

The Hongkong and Shanghai Banking Corporation Limited

Regulatory Capital Instruments

31 December 2016

Contents

| Ordinary Shares | 3 |
|---|--|
| Perpetual non-cumulative preference shares (US\$978m) | 4 |
| Perpetual non-cumulative preference shares (US\$375m) | |
| Perpetual non-cumulative preference shares (US\$500m) | 6 |
| Perpetual non-cumulative preference shares (US\$1,000m) | |
| Perpetual non-cumulative preference shares (US\$250m) | |
| Perpetual non-cumulative preference shares (US\$150m) | 9 |
| | |
| | |
| Primary capital undated floating rate notes (US\$400m) | 12 |
| | |
| | |
| | |
| | 16 |
| | 17 |
| | 18 |
| | 19 |
| | 20 |
| Footnotes | 21 |
| | Perpetual non-cumulative preference shares (US\$1,000m) Perpetual non-cumulative preference shares (US\$1,000m) Perpetual non-cumulative preference shares (US\$250m) Perpetual non-cumulative preference shares (US\$150m) Perpetual subordinated loan (US\$1,000m) Perpetual subordinated loan (US\$900m) Primary capital undated floating rate notes (US\$400m) Subordinated loan due 2022 (US\$300m) Subordinated loan due 2023 (US\$500m) Subordinated loan due 2024 (US\$600m) Subordinated loan due 2024 (US\$1,000m) Subordinated loan due 2025 (US\$180m) Perpetual cumulative preference shares (US\$200m) Subordinated bonds due 2022 (MYR500m) Subordinated bonds due 2021 (MYR500m) |

Certain defined terms

This document is issued by The Hongkong and Shanghai Banking Corporation Limited ('the Bank') and its subsidiaries (together 'group'). 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 ¹ | NA |
| 5 | Post-transitional Basel III rules ² | Common Equity Tier 1 |
| 6 | Eligible at solo ³ /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\$112,905m |
| 9 | Par value of instrument | No par value (Issued HK\$114,359m) |
| 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 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 the bank |
| 36 | Non-compliant transitioned features | No |
| 37 | If yes, specify non-compliant features | NA |
| | T 11/1 | The second secon |

Terms and conditions

| Perpetual non-cumulative preference shares (US\$978) Issuer | The Hongkong and Shanghai Banking Corporation Limited |
|---|--|
| 2 Unique identifier (eg CUSIP, ISIN or Bloomberg identifier for | NA |
| private placement) | |
| Governing law(s) of the instrument | Laws of Hong Kong |
| Regulatory treatment | |
| Transitional Basel III rules ¹ | Additional Tier 1 |
| Post-transitional Basel III rules ² | NA |
| Eligible at solo ³ /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) | HK\$7,585m |
| 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 |
| 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 |
| 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

| 3) | Perpetual non-cumulative preference shares (US\$375m) | |
|----|---|--|
| 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 ¹ | Additional Tier 1 |
| 5 | Post-transitional Basel III rules ² | 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) | HK\$2,908m |
| 9 | Par value of instrument | No par value (Issued US\$375m) |
| 10 | Accounting classification | Liability - amortised cost |
| 11 | Original date of issuance | 9 May 2003 |
| 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 immediately 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 + 1.35% |
| 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 | 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 3 |

| _ | | |
|----|---|--|
| 4) | Perpetual non-cumulative preference shares (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 ¹ | Additional Tier 1 |
| 5 | Post-transitional Basel III rules ² | 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) | HK\$3,878m |
| 9 | Par value of instrument | No par value (Issued US\$500m) |
| 10 | Accounting classification | Liability - amortised cost |
| 11 | Original date of issuance | 19 Dec 2003 |
| 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 immediately 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 + 1.25% |
| 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 | 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 4 |

| 5) Perpetual non-cumulative preference shares (US\$1,000 |
|--|
|--|

1 Issuer The Hongkong and Shanghai Banking Corporation Limited

2 Unique identifier (eg CUSIP, ISIN or Bloomberg identifier for NA

private placement)

3 Governing law(s) of the instrument Laws of Hong Kong

Regulatory treatment

4 Transitional Basel III rules¹ Additional Tier 1

5 Post-transitional Basel III rules² NA

6 Eligible at solo³/group/group & solo Group & solo

7 Instrument type (types to be specified by Perpetual non-cumulative preference shares

each jurisdiction)

