

# HSBC UK Bank plc

**Regulatory Capital Instruments 30 June 2024**

## HSBC UK Bank plc

### **Main features of regulatory capital instruments and eligible instruments**

This document supplements the HSBC UK Bank plc Pillar 3 Disclosures as at 30 June 2024 (the "**Pillar 3 Disclosures**"), available at [www.hsbc.com](http://www.hsbc.com) (please follow links to 'Investors', 'Results and announcements', 'All reporting' and 'Subsidiaries').

This document is a disclosure document published as required by, and solely for the purpose of compliance with, Article 437(b) of The PRA Rulebook Disclosure (CRR) Part, to provide a description of the main features of the capital instruments of HSBC UK Bank plc.

The information contained in this document has been compiled in accordance with CRR II (as defined in the Pillar 3 Disclosures) and regulatory guidance published by the UK Prudential Regulatory Authority. Assumptions on the regulatory treatment of the capital instruments described herein under CRR II reflect HSBC UK Bank plc's interpretation of current rules.

Following the end of the transition period following the UK's withdrawal from the EU, any reference herein to EU regulations and directives (including technical standards) should, as applicable, be read as a reference to the UK's version of such regulations and/or directives, as onshored into UK law under the European Union (Withdrawal) Act 2018, and as may be subsequently amended under UK law.

Disclosure in the required format has resulted in simplification and abbreviation of the features of the capital instruments described herein. The information contained in this document is not intended to be a comprehensive description of such capital instruments. No investor or prospective investor in any such capital instruments should rely upon the description contained in this document and HSBC UK Bank plc shall not be liable for any inaccuracy or misstatement contained in this document.

All capital instruments issued by HSBC UK Bank plc and its subsidiaries are held by HSBC Holdings plc. As such no external investors hold an interest in the securities, however the full terms and conditions for all instruments are available on request via Group Investor Relations ([investorrelations@hsbc.com](mailto:investorrelations@hsbc.com)).

Ordinary Shares

1	Issuer	HSBC UK Bank plc
2	Unique identifier (eg CUSIP, ISIN or Bloomberg identifier for private placement)	NA
2a	Public or private placement	Private
3	Governing law(s) of the instrument	English Law
3a	Contractual recognition of write down and conversion powers of resolution authorities	NA
<b>Regulatory treatment</b>		
4	Current treatment taking into account, where applicable, transitional CRR rules	Common Equity Tier 1
5	Post-transitional CRR rules	Common Equity Tier 1
6	Eligible at solo / (sub-) consolidated/ solo & (sub-) consolidated	Solo & Sub-Consolidated
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)	GBP 9015.0 <sup>1</sup>
9	Nominal amount of instrument (Currency in million)	GBP 0.0500
UK-9a	Issue price	GBP 1.00 per share
UK-9b	Redemption price	GBP 1.00 per share
10	Accounting classification	Shareholders' Equity
11	Original date of issuance	-
12	Perpetual or dated	Perpetual
13	Original maturity date	-
14	Issuer call subject to prior supervisory approval	-
15	Optional call date, contingent call dates and redemption amount	-
16	Subsequent call dates, if applicable	-
<b>Coupons / dividends</b>		
17	Fixed or floating dividend/coupon	-
18	Coupon rate and any related index	-
19	Existence of a dividend stopper	-
UK-20a	Fully discretionary, partially discretionary or mandatory (in terms of timing)	-
UK-20b	Fully discretionary, partially discretionary or mandatory (in terms of amount)	-
21	Existence of step up or other incentive to redeem	-
22	Noncumulative or cumulative	Non-cumulative
23	Convertible or non-convertible	Non-convertible
24	If convertible, conversion trigger (s)	-
25	If convertible, fully or partially	-
26	If convertible, conversion rate	-
27	If convertible, mandatory or optional conversion	-
28	If convertible, specify instrument type convertible into	-
29	If convertible, specify issuer of instrument it converts into	-
30	Write-down features	-
31	If write-down, write-down trigger(s)	-
32	If write-down, full or partial	-
33	If write-down, permanent or temporary	-
34	If temporary write-down, description of write-up mechanism	-
34a	Type of subordination (only for eligible liabilities)	-
UK-34b	Ranking of the instrument in normal insolvency proceedings	1 - Ordinary Shares
35	Position in subordination hierarchy in liquidation (specify instrument type immediately senior to instrument)	Immediately subordinate to Additional Tier 1 instruments
36	Non-compliant transitioned features	No
37	If yes, specify non-compliant features	-
37a	Link to the full term and conditions of the instrument (signposting)	Available upon request

