## HSBC UK Bank plc

Regulatory Capital Instruments 31 December 2021



This document is a disclosure document published as required by, and solely for the purpose of compliance with Article 437(b) of Regulation (EU) No. 575/2013, as amended by Regulation (EU) 2019/876 ("CRR II") 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, Commission Implementing Regulation (EU) No 1423/2013, Q&A published by the European Banking Authority and regulatory guidance published by the UK Prudential Regulatory Authority and the Bank of England. Assumptions on the regulatory treatment of the capital instruments described herein under CRR II reflect the HSBC UK's interpretation of the current rules.

Following the end of the transition period following the UK's withdrawal from the EU, any reference herein to EU regulations (including technical standards) should be read as a reference to the UK's version of such regulations, 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 and eligible liabilities described herein. The information contained in this document is not intended to be a comprehensive description of such capital instruments.

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)

		Ordinary Shares
1	Issuer	HSBC UK Bank plc
2 3	Unique identifier (eg CUSIP, ISIN or Bloomberg identifier for private placement) Governing law(s) of the instrument	NA English Law
4 5	Transitional CRR rules Post-transitional CRR rules	Common Equity Tier 1 Common Equity Tier 1
6	Eligible at solo / (sub-) consolidated/ solo & (sub-) consolidated	Solo & Sub-Consolidated
7 8 9	Instrument type (types to be specified by each jurisdiction) Amount recognised in regulatory capital (Currency in million, as of most recent reporting date) Nominal amount of instrument (Currency in million)	Ordinary Shares GBP 9,015.0 GBP 9,015.0
9a 9b 10 11 12 13 14 15	Issue price Redemption price Accounting classification Original date of issuance Perpetual or dated Original maturity date Issuer call subject to prior supervisory approval Optional call date, contingent call dates and redemption amount	N/A N/A Shareholders' Equity Various Perpetual No Maturity NA
16	Subsequent call dates, if applicable	NA
17 18	Fixed or floating dividend/coupon Coupon rate and any related index	NA NA
19 20 a	Existence of a dividend stopper Fully discretionary, partially discretionary or mandatory (in terms of timing)	NA NA
20 b 21 22 23 24	Fully discretionary, partially discretionary or mandatory (in terms of amount) Existence of step up or other incentive to redeem Noncumulative or cumulative Convertible or non-convertible If convertible, conversion trigger (s)	NA NA- Non-cumulative Non-convertible NA
25 26 27 28 29 30 31	If convertible, fully or partially If convertible, conversion rate If convertible, mandatory or optional conversion If convertible, specify instrument type convertible into If convertible, specify issuer of instrument it converts into Write-down features If write-down, write-down trigger(s)	NA NA NA NA NA NA
32 33 34 35 36	If write-down, full or partial If write-down, permanent or temporary If temporary write-down, description of write-up mechanism Position in subordination hierarchy in liquidation (specify instrument type immediately senior to instrument) Non-compliant transitioned features	NA NA NA Immediately subordinate to Additional Ti No

