

OPERATIONAL INFORMATION DOCUMENT

This Operational Information Document relates to the Final Terms dated 26 June 2015 (the "Final Terms") in respect of the issue of EUR 1,500,000,000 Subordinated 3.00 per cent. Notes due June 2025 (the "Notes").

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

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| 1. | Method of distribution: | Syndicated | |
| 2. | (i) If syndicated, names and underwriting commitment of Relevant Dealer/ Lead Manager: | <i>Name</i> | <i>Underwriting Commitment (EUR)</i> |
| | | HSBC Bank plc | 928,125,000 |
| | (ii) If syndicated, names and underwriting commitments of other Dealers/ Managers: | <i>Name</i> | <i>Underwriting Commitment (EUR)</i> |

Joint Lead Managers

ABN AMRO Bank N.V.	48,750,000
Banca IMI S.p.A.	48,750,000
Bank of Communications Co., Ltd Hong Kong Branch	48,750,000
Commerzbank Aktiengesellschaft	48,750,000
Nykredit Bank A/S	48,750,000
The Royal Bank of Scotland plc	48,750,000
Banco Santander SA	48,750,000
Societe Generale	48,750,000
Wells Fargo Securities International Limited	48,750,000
Westpac Banking Corporation ABN 33 007 457 141	48,750,000

Co-Managers

CIBC World Markets plc	9,375,000
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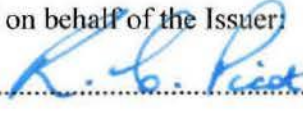
Emirates NBD P.J.S.C.	9,375,000
First Gulf Bank P.J.S.C	9,375,000
Mitsubishi UFJ Securities International plc	9,375,000
Mizuho International plc	9,375,000
National Bank of Abu Dhabi P.J.S.C.	9,375,000
NCB Capital Company	9,375,000
Scotiabank Europe plc	9,375,000
SMBC Nikko Capital Markets Limited	9,375,000

(iii) Date of Subscription Agreement: 26 June 2015

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

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

Signed on behalf of the Issuer:

By: 

Duly authorised 