<sup>1</sup> Represents the portion of ordinary share capital and share premium which is held outside of the consolidated reporting entity

**Undated Additional Tier 1 Instrument issued 2014 (Callable December 2019 onwards)**

1	Issuer	Issued by HSBC Bank plc, and subsequently transferred to HSBC UK Bank Plc on 1 July 2018
2	Unique identifier (eg CUSIP, ISIN or Bloomberg identifier for private placement)	N/A – Internal issuance [9393]
2a	Public or private placement	Private
3	Governing law(s) of the instrument	English Law
3a	Contractual recognition of write down and conversion powers of resolution authorities	No
<b>Regulatory treatment</b>		
4	Current treatment taking into account, where applicable, transitional CRR rules	Additional Tier 1
5	Post-transitional CRR rules	Additional Tier 1
6	Eligible at solo / (sub-) consolidated/ solo & (sub-) consolidated	Solo & Sub-Consolidated
7	Instrument type (types to be specified by each jurisdiction)	Additional Tier 1
8	Amount recognised in regulatory capital (Currency in million, as of most recent reporting date)	GBP 1,096
9	Nominal amount of instrument (Currency in million)	GBP 1,096
UK-9a	Issue price	100.000%
UK-9b	Redemption price	100.000%
10	Accounting classification	Shareholders' Equity
11	Original date of issuance	19 December 2014
12	Perpetual or dated	Perpetual
13	Original maturity date	-
14	Issuer call subject to prior supervisory approval	Yes
15	Optional call date, contingent call dates and redemption amount	19 December 2019 - Redemption at Par Tax and regulatory calls at any time - Par
16	Subsequent call dates, if applicable	On any quarterly interest payment date after first call date
<b>Coupons / dividends</b>		
17	Fixed or floating dividend/coupon	Floating
18	Coupon rate and any related index	Compounded Daily SONIA Rate + 5.1561%
19	Existence of a dividend stopper	No
UK-20a	Fully discretionary, partially discretionary or mandatory (in terms of timing)	Fully discretionary
UK-20b	Fully discretionary, partially discretionary or mandatory (in terms of amount)	Fully discretionary
21	Existence of step up or other incentive to redeem	No
22	Noncumulative or cumulative	Non-cumulative
23	Convertible or non-convertible	Convertible
24	If convertible, conversion trigger (s)	Triggers to statutory bail-in power and mandatory write-down/conversion of capital instruments power under UK Banking Act 2009 – UK Bank of England/Prudential Regulatory Authority
25	If convertible, fully or partially	Always convert fully
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	HSBC UK Bank plc
30	Write-down features	Yes
31	If write-down, write-down trigger(s)	Contractual: Either HSBC UK Solo or Consolidated Common Equity Tier 1 Ratio as of any date falls below 7.0%. Statutory: Triggers to bail-in power and mandatory write-down/conversion of capital instruments power under UK Banking Act 2009 – UK Bank of England/Prudential Regulatory Authority.
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
34a	Type of subordination (only for eligible liabilities)	NA
UK-34b	Ranking of the instrument in normal insolvency proceedings	2 - AT1 instruments
35	Position in subordination hierarchy in liquidation (specify instrument type immediately senior to instrument)	Immediately subordinate to Tier 2 instruments
36	Non-compliant transitioned features	No
37	If yes, specify non-compliant features	-
37a	Link to the full term and conditions of the instrument (signposting)	Available upon request