Immediately subordinate to Additional Tier 1 instruments

3

Terms and Conditions

36

37

Non-compliant transitioned features If yes, specify non-compliant features

Available upon request

No

No

		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	NA
3	(eg CUSIP, ISIN or Bloomberg identifier for private placement) Governing law(s) of the instrument	English Law
4	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	GBP 1,095.5
9	(Currency in million, as of most recent reporting date) Nominal amount of instrument (Currency in million)	GBP 1,095.5
9a	Issue price	100
9b	Redemption price	100
10	Accounting classification	Shareholders' Equity
11	Original date of issuance	19 December 2014
12	Perpetual or dated	Perpetual
13	Original maturity date	No Maturity
14 15	Issuer call subject to prior supervisory approval Optional call date, contingent call dates and redemption amount	Yes 19 December 2019 - Redemption at Par
15	Optional can date, contingent can dates and redemption amount	Tax and regulatory calls at any time - Par
16	Subsequent call dates, if applicable	On any quarterly interest payment date on or after 19 December 2019, i.e. 19 March, 19 June and 19 September.
17 18	Fixed or floating dividend/coupon Coupon rate and any related index	Floating SONIA + 5.1561%
19 20 a	Existence of a dividend stopper Fully discretionary, partially discretionary or mandatory (in terms of timing)	No Fully discretionary
20 b	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 24	Convertible or non-convertible If convertible, conversion trigger (s)	Convertible 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 the occurrence of certain events
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 35	If temporary write-down, description of write-up mechanism Position in subordination hierarchy in liquidation (specify instrument type	NA Immediately subordinate to Tier 2 instruments
6.6	immediately senior to instrument)	
36 37	Non-compliant transitioned features If yes, specify non-compliant features	No NA
	Terms and Conditions	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)	NA
3	Governing law(s) of the instrument	English Law
4	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	GBP 1,100.0
9	(Currency in million, as of most recent reporting date) Nominal amount of instrument (Currency in million)	GBP 1,100.0
9a	Issue price	100
9b	Redemption price	100
10	Accounting classification	Shareholders' Equity
11	Original date of issuance	19 December 2014
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	19 December 2024 - Redemption at Par
16	Subsequent call dates, if applicable	Tax and regulatory calls at any time - Par On any quarterly interest payment date on or after 19 December 2024, i.e. 19 March, 19 June and 19 September.
17 18	Fixed or floating dividend/coupon Coupon rate and any related index	Floating SONIA + 5.3060%
19 20 a	Existence of a dividend stopper Fully discretionary, partially discretionary or mandatory (in terms of timing)	No Fully discretionary
20 b	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 the occurrence of certain events
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
32	If write-down, permanent or temporary	Permanent
34	If temporary write-down, description of write-up mechanism	NA
35	Position in subordination hierarchy in liquidation (specify instrument type immediately senior to instrument)	Immediately subordinate to Tier 2 instruments
36	Non-compliant transitioned features	No
37	If yes, specify non-compliant features	NA
	Terms and Conditions	Available upon request

		<u>Undated Additional Tier 1 Instrument issued 2016 (Callable March 2021onwards)</u>
1	Issuer	Marks and Spencer Financial Services plc (MSFS)
2	Unique identifier	NA
3	(eg CUSIP, ISIN or Bloomberg identifier for private placement) Governing law(s) of the instrument	English Law
4	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 39.3
9	Nominal amount of instrument (Currency in million)	GBP 40.0
9a	Issue price	100
9b	Redemption price	100
10	Accounting classification	Shareholders' Equity
11	Original date of issuance	11 March 2016
12	Perpetual or dated	Perpetual
13	Original maturity date	No Maturity
14	Issuer call subject to prior supervisory approval	
15	Optional call date, contingent call dates and redemption amount	11 March 2021 - Redemption at Par
16	Subsequent call dates, if applicable	Tax and regulatory calls at any time - Par On any annual interest payment date i.e. 11 March
17 18	Fixed or floating dividend/coupon Coupon rate and any related index	Fixed 8.56%
19 20 a	Existence of a dividend stopper Fully discretionary, partially discretionary or mandatory (in terms of timing)	No Fully discretionary
20 b	Fully discretionary, partially discretionary or mandatory (in terms of amount)	Fully discretionary
21	Existence of step up or other incentive to redeem	Νο
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 the occurrence of certain events
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 31	Write-down features If write-down, write-down trigger(s)	Yes Contractual: Either MSFS or HSBC UK Consolidated Common
51	in write-down, write-down trigger(s)	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
35	Position in subordination hierarchy in liquidation (specify instrument type	Immediately subordinate to Tier 2 instruments
20	immediately senior to instrument)	No
36 37	Non-compliant transitioned features If yes, specify non-compliant features	No NA
57	n yoo, opoony non-oompliant loateroo	1.0.1