8 Amount recognised in regulatory capital (Currency in HK\$7,755m

million, as of most recent reporting date)

9 Par value of instrument No par value (Issued US\$1,000m)

10 Accounting classification Liability - amortised cost

11 Original date of issuance19 Mar 200412 Perpetual or datedPerpetual13 Original maturity dateNo maturity

14 Issuer call subject to prior supervisory approval Yes

15 Optional call date, contingent call dates and Callable immediately at par value

redemption amount

16 Subsequent call dates, if applicable NA

Coupons / dividends

17 Fixed or floating dividend/coupon Floating

 $18 \quad \text{Coupon rate and any related index} \qquad \qquad 1 \text{ year USD LIBOR} + 1.25\%$

19 Existence of a dividend stopper N

20 Fully discretionary, partially discretionary or mandatory Fully discretionary

21 Existence of step up or other incentive to redeem

22 Non-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 NA

converts into

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 NA

write-up mechanism
35 Position in subordination hierarchy in liquidation (specify

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 Y

37 If yes, specify non-compliant features Without Non-Viability Loss Absorption Clauses

Terms and conditions <u>Terms and conditions - Capital instrument 5</u>

No

| _ | | |
|----|---|--|
| 6) | Perpetual non-cumulative preference shares (US\$250m) | |
| 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 ¹ | Additional Tier 1 |
| 5 | Post-transitional Basel III rules ² | 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) | HK\$1,939m |
| 9 | Par value of instrument | No par value (Issued US\$250m) |
| 10 | Accounting classification | Liability - amortised cost |
| 11 | Original date of issuance | 19 Nov 2004 |
| 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 immediately 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 + 1.15% |
| 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 | 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 |

| 7) Perpetual non-cumulative preference shares (US\$150m) | |
|--|--|
| 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 ¹ | Additional Tier 1 |
| 5 Post-transitional Basel III rules ² | 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) | HK\$1,163m |
| 9 Par value of instrument | No par value (Issued US\$150m) |
| 10 Accounting classification | Liability - amortised cost |
| 11 Original date of issuance | 23 Dec 2004 |
| 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 immediately 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 + 1.15% |
| 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 | 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 | NA |
| write-up mechanism | |
| 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

Terms and conditions

Without Non-Viability Loss Absorption Clauses

| 8) Perpetua | l subordinated loai | ı (US\$1,000m) |
|-------------|---------------------|----------------|
|-------------|---------------------|----------------|

The Hongkong and Shanghai Banking Corporation Limited 1 Issuer

HK\$7,756m

Callable on any interest payment date after first call date

Immediately subordinated to the claims of all Senior Creditors

2 Unique identifier (eg CUSIP, ISIN or Bloomberg identifier for

private placement)

3 Governing law(s) of the instrument Laws of Hong Kong

Regulatory treatment

Transitional Basel III rules1 NA 4

5 Post-transitional Basel III rules2 Additional Tier 1 Eligible at solo³/group/group & solo Group & solo

7 Instrument type (types to be specified by Perpetual debt instruments

each jurisdiction)

8 Amount recognised in regulatory capital (Currency in

million, as of most recent reporting date)

9 Par value of instrument US\$1,000m

10 Accounting classification Shareholders' equity 11 Original date of issuance 22 December 2014

12 Perpetual or dated Perpetual 13 Original maturity date No maturity

14 Issuer call subject to prior supervisory approval Yes 22 December 2019 at par value

15 Optional call date, contingent call dates and

16 Subsequent call dates, if applicable

redemption amount

Coupons / dividends

17 Fixed or floating dividend/coupon Floating

1 year USD LIBOR + 3.84% 18 Coupon rate and any related index

19 Existence of a dividend stopper

20 Fully discretionary, partially discretionary Fully discretionary

or mandatory

21 Existence of step up or other incentive to redeem No

22 Non-cumulative or cumulative Noncumulative

23 Convertible or non-convertible Non-convertible 24 If convertible, conversion trigger (s) NA

25 If convertible, fully or partially NA NA 26 If convertible, conversion rate

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 NA

converts into 30 Write-down feature

Yes

31 If write-down, write-down trigger(s) Non-viability Event. Hong Kong Monetary Authority -Contractual

32 If write-down, full or partial Full

33 If write-down, permanent or temporary Permanent 34 If temporary write-down, description of NA

write-up mechanism 35 Position in subordination hierarchy in liquidation (specify

instrument type immediately senior to instrument) (including any holders of 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