**Undated Additional Tier 1 Instrument issued 2014 (Callable December 2024 onwards)**

1	Issuer	Issued by HSBC Bank plc, and subsequently transferred to HSBC UK Bank Plc on 1 July 2018
2	Unique identifier (eg CUSIP, ISIN or Bloomberg identifier for private placement)	N/A – Internal issuance [9394]
2a	Public or private placement	Private
3	Governing law(s) of the instrument	English Law
3a	Contractual recognition of write down and conversion powers of resolution authorities	No
<b>Regulatory treatment</b>		
4	Current treatment taking into account, where applicable, transitional CRR rules	Additional Tier 1
5	Post-transitional CRR rules	Additional Tier 1
6	Eligible at solo / (sub-) consolidated/ solo & (sub-) consolidated	Solo & Sub-Consolidated
7	Instrument type (types to be specified by each jurisdiction)	Additional Tier 1
8	Amount recognised in regulatory capital (Currency in million, as of most recent reporting date)	GBP 1,100
9	Nominal amount of instrument (Currency in million)	GBP 1,100
UK-9a	Issue price	100.000%
UK-9b	Redemption price	100.000%
10	Accounting classification	Shareholders' Equity
11	Original date of issuance	19 December 2014
12	Perpetual or dated	Perpetual
13	Original maturity date	-
14	Issuer call subject to prior supervisory approval	Yes
15	Optional call date, contingent call dates and redemption amount	19 December 2024 - Redemption at Par Tax and regulatory calls at any time - Par
16	Subsequent call dates, if applicable	On any quarterly interest payment date after first call date
<b>Coupons / dividends</b>		
17	Fixed or floating dividend/coupon	Floating
18	Coupon rate and any related index	Compounded Daily SONIA Rate + 5.3060%
19	Existence of a dividend stopper	No
UK-20a	Fully discretionary, partially discretionary or mandatory (in terms of timing)	Fully discretionary
UK-20b	Fully discretionary, partially discretionary or mandatory (in terms of amount)	Fully discretionary
21	Existence of step up or other incentive to redeem	No
22	Noncumulative or cumulative	Non-cumulative
23	Convertible or non-convertible	Convertible
24	If convertible, conversion trigger (s)	Triggers to statutory bail-in power and mandatory write-down/conversion of capital instruments power under UK Banking Act 2009 – UK Bank of England/Prudential Regulatory Authority
25	If convertible, fully or partially	Always convert fully
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	HSBC UK Bank plc
30	Write-down features	Yes
31	If write-down, write-down trigger(s)	Contractual: Either HSBC UK Solo or Consolidated Common Equity Tier 1 Ratio as of any date falls below 7.0%. Statutory: Triggers to bail-in power and mandatory write-down/conversion of capital instruments power under UK Banking Act 2009 – UK Bank of England/Prudential Regulatory Authority.
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
34a	Type of subordination (only for eligible liabilities)	NA
UK-34b	Ranking of the instrument in normal insolvency proceedings	2 - AT1 instruments
35	Position in subordination hierarchy in liquidation (specify instrument type immediately senior to instrument)	Immediately subordinate to Tier 2 instruments
36	Non-compliant transitioned features	No
37	If yes, specify non-compliant features	-
37a	Link to the full term and conditions of the instrument (signposting)	Available upon request