Terms and Conditions

		Undated Additional Tier 1 Instrument issued 2017 (Callable December 2022 onwards)
1	Issuer	Marks and Spencer Financial Services plc (MSFS)
2	Unique identifier	NA
3	(eg CUSIP, ISIN or Bloomberg identifier for private placement) Governing law(s) of the instrument	English Law
4	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 19.6
9	Nominal amount of instrument (Currency in million)	GBP 20.0
9a	Issue price	100
9b	Redemption price	100
10	Accounting classification	Shareholders' Equity
11	Original date of issuance	08 December 2017
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	8 December 2022 - Redemption at Par
16	Subsequent call dates, if applicable	Tax and regulatory calls at any time - Par On any annual interest payment date i.e. 8 December
17 18	Fixed or floating dividend/coupon Coupon rate and any related index	Fixed 5.75%
19 20 a	Existence of a dividend stopper Fully discretionary, partially discretionary or mandatory (in terms of timing)	No Fully discretionary
20 b	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 the occurrence of certain events
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, run of partial	Permanent
34	If temporary write-down, description of write-up mechanism	NA
35	Position in subordination hierarchy in liquidation (specify instrument type immediately senior to instrument)	Immediately subordinate to Tier 2 instruments
36	Non-compliant transitioned features	No
37	If yes, specify non-compliant features	NA

Terms and Conditions

GBP 550m Subordinated Loan 2028

		GBP 550m Subordinated Loan 2028
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)	NA
3	Governing law(s) of the instrument	English Law
4	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	GBP 550.0
9	(Currency in million, as of most recent reporting date) Nominal amount of instrument (Currency in million)	GBP 550.0
		100
9a 9b	Issue price Redemption price	100
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 2028
14	Issuer call subject to prior supervisory approval	Yes
15	Optional call date, contingent call dates and redemption amount	01 July 2023
16	Subsequent call dates, if applicable	On any quarterly interest payment date on or after 1 July 2023, i.e. 1 October, 1 January, and 1 April.
17 18	Fixed or floating dividend/coupon Coupon rate and any related index	Floating SONIA + 1.6006%
19 20 a	Existence of a dividend stopper Fully discretionary, partially discretionary or mandatory (in terms of timing)	No Mandatory
20 b	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 the occurrence of certain events
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)	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	lf write-down, full or partial	May be written down partially
33	If write-down, permanent or temporary	Permanent
34	If temporary write-down, description of write-up mechanism	NA
35	Position in subordination hierarchy in liquidation (specify instrument type immediately senior to instrument)	Immediately subordinate to Senior Creditors
36	Non-compliant transitioned features	No
37	If yes, specify non-compliant features	NA

Terms and Conditions

USD 840m Subordinated Loan 2028

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)	NA
3	Governing law(s) of the instrument	English Law
4	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 620.7
9	Nominal amount of instrument (Currency in million)	USD 840.0
9a 9b	Issue price	100 100
10	Redemption price Accounting classification	Liability - amortised cost
11	Original date of issuance	26 June 2018
12	Perpetual or dated	Dated
13	Original maturity date	01 July 2028
14	Issuer call subject to prior supervisory approval	Yes
15	Optional call date, contingent call dates and redemption amount	01 July 2023
16	Subsequent call dates, if applicable	On any quarterly interest payment date on or after 1 July 2023, i.e. 1 October, 1 January, and 1 April.
17 18	Fixed or floating dividend/coupon Coupon rate and any related index	Floating 3 month USD LIBOR + 1.51%
19 20 a	Existence of a dividend stopper Fully discretionary, partially discretionary or mandatory (in terms of timing)	No Mandatory
20 b	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 the occurrence of certain events
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)	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	May be written down partially
33	If write-down, permanent or temporary	Permanent
34	If temporary write-down, description of write-up mechanism	NA
35	Position in subordination hierarchy in liquidation (specify instrument type	Immediately subordinate to Senior Creditors
	immediately senior to instrument)	-
36	Non-compliant transitioned features	No
37	If yes, specify non-compliant features	NA