1 Issuer 2 Unique identifier (eg CUSIP, ISIN or Bloomberg identifier for

private placement)

3 Governing law(s) of the instrument

Regulatory treatment

Transitional Basel III rules1 4

5 Post-transitional Basel III rules2 Eligible at solo³/group/group & solo Group & solo

7 Instrument type (types to be specified by each jurisdiction)

8 Amount recognised in regulatory capital (Currency in million, as of most recent reporting date)

9 Par value of instrument 10 Accounting classification 11 Original date of issuance

12 Perpetual or dated 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 Coupons / dividends

17 Fixed or floating dividend/coupon 18 Coupon rate and any related index

19 Existence of a dividend stopper

20 Fully discretionary, partially discretionary or mandatory

21 Existence of step up or other incentive to redeem

22 Non-cumulative or cumulative 23 Convertible or 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 feature

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

35 Position in subordination hierarchy in liquidation (specify instrument type immediately senior to instrument)

36 Non-compliant transitioned features

37 If yes, specify non-compliant features

Terms and conditions

The Hongkong and Shanghai Banking Corporation Limited

Laws of Hong Kong

NA

Additional Tier 1

Perpetual debt instruments

HK\$6,981m

US\$900m

Shareholders' equity 22 December 2014

Perpetual No maturity Yes

22 December 2019 at par value

Callable on any interest payment date after first call date

Floating

1 year USD LIBOR + 3.84%

Fully discretionary

No

Noncumulative Non-convertible

NA NA NA NA NA NA

Yes

Non-viability Event. Hong Kong Monetary Authority -

Contractual Full Permanent NA

Immediately subordinated to the claims of all Senior Creditors (including any holders of Tier 2 Instruments)

No NA

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

The Hongkong and Shanghai Banking Corporation Limited

ISIN GB0004355490 2 Unique identifier (eg CUSIP, ISIN or Bloomberg identifier for private placement)

3 Governing law(s) of the instrument English Law

Regulatory treatment

4 Transitional Basel III rules1 Tier 2 5 Post-transitional Basel III rules² NA

6 Eligible at solo³/group/group & solo Group & solo

7 Instrument type (types to be specified by Perpetual debt instruments

each jurisdiction)

Amount recognised in regulatory capital (Currency in HK\$3,102m

million, as of most recent reporting date)

US\$400m 9 Par value of instrument

10 Accounting classification Liability - amortised cost

11 Original date of issuance 9 Jul 1986 12 Perpetual or dated Perpetual No maturity 13 Original maturity date

14 Issuer call subject to prior supervisory approval

15 Optional call date, contingent call dates and 9 July 1991 at par value

redemption amount

Callable on any interest payment date after first call date 16 Subsequent call dates, if applicable

Coupons / dividends

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 Mandatory

or 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 NA

converts into

30 Write-down feature No 31 If write-down, write-down trigger(s) NA 32 If write-down, full or partial NA NA 33 If write-down, permanent or temporary

34 If temporary write-down, description of NA write-up mechanism

35 Position in subordination hierarchy in liquidation (specify

Immediately subordinate to Senior Creditors instrument type immediately senior to instrument)

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) Subordinated loan due 2022 (US\$300m)

1 Issuer The Hongkong and Shanghai Banking Corporation Limited

Unique identifier (eg CUSIP, ISIN or Bloomberg identifier for

private placement)

3 Governing law(s) of the instrument Laws of Hong Kong

Regulatory treatment

4 Transitional Basel III rules¹ NA
5 Post-transitional Basel III rules² Tier 2

6 Eligible at solo³/group/group & solo
7 Instrument type (types to be specified by
Other Tier 2 instruments

7 Instrument type (types to be specified by each jurisdiction)

8 Amount recognised in regulatory capital (Currency in HK\$2,327m

million, as of most recent reporting date)

9 Par value of instrument US\$300m

10 Accounting classification Liability - amortised cost

11 Original date of issuance6 Jul 201212 Perpetual or datedDated13 Original maturity date6 Jul 2022

14 Issuer call subject to prior supervisory approval No
15 Optional call date, contingent call dates and NA

5 Optional call date, contingent call dates and NA redemption amount

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

21 Existence of step up or other incentive to redeem

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

30 Write-down feature Yes

31 If write-down, write-down trigger(s)

Non-viability Event. Hong Kong Monetary Authority -

No

Contractual

32 If write-down, full or partial Full

33 If write-down, permanent or temporary
Permanent
Permanent
NA

34 If temporary write-down, description of write-up mechanism

35 Position in subordination hierarchy in liquidation (specify Immediately subordinate to Senior Creditors

instrument type immediately senior to instrument)