**Undated Additional Tier 1 Instrument issued 2016 (Callable March 2021 onwards)**

1	Issuer	Marks and Spencer Financial Services plc (MSFS)
2	Unique identifier (eg CUSIP, ISIN or Bloomberg identifier for private placement)	N/A – Internal issuance [9281]
2a	Public or private placement	Private
3	Governing law(s) of the instrument	English Law
3a	Contractual recognition of write down and conversion powers of resolution authorities	No
<b>Regulatory treatment</b>		
4	Current treatment taking into account, where applicable, transitional CRR rules	Additional Tier 1
5	Post-transitional CRR rules	Additional Tier 1
6	Eligible at solo / (sub-) consolidated/ solo & (sub-) consolidated	Sub-Consolidated
7	Instrument type (types to be specified by each jurisdiction)	Additional Tier 1
8	Amount recognised in regulatory capital (Currency in million, as of most recent reporting date)	GBP 38
9	Nominal amount of instrument (Currency in million)	GBP 40
UK-9a	Issue price	100.000%
UK-9b	Redemption price	100.000%
10	Accounting classification	Shareholders' Equity
11	Original date of issuance	11 March 2016
12	Perpetual or dated	Perpetual
13	Original maturity date	-
14	Issuer call subject to prior supervisory approval	Yes
15	Optional call date, contingent call dates and redemption amount	11 March 2021 - Redemption at Par Tax and regulatory calls at any time - Par
16	Subsequent call dates, if applicable	On any annual interest payment date after first call date
<b>Coupons / dividends</b>		
17	Fixed or floating dividend/coupon	Fixed
18	Coupon rate and any related index	8.5625%
19	Existence of a dividend stopper	No
UK-20a	Fully discretionary, partially discretionary or mandatory (in terms of timing)	Fully discretionary
UK-20b	Fully discretionary, partially discretionary or mandatory (in terms of amount)	Fully discretionary
21	Existence of step up or other incentive to redeem	No
22	Noncumulative or cumulative	Non-cumulative
23	Convertible or non-convertible	Convertible
24	If convertible, conversion trigger (s)	Triggers to statutory bail-in power and mandatory write-down/conversion of capital instruments power under UK Banking Act 2009 – UK Bank of England/Prudential Regulatory Authority
25	If convertible, fully or partially	Always convert fully
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	Marks and Spencer Financial Services plc
30	Write-down features	Yes
31	If write-down, write-down trigger(s)	Contractual: Either MSFS or HSBC UK Consolidated Common Equity Tier 1 Ratio falls below 7.0%. Statutory: Triggers to bail-in power and mandatory write-down/conversion of capital instruments power under UK Banking Act 2009 – UK Bank of England/Prudential Regulatory Authority.
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
34a	Type of subordination (only for eligible liabilities)	NA
UK-34b	Ranking of the instrument in normal insolvency proceedings	2 - AT1 instruments
35	Position in subordination hierarchy in liquidation (specify instrument type immediately senior to instrument)	Immediately subordinate to Tier 2 instruments
36	Non-compliant transitioned features	No
37	If yes, specify non-compliant features	-
37a	Link to the full term and conditions of the instrument (signposting)	Available upon request

**Undated Additional Tier 1 Instrument issued 2017 (Callable December 2022 onwards)**

1	Issuer	Marks and Spencer Financial Services plc (MSFS)
2	Unique identifier (eg CUSIP, ISIN or Bloomberg identifier for private placement)	N/A – Internal issuance [9345]
2a	Public or private placement	Private
3	Governing law(s) of the instrument	English Law
3a	Contractual recognition of write down and conversion powers of resolution authorities	No
<b>Regulatory treatment</b>		
4	Current treatment taking into account, where applicable, transitional CRR rules	Additional Tier 1
5	Post-transitional CRR rules	Additional Tier 1
6	Eligible at solo / (sub-) consolidated/ solo & (sub-) consolidated	Sub-Consolidated
7	Instrument type (types to be specified by each jurisdiction)	Additional Tier 1
8	Amount recognised in regulatory capital (Currency in million, as of most recent reporting date)	GBP 19
9	Nominal amount of instrument (Currency in million)	GBP 20
UK-9a	Issue price	100.000%
UK-9b	Redemption price	100.000%
10	Accounting classification	Shareholders' Equity
11	Original date of issuance	08 December 2017
12	Perpetual or dated	Perpetual
13	Original maturity date	-
14	Issuer call subject to prior supervisory approval	Yes
15	Optional call date, contingent call dates and redemption amount	8 December 2022 - Redemption at Par Tax and regulatory calls at any time - Par
16	Subsequent call dates, if applicable	On any annual interest payment date after first call date
<b>Coupons / dividends</b>		
17	Fixed or floating dividend/coupon	Fixed
18	Coupon rate and any related index	5.7500%
19	Existence of a dividend stopper	No
UK-20a	Fully discretionary, partially discretionary or mandatory (in terms of timing)	Fully discretionary
UK-20b	Fully discretionary, partially discretionary or mandatory (in terms of amount)	Fully discretionary
21	Existence of step up or other incentive to redeem	No
22	Noncumulative or cumulative	Non-cumulative
23	Convertible or non-convertible	Convertible
24	If convertible, conversion trigger (s)	Triggers to statutory bail-in power and mandatory write-down/conversion of capital instruments power under UK Banking Act 2009 – UK Bank of England/Prudential Regulatory Authority
25	If convertible, fully or partially	Always convert fully
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	Marks and Spencer Financial Services plc
30	Write-down features	Yes
31	If write-down, write-down trigger(s)	Contractual: Either MSFS or HSBC UK Consolidated Common Equity Tier 1 Ratio falls below 7.0%. Statutory: Triggers to bail-in power and mandatory write-down/conversion of capital instruments power under UK Banking Act 2009 – UK Bank of England/Prudential Regulatory Authority.
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
34a	Type of subordination (only for eligible liabilities)	NA
UK-34b	Ranking of the instrument in normal insolvency proceedings	2 - AT1 instruments
35	Position in subordination hierarchy in liquidation (specify instrument type immediately senior to instrument)	Immediately subordinate to Tier 2 instruments
36	Non-compliant transitioned features	No
37	If yes, specify non-compliant features	-
37a	Link to the full term and conditions of the instrument (signposting)	Available upon request