Terms and Conditions

GBP 1,000m Subordinated Loan 2030

## Issued by HSBC Bank plc and subsequently transferred to HSBC 1 Issuer UK Bank Plc on 1 July 2018 2 Unique identifier NA (eg CUSIP, ISIN or Bloomberg identifier for private placement) 3 Governing law(s) of the instrument English Law Transitional CRR rules 4 Tier 2 Post-transitional CRR rules Tier 2 5 Eligible at solo / (sub-) consolidated/ solo & (sub-) consolidated Solo & Sub-Consolidated 6 Instrument type (types to be specified by each jurisdiction) 7 Tier 2 Amount recognised in regulatory capital 8 GBP 1,000.0 (Currency in million, as of most recent reporting date) 9 Nominal amount of instrument (Currency in million) GBP 1,000.0 9a Issue price 100 Redemption price 100 9b Accounting classification Liability - amortised cost 10 Original date of issuance 26 June 2018 11 Perpetual or dated 12 Dated 13 Original maturity date 01 July 2030 14 Issuer call subject to prior supervisory approval Yes Optional call date, contingent call dates and redemption amount 15 01 July 2025 16 Subsequent call dates, if applicable On any quarterly interest payment date on or after 1 July 2025, i.e. 1 October, 1 January, and 1 April. Fixed or floating dividend/coupon Floating 17 SONIA + 1.8878% Coupon rate and any related index 18 19 Existence of a dividend stopper No Fully discretionary, partially discretionary or mandatory (in terms of timing) Mandatory 20 a 20 b Fully discretionary, partially discretionary or mandatory (in terms of Mandatory amount) 21 Existence of step up or other incentive to redeem No Noncumulative or cumulative Cumulative 22 Convertible or non-convertible Convertible 23 If convertible, conversion trigger (s) Triggers to statutory bail-in power and mandatory write-24 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 If convertible, conversion rate To be determined at conversion 26 If convertible, mandatory or optional conversion Mandatory upon the occurrence of certain events 27 If convertible, specify instrument type convertible into Common Equity Tier 1 28 HSBC UK Bank plc If convertible, specify issuer of instrument it converts into 29 30 Write-down features Yes 31 If write-down, write-down trigger(s) Statutory: Triggers to bail-in power and mandatory writedown/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 If temporary write-down, description of write-up mechanism 34 NA Position in subordination hierarchy in liquidation (specify instrument type 35 Immediately subordinate to Senior Creditors immediately senior to instrument) 36 Non-compliant transitioned features No If yes, specify non-compliant features 37 NA

Terms and Conditions

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	NA
3	(eg CUSIP, ISIN or Bloomberg identifier for private placement) Governing law(s) of the instrument	English Law
4	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 650.0
9	Nominal amount of instrument (Currency in million)	GBP 650.0
9a	Issue price	100
9b	Redemption price	100
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	11 September 2028
16	Subsequent call dates, if applicable	On any quarterly interest payment date on or after 11 September 2028, i.e. 11 December, 11 March and 11 June each year.
17 18	Fixed or floating dividend/coupon Coupon rate and any related index	Floating SONIA + 2.1434%
19 20 a	Existence of a dividend stopper Fully discretionary, partially discretionary or mandatory (in terms of timing)	No Mandatory
20 b	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
05	If convertible, fully or partially	May convert fully or partially
25 26	If convertible, fully or partially If convertible, conversion rate	May convert fully or partially To be determined at conversion
20		Mandatory upon the occurrence of certain events
28	If convertible, mandatory or optional conversion If convertible, specify instrument type convertible into	
20	If convertible, specify issuer of instrument it converts into	Common Equity Tier 1 HSBC UK Bank plc
30	Write-down features	Yes
31	If write-down, write-down trigger(s)	Statutory: Triggers to bail-in power and mandatory write-
01		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
35	Position in subordination hierarchy in liquidation (specify instrument type immediately senior to instrument)	Immediately subordinate to Senior Creditors
36	Non-compliant transitioned features	No
37	If yes, specify non-compliant features	NA