36 Non-compliant transitioned features

No

37 If yes, specify non-compliant features NA
Terms and conditions Terms and conditions - Capital instrument 11

12) Subordinated loan due 2023 (US\$500m)

1 Issuer The Hongkong and Shanghai Banking Corporation Limited

NA

2 Unique identifier (eg CUSIP, ISIN or Bloomberg identifier for

private placement)

3 Governing law(s) of the instrument Laws of Hong Kong

Regulatory treatment

NA 4 Transitional Basel III rules1 Post-transitional Basel III rules² Tier 2 Eligible at solo³/group/group & solo Group & solo

7 Instrument type (types to be specified by Other Tier 2 instruments

each jurisdiction)

8 Amount recognised in regulatory capital (Currency in HK\$3,878m

million, as of most recent reporting date)

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 20 Dec 2023 13 Original maturity date

14 Issuer call subject to prior supervisory approval No

15 Optional call date, contingent call dates and NA

redemption amount

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 Mandatory

or 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 NA converts into

30 Write-down feature Yes

Non-viability Event. Hong Kong Monetary Authority -31 If write-down, write-down trigger(s)

Contractual

Full 32 If write-down, full or partial

33 If write-down, permanent or temporary Permanent NA

34 If temporary write-down, description of

write-up mechanism

35 Position in subordination hierarchy in liquidation (specify Immediately subordinate to Senior Creditors instrument type immediately senior to instrument)

36 Non-compliant transitioned features No 37 If yes, specify non-compliant features NA

Terms and conditions Terms and conditions - Capital instrument 12

| 13) | Subordina | ted loan | due | 2024 | (US\$600m) |
|-----|-----------|-----------|-----|------|----------------------|
| 131 | Suburuma | icu ivaii | uuc | 404 | 1 (1)(3)(0)(1)(1)(1) |

1 Issuer The Hongkong and Shanghai Banking Corporation Limited

2 Unique identifier (eg CUSIP, ISIN or Bloomberg identifier for

private placement)

3 Governing law(s) of the instrument Laws of Hong Kong

Regulatory treatment

Transitional Basel III rules1 4 5 Post-transitional Basel III rules2 Tier 2

Eligible at solo³/group/group & solo 7 Instrument type (types to be specified by

each jurisdiction)

8 Amount recognised in regulatory capital (Currency in

million, as of most recent reporting date)

9 Par value of instrument

10 Accounting classification

11 Original date of issuance

12 Perpetual or dated

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

Coupons / dividends

17 Fixed or floating dividend/coupon

18 Coupon rate and any related index

19 Existence of a dividend stopper

20 Fully discretionary, partially discretionary

or mandatory

21 Existence of step up or other incentive to redeem

22 Non-cumulative or cumulative

23 Convertible or 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 feature

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

35 Position in subordination hierarchy in liquidation (specify

instrument type immediately senior to instrument)

36 Non-compliant transitioned features

37 If yes, specify non-compliant features

Terms and conditions

NA

Group & solo

Other Tier 2 instruments

HK\$4,654m

US\$600m

Liability - amortised cost

21 Mar 2014 Dated

21 Mar 2024

Yes

21 March 2019 at par value

Callable on any interest payment date after first call date

Floating

3 months USD LIBOR + 2.10%

No

Mandatory

No

Cumulative

Non-convertible

NA NA NA

NA NA

NA

Yes

Non-viability Event. Hong Kong Monetary Authority -

Contractual

Full Permanent NA

Immediately subordinate to Senior Creditors

No NA

14) Subordinated loan due 2024 (US\$1,000m)

1 Issuer The Hongkong and Shanghai Banking Corporation Limited

Other Tier 2 instruments

Callable on any interest payment date after first call date

Immediately subordinate to Senior Creditors

HK\$7,755m

Unique identifier (eg CUSIP, ISIN or Bloomberg identifier for

private placement)