GBP 1,000m Subordinated Loan 2030

1	Issuer	Issued by HSBC Bank plc and subsequently transferred to HSBC UK Bank Plc on 1 July 2018
2	Unique identifier (eg CUSIP, ISIN or Bloomberg identifier for private placement)	N/A - Internal issuance [9371]
2a	Public or private placement	Private
3	Governing law(s) of the instrument	English Law
3a	Contractual recognition of write down and conversion powers of resolution authorities	No
<b>Regulatory treatment</b>		
4	Current treatment taking into account, where applicable, transitional CRR rules	Tier 2
5	Post-transitional CRR rules	Tier 2
6	Eligible at solo / (sub-) consolidated/ solo & (sub-) consolidated	Solo & Sub-Consolidated
7	Instrument type (types to be specified by each jurisdiction)	Tier 2
8	Amount recognised in regulatory capital (Currency in million, as of most recent reporting date)	GBP 1,000
9	Nominal amount of instrument (Currency in million)	GBP 1,000
UK-9a	Issue price	100.000%
UK-9b	Redemption price	100.000%
10	Accounting classification	Liability - amortised cost
11	Original date of issuance	26 June 2018
12	Perpetual or dated	Dated
13	Original maturity date	01 July 2030
14	Issuer call subject to prior supervisory approval	Yes
15	Optional call date, contingent call dates and redemption amount	Call Date 1 July 2025 at Par
16	Subsequent call dates, if applicable	On any quarterly interest payment date after first call date
<b>Coupons / dividends</b>		
17	Fixed or floating dividend/coupon	Floating
18	Coupon rate and any related index	Compounded Daily SONIA Rate + 1.8878%
19	Existence of a dividend stopper	No
UK-20a	Fully discretionary, partially discretionary or mandatory (in terms of timing)	Mandatory
UK-20b	Fully discretionary, partially discretionary or mandatory (in terms of amount)	Mandatory
21	Existence of step up or other incentive to redeem	No
22	Noncumulative or cumulative	Cumulative
23	Convertible or non-convertible	Convertible
24	If convertible, conversion trigger (s)	Triggers to statutory bail-in power and mandatory write-down/conversion of capital instruments power under UK Banking Act 2009 – UK Bank of England/Prudential Regulatory Authority
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	HSBC UK Bank plc
30	Write-down features	Yes
31	If write-down, write-down trigger(s)	Triggers to statutory bail-in power and mandatory write-down/conversion of capital instruments power under UK Banking Act 2009 – UK Bank of England/Prudential Regulatory Authority
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
34a	Type of subordination (only for eligible liabilities)	NA
UK-34b	Ranking of the instrument in normal insolvency proceedings	3 - Subordinated notes
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	-
37a	Link to the full term and conditions of the instrument (signposting)	Available upon request