Terms and Conditions

		GBP 100m Subordinated Loan 2029
1	Issuer	HSBC UK Bank Plc
2 3	Unique identifier (eg CUSIP, ISIN or Bloomberg identifier for private placement) Governing law(s) of the instrument	NA English Law
4	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 100.0
9	Nominal amount of instrument (Currency in million)	GBP 100.0
9a 9b	Issue price Redemption price	100 100
10	Accounting classification	Liability - amortised cost
11	Original date of issuance	29 March 2019
12	Perpetual or dated	Dated
13 14	Original maturity date Issuer call subject to prior supervisory approval	29 March 2029 Yes
15	Optional call date, contingent call dates and redemption amount	
		29 March 2024
16	Subsequent call dates, if applicable	On any quarterly interest payment date on or after 29 March 2024, i.e. 29 June, 29 September and 29 December each year.
17 18	Fixed or floating dividend/coupon Coupon rate and any related index	Fixed 2.86%
19 20 a	Existence of a dividend stopper Fully discretionary, partially discretionary or mandatory (in terms of timing)	No Mandatory
20 b	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 24	Convertible or non-convertible If convertible, conversion trigger (s)	Convertible 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
05	If convertible, fully or partially	May convort fully or partially
25 26	If convertible, fully or partially If convertible, conversion rate	May convert fully or partially To be determined at conversion
27	If convertible, mandatory or optional conversion	Mandatory upon the occurrence of certain events
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 31	Write-down features	Yes Statutory: Triggers to bail-in power and mandatory write-
51	If write-down, write-down trigger(s)	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 35	If temporary write-down, description of write-up mechanism Position in subordination hierarchy in liquidation (specify instrument type	NA Immediately subordinate to Senior Creditors
55	immediately senior to instrument)	
36 37	Non-compliant transitioned features If yes, specify non-compliant features	No NA
	Terms and Conditions	Available upon request

Terms and Conditions

		GBP 79m Subordinated Loan 2031
1	Issuer	HSBC UK Bank Plc
2	Unique identifier (eg CUSIP, ISIN or Bloomberg identifier for private placement)	ΝΑ
3	Governing law(s) of the instrument	English Law
4	Transitional CRR rules	Tier 2
5	Post-transitional CRR rules	Tier 2
6	Eligible at solo / (sub-) consolidated/ solo & (sub-) consolidated	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 79.0
9	Nominal amount of instrument (Currency in million)	GBP 79.0
9a	Issue price	100
9b	Redemption price	100
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	11 March 2026
16	Subsequent call dates, if applicable	On any annual interest payment date i.e. 11 March
17 18	Fixed or floating dividend/coupon Coupon rate and any related index	Fixed 2.13%
19 20 a	Existence of a dividend stopper Fully discretionary, partially discretionary or mandatory (in terms of timing)	No Mandatory
20 b	Fully discretionary, partially discretionary or mandatory (in terms of amount)	Mandatory
21	Existence of step up or other incentive to redeem	Νο
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-
24		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 the occurrence of certain events
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)	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	lf write-down, full or partial	May be written down partially
33	If write-down, run of partial	Permanent
34	If temporary write-down, description of write-up mechanism	NA
34	Position in subordination hierarchy in liquidation (specify instrument type	Immediately subordinate to Senior Creditors
00	immediately senior to instrument)	
36	Non-compliant transitioned features	No
37	If yes, specify non-compliant features	NA
	· · · ·	

## GBP 79m Subordinated Loan 2031

Terms and Conditions

## HSBC UK Bank plc

1 Centenary Square Birmingham B1 1HQ United Kingdom Telephone: 03456 040 626 www.hsbc.co.uk