3 Governing law(s) of the instrument Laws of Hong Kong

Regulatory treatment

Transitional Basel III rules1 NA 4 5 Post-transitional Basel III rules2 Tier 2

Eligible at solo³/group/group & solo Group & solo

7 Instrument type (types to be specified by each jurisdiction)

8 Amount recognised in regulatory capital (Currency in

million, as of most recent reporting date)

9 Par value of instrument US\$1,000m

10 Accounting classification Liability - amortised cost

11 Original date of issuance 18 Jun 2014 12 Perpetual or dated Dated 13 Original maturity date 18 Jun 2024

14 Issuer call subject to prior supervisory approval Yes

15 Optional call date, contingent call dates and 18 June 2019 at par value

16 Subsequent call dates, if applicable

redemption amount

Coupons / dividends

17 Fixed or floating dividend/coupon Floating

3 months USD LIBOR + 1.915% 18 Coupon rate and any related index

19 Existence of a dividend stopper No

20 Fully discretionary, partially discretionary Mandatory or 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 NA 26 If convertible, conversion rate 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 NA converts into

30 Write-down feature Yes

31 If write-down, write-down trigger(s) Non-viability Event. Hong Kong Monetary Authority -

Contractual 32 If write-down, full or partial Full

Permanent 33 If write-down, permanent or temporary 34 If temporary write-down, description of NA

write-up mechanism 35 Position in subordination hierarchy in liquidation (specify

instrument type immediately senior to instrument)

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 2025 (US\$180m)

1 Issuer The Hongkong and Shanghai Banking Corporation Limited

Other Tier 2 instruments

HK\$1,396m

No

Immediately subordinate to Senior Creditors

Unique identifier (eg CUSIP, ISIN or Bloomberg identifier for

private placement)

3 Governing law(s) of the instrument Laws of Hong Kong

Regulatory treatment

4 Transitional Basel III rules¹ NA
5 Post-transitional Basel III rules² Tier 2

6 Eligible at solo³/group/group & solo Group & solo

7 Instrument type (types to be specified by each jurisdiction)

8 Amount recognised in regulatory capital (Currency in

million, as of most recent reporting date)

9 Par value of instrument
 10 Accounting classification
 US\$180m
 Liability - amortised cost

11 Original date of issuance 25 Nov 2015
12 Perpetual or dated Dated
13 Original maturity date 25 Nov 2025

13 Original maturity date
 14 Issuer call subject to prior supervisory approval
 Yes

15 Optional call date, contingent call dates and 25 November 2020 at par value

redemption amount

16 Subsequent call dates, if applicable Callable on any interest payment date after first call date

Coupons / dividends

17 Fixed or floating dividend/coupon
 18 Coupon rate and any related index
 3 months USD LIBOR + 2.54%

19 Existence of a dividend stopper

20 Fully discretionary, partially discretionary Mandatory

or 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 NA

converts into

30 Write-down feature Yes

31 If write-down, write-down trigger(s)

Non-viability Event. Hong Kong Monetary Authority Contractual

32 If write-down, full or partial Full
33 If write-down, permanent or temporary Permanent

34 If temporary write-down, description of NA

write-up mechanism

instrument type immediately senior to instrument)

35 Position in subordination hierarchy in liquidation (specify

36 Non-compliant transitioned features No
37 If yes, specify non-compliant features NA

Terms and conditions Terms and conditions - Capital instrument 15

| 16) Perpetual cumulative preference shares (US\$200m | 16) Perpetua | cumulative | preference shares | (US\$200m |
|--|--------------|------------|-------------------|-----------|
|--|--------------|------------|-------------------|-----------|

1 Issuer The Hongkong and Shanghai Banking Corporation Limited

NA

2 Unique identifier (eg CUSIP, ISIN or Bloomberg identifier for

private placement)

3 Governing law(s) of the instrument Laws of Hong Kong

Regulatory treatment

4 Transitional Basel III rules¹ Tier 2
5 Post-transitional Basel III rules² NA

6 Eligible at solo³/group/group & solo Group & solo

7 Instrument type (types to be specified by Perpetual cumulative preference shares

each jurisdiction)

8 Amount recognised in regulatory capital (Currency in HK\$1,551m

million, as of most recent reporting date)