GBP 650m Subordinated Loan 2033

1	Issuer	Issued by HSBC Bank plc and subsequently transferred to HSBC UK Bank Plc on 1 July 2018
2	Unique identifier (eg CUSIP, ISIN or Bloomberg identifier for private placement)	N/A - Internal issuance [9372]
2a	Public or private placement	Private
3	Governing law(s) of the instrument	English Law
3a	Contractual recognition of write down and conversion powers of resolution authorities	No
<b>Regulatory treatment</b>		
4	Current treatment taking into account, where applicable, transitional CRR rules	Tier 2
5	Post-transitional CRR rules	Tier 2
6	Eligible at solo / (sub-) consolidated/ solo & (sub-) consolidated	Solo & Sub-Consolidated
7	Instrument type (types to be specified by each jurisdiction)	Tier 2
8	Amount recognised in regulatory capital (Currency in million, as of most recent reporting date)	GBP 650
9	Nominal amount of instrument (Currency in million)	GBP 650
UK-9a	Issue price	100.000%
UK-9b	Redemption price	100.000%
10	Accounting classification	Liability - amortised cost
11	Original date of issuance	26 June 2018
12	Perpetual or dated	Dated
13	Original maturity date	11 September 2033
14	Issuer call subject to prior supervisory approval	Yes
15	Optional call date, contingent call dates and redemption amount	Call Date 11 September 2028 at Par
16	Subsequent call dates, if applicable	On any quarterly interest payment date after first call date
<b>Coupons / dividends</b>		
17	Fixed or floating dividend/coupon	Floating
18	Coupon rate and any related index	Compounded Daily SONIA Rate + 2.1434%
19	Existence of a dividend stopper	No
UK-20a	Fully discretionary, partially discretionary or mandatory (in terms of timing)	Mandatory
UK-20b	Fully discretionary, partially discretionary or mandatory (in terms of amount)	Mandatory
21	Existence of step up or other incentive to redeem	No
22	Noncumulative or cumulative	Cumulative
23	Convertible or non-convertible	Convertible
24	If convertible, conversion trigger (s)	Triggers to statutory bail-in power and mandatory write-down/conversion of capital instruments power under UK Banking Act 2009 – UK Bank of England/Prudential Regulatory Authority
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	HSBC UK Bank plc
30	Write-down features	Yes
31	If write-down, write-down trigger(s)	Triggers to statutory bail-in power and mandatory write-down/conversion of capital instruments power under UK Banking Act 2009 – UK Bank of England/Prudential Regulatory Authority
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
34a	Type of subordination (only for eligible liabilities)	NA
UK-34b	Ranking of the instrument in normal insolvency proceedings	3 - Subordinated notes
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
37a	Link to the full term and conditions of the instrument (signposting)	Available upon request

**GBP 79m Subordinated Loan 2031**

1	Issuer	HSBC UK Bank Plc
2	Unique identifier (eg CUSIP, ISIN or Bloomberg identifier for private placement)	N/A - Internal issuance [9519]
2a	Public or private placement	Private
3	Governing law(s) of the instrument	English Law
3a	Contractual recognition of write down and conversion powers of resolution authorities	No
<b>Regulatory treatment</b>		
4	Current treatment taking into account, where applicable, transitional CRR rules	Tier 2
5	Post-transitional CRR rules	Tier 2
6	Eligible at solo / (sub-) consolidated/ solo & (sub-) consolidated	Solo & Sub-Consolidated
7	Instrument type (types to be specified by each jurisdiction)	Tier 2
8	Amount recognised in regulatory capital (Currency in million, as of most recent reporting date)	GBP 79
9	Nominal amount of instrument (Currency in million)	GBP 79
UK-9a	Issue price	100.000%
UK-9b	Redemption price	100.000%
10	Accounting classification	Liability - amortised cost
11	Original date of issuance	11 March 2021
12	Perpetual or dated	Dated
13	Original maturity date	11 March 2031
14	Issuer call subject to prior supervisory approval	Yes
15	Optional call date, contingent call dates and redemption amount	Call Date 11 March 2026 at Par /Tax or Capital Disqualification Event at any time at Par
16	Subsequent call dates, if applicable	On any annual interest payment date after first call date
<b>Coupons / dividends</b>		
17	Fixed or floating dividend/coupon	Fixed to floating
18	Coupon rate and any related index	From 11 March 2026 rate changes from fixed 2.125% to Annual Benchmark Gilt Rate + 1.900%, resettable on 11 March 2027 and on each interest payment date after the second reset date
19	Existence of a dividend stopper	No
UK-20a	Fully discretionary, partially discretionary or mandatory (in terms of timing)	Mandatory
UK-20b	Fully discretionary, partially discretionary or mandatory (in terms of amount)	Mandatory
21	Existence of step up or other incentive to redeem	No
22	Noncumulative or cumulative	Cumulative
23	Convertible or non-convertible	Convertible
24	If convertible, conversion trigger (s)	Triggers to statutory bail-in power and mandatory write-down/conversion of capital instruments power under UK Banking Act 2009 – UK Bank of England/Prudential Regulatory Authority
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	HSBC UK Bank plc
30	Write-down features	Yes
31	If write-down, write-down trigger(s)	Triggers to statutory bail-in power and mandatory write-down/conversion of capital instruments power under UK Banking Act 2009 – UK Bank of England/Prudential Regulatory Authority
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
34a	Type of subordination (only for eligible liabilities)	NA
UK-34b	Ranking of the instrument in normal insolvency proceedings	3 - Subordinated notes
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
37a	Link to the full term and conditions of the instrument (signposting)	Available upon request

