended to be held in a manner which would allow Eurosystem eligibility: Not Applicable
6. Registered Global Notes intended to be held in a manner which would allow Eurosystem eligibility: Not Applicable
7. Use of proceeds: The net proceeds will be used in the conduct of the business of the Issuer.

Signed on behalf of the Issuer:

By: 

Duly authorised 