9 Par value of instrument No par value (Issued US\$200m)

10 Accounting classification Liability - amortised cost

11 Original date of issuance29 Mar 200512 Perpetual or datedPerpetual13 Original maturity dateNo maturity

14 Issuer call subject to prior supervisory approval Yes

15 Optional call date, contingent call dates and Callable immediately at par value

redemption amount

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 + 1.00%

19 Existence of a dividend stopper Yes

20 Fully discretionary, partially discretionary or 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 NA

converts into

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 NA

write-up mechanism

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 <u>Terms and conditions - Capital instrument 16</u>

17) Subordinated bonds due 2022 (MYR500m)

Amount recognised in regulatory capital (Currency in

14 Issuer call subject to prior supervisory approval

HSBC Bank Malaysia Berhad 1 Issuer

MYBDS0705776 2 Unique identifier (eg CUSIP, ISIN or Bloomberg identifier for private placement)

3 Governing law(s) of the instrument Laws of Malaysia

Regulatory treatment

Transitional Basel III rules1 Tier 2 5 Post-transitional Basel III rules² NA Group 6 Eligible at solo³/group/group & solo

7 Instrument type (types to be specified by Other Tier 2 instruments

each jurisdiction)

million, as of most recent reporting date)

MYR500m 9 Par value of instrument

10 Accounting classification Liability - amortised cost

11 Original date of issuance 28 Jun 2007 Dated 12 Perpetual or dated

28 Jun 2022 13 Original maturity date

15 Optional call date, contingent call dates and 28 Jun 2017 at par value

redemption amount

Callable on any anniversary date after first call date 16 Subsequent call dates, if applicable

HK\$729m

Yes

No

Coupons / dividends 17 Fixed or floating dividend/coupon Fixed

18 Coupon rate and any related index Before 28 Jun 2017: 4.35% From 28 Jun 2017: 5.35%

19 Existence of a dividend stopper No

20 Fully discretionary, partially discretionary Mandatory or mandatory

21 Existence of step up or other incentive to redeem Yes Cumulative

22 Non-cumulative or cumulative Non-convertible 23 Convertible or non-convertible

NA 24 If convertible, conversion trigger (s) 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 NA

29 If convertible, specify issuer of instrument it converts into

30 Write-down feature

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 NA

write-up mechanism 35 Position in subordination hierarchy in liquidation (specify Immediately subordinate to Senior Creditors instrument type immediately senior to instrument)

36 Non-compliant transitioned features Yes

- Without Non-Viability Loss Absorption Clauses 37 If yes, specify non-compliant features - Contains a step-up provision

Terms and conditions - Capital instrument 17 Terms and conditions

18) Subordinated bonds due 2027 (MYR500m)

Amount recognised in regulatory capital (Currency in

1 Issuer HSBC Bank Malaysia Berhad

2 Unique identifier (eg CUSIP, ISIN or Bloomberg identifier for private placement) MYBDX0706808

3 Governing law(s) of the instrument Laws of Malaysia

Regulatory treatment

5 Post-transitional Basel III rules² NA
6 Eligible at solo³/group/group & solo Group

7 Instrument type (types to be specified by Other Tier 2 instruments

each jurisdiction)

Transitional Basel III rules1

million, as of most recent reporting date)

9 Par value of instrument MYR500m

10 Accounting classification Liability - amortised cost

11 Original date of issuance2 Nov 200712 Perpetual or datedDated

13 Original maturity date
 14 Issuer call subject to prior supervisory approval
 Yes

15 Optional call date, contingent call dates and 2 Nov 2022 at par value

o Optional call date, contingent call dates and 2 Nov 2022 at par value redemption amount

16 Subsequent call dates, if applicable Callable on any anniversary date after first call date

Tier 2

HK\$733m

Coupons / dividends

17 Fixed or floating dividend/coupon Fixed

18 Coupon rate and any related index Before 2 Nov 2022 : 5.05% From 2 Nov 2022 : 6.05%

19 Existence of a dividend stopper No

20 Fully discretionary, partially discretionary Mandatory or mandatory

21 Existence of step up or other incentive to redeem Yes
22 Non-cumulative or cumulative Cumulative

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

30 Write-down feature No
31 If write-down, write-down trigger(s) NA
32 If write-down, full or partial NA

32 If write-down, full or partial NA
33 If write-down, permanent or temporary NA

34 If temporary write-down, description of NA write-up mechanism

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 - Contains a step-up provision

Terms and conditions Terms and conditions - Capital instrument 18

Footnotes

- 1 Regulatory treatment of capital instruments subject to transitional arrangements provided for in Schedule 4H of the Banking (Capital)
- 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