GBP 550m Subordinated Loan 2033

1	Issuer	Issued by HSBC UK Bank Plc on 3 July 2023
2	Unique identifier (eg CUSIP, ISIN or Bloomberg identifier for private placement)	N/A - Internal issuance [9605]
2a	Public or private placement	Private
3	Governing law(s) of the instrument	English Law
3a	Contractual recognition of write down and conversion powers of resolution authorities	No
<b>Regulatory treatment</b>		
4	Current treatment taking into account, where applicable, transitional CRR rules	Tier 2
5	Post-transitional CRR rules	Tier 2
6	Eligible at solo / (sub-) consolidated/ solo & (sub-) consolidated	Solo & Sub-Consolidated
7	Instrument type (types to be specified by each jurisdiction)	Tier 2
8	Amount recognised in regulatory capital (Currency in million, as of most recent reporting date)	GBP 548
9	Nominal amount of instrument (Currency in million)	GBP 550
UK-9a	Issue price	100.000%
UK-9b	Redemption price	100.000%
10	Accounting classification	Liability - amortised cost
11	Original date of issuance	03 July 2023
12	Perpetual or dated	Dated
13	Original maturity date	03 July 2033
14	Issuer call subject to prior supervisory approval	Yes
15	Optional call date, contingent call dates and redemption amount	Call Date 03 July 2028 at Par / Tax or Capital Disqualification Event at any time at Par
16	Subsequent call dates, if applicable	On any annual interest payment date after first call date
<b>Coupons / dividends</b>		
17	Fixed or floating dividend/coupon	Floating
18	Coupon rate and any related index	Compounded Daily SONIA Rate + 3.3700%
19	Existence of a dividend stopper	No
UK-20a	Fully discretionary, partially discretionary or mandatory (in terms of timing)	Mandatory
UK-20b	Fully discretionary, partially discretionary or mandatory (in terms of amount)	Mandatory
21	Existence of step up or other incentive to redeem	No
22	Noncumulative or cumulative	Cumulative
23	Convertible or non-convertible	Convertible
24	If convertible, conversion trigger (s)	Triggers to statutory bail-in power and mandatory write-down/conversion of capital instruments power under UK Banking Act 2009 – UK Bank of England/Prudential Regulatory Authority
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	HSBC UK Bank plc
30	Write-down features	Yes
31	If write-down, write-down trigger(s)	Triggers to statutory bail-in power and mandatory write-down/conversion of capital instruments power under UK Banking Act 2009 – UK Bank of England/Prudential Regulatory Authority
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
34a	Type of subordination (only for eligible liabilities)	NA
UK-34b	Ranking of the instrument in normal insolvency proceedings	3 - Subordinated notes
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
37a	Link to the full term and conditions of the instrument (signposting)	Available upon request

USD 840m Subordinated Loan 2033

1	Issuer	Issued by HSBC UK Bank Plc on 3 July 2023
2	Unique identifier (eg CUSIP, ISIN or Bloomberg identifier for private placement)	N/A - Internal issuance [9606]
2a	Public or private placement	Private
3	Governing law(s) of the instrument	English Law
3a	Contractual recognition of write down and conversion powers of resolution authorities	No
<b>Regulatory treatment</b>		
4	Current treatment taking into account, where applicable, transitional CRR rules	Tier 2
5	Post-transitional CRR rules	Tier 2
6	Eligible at solo / (sub-) consolidated/ solo & (sub-) consolidated	Solo & Sub-Consolidated
7	Instrument type (types to be specified by each jurisdiction)	Tier 2
8	Amount recognised in regulatory capital (Currency in million, as of most recent reporting date)	GBP 663
9	Nominal amount of instrument (Currency in million)	USD 840 (GBP 665)
UK-9a	Issue price	100.000%
UK-9b	Redemption price	100.000%
10	Accounting classification	Liability - amortised cost
11	Original date of issuance	03 July 2023
12	Perpetual or dated	Dated
13	Original maturity date	03 July 2033
14	Issuer call subject to prior supervisory approval	Yes
15	Optional call date, contingent call dates and redemption amount	Call Date 3 July 2028 at Par / Tax or Capital Disqualification event at any time at Par
16	Subsequent call dates, if applicable	On each annual interest payment date after first call date
<b>Coupons / dividends</b>		
17	Fixed or floating dividend/coupon	Floating
18	Coupon rate and any related index	SOFR + 3.0300%
19	Existence of a dividend stopper	No
UK-20a	Fully discretionary, partially discretionary or mandatory (in terms of timing)	Mandatory
UK-20b	Fully discretionary, partially discretionary or mandatory (in terms of amount)	Mandatory
21	Existence of step up or other incentive to redeem	No
22	Noncumulative or cumulative	Cumulative
23	Convertible or non-convertible	Convertible
24	If convertible, conversion trigger (s)	Triggers to statutory bail-in power and mandatory write-down/conversion of capital instruments power under UK Banking Act 2009 – UK Bank of England/Prudential Regulatory Authority
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	HSBC UK Bank plc
30	Write-down features	Yes
31	If write-down, write-down trigger(s)	Triggers to statutory bail-in power and mandatory write-down/conversion of capital instruments power under UK Banking Act 2009 – UK Bank of England/Prudential Regulatory Authority
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
34a	Type of subordination (only for eligible liabilities)	NA
UK-34b	Ranking of the instrument in normal insolvency proceedings	3 - Subordinated notes
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	-
37a	Link to the full term and conditions of the instrument (signposting)	Available upon request

GBP 250m Subordinated Loan 2033

1	Issuer	Issued by HSBC UK Bank Plc on 15 December 2023
2	Unique identifier (eg CUSIP, ISIN or Bloomberg identifier for private placement)	N/A - Internal issuance [9625]
2a	Public or private placement	Private
3	Governing law(s) of the instrument	English Law
3a	Contractual recognition of write down and conversion powers of resolution authorities	No
<b>Regulatory treatment</b>		
4	Current treatment taking into account, where applicable, transitional CRR rules	Tier 2
5	Post-transitional CRR rules	Tier 2
6	Eligible at solo / (sub-) consolidated/ solo & (sub-) consolidated	Solo & Sub-Consolidated
7	Instrument type (types to be specified by each jurisdiction)	Tier 2
8	Amount recognised in regulatory capital (Currency in million, as of most recent reporting date)	GBP 248
9	Nominal amount of instrument (Currency in million)	GBP 250
UK-9a	Issue price	100.000%
UK-9b	Redemption price	100.000%
10	Accounting classification	Liability - amortised cost
11	Original date of issuance	15 December 2023
12	Perpetual or dated	Dated
13	Original maturity date	15 December 2033
14	Issuer call subject to prior supervisory approval	Yes
15	Optional call date, contingent call dates and redemption amount	Call Date 15 December 2028 at Par / Tax or Capital Disqualification event at any time at Par
16	Subsequent call dates, if applicable	On each annual interest payment date after first call date
<b>Coupons / dividends</b>		
17	Fixed or floating dividend/coupon	Fixed to floating
18	Coupon rate and any related index	From 15 December 2028 rate changes from fixed 6.896% to Compounded Daily SONIA Rate + 2.99%
19	Existence of a dividend stopper	No
UK-20a	Fully discretionary, partially discretionary or mandatory (in terms of timing)	Mandatory
UK-20b	Fully discretionary, partially discretionary or mandatory (in terms of amount)	Mandatory
21	Existence of step up or other incentive to redeem	No
22	Noncumulative or cumulative	Cumulative
23	Convertible or non-convertible	Convertible
24	If convertible, conversion trigger (s)	Triggers to statutory bail-in power and mandatory write-down/conversion of capital instruments power under UK Banking Act 2009 – UK Bank of England/Prudential Regulatory Authority
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	HSBC UK Bank plc
30	Write-down features	Yes
31	If write-down, write-down trigger(s)	Triggers to statutory bail-in power and mandatory write-down/conversion of capital instruments power under UK Banking Act 2009 – UK Bank of England/Prudential Regulatory Authority
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
34a	Type of subordination (only for eligible liabilities)	NA
UK-34b	Ranking of the instrument in normal insolvency proceedings	3 - Subordinated notes
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	-
37a	Link to the full term and conditions of the instrument (signposting)	Available upon request

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