

Total called up share capital and share premium

	2022	2021
	£m	£m
<b>At 31 Dec</b>	<b>1,217</b>	<b>797</b>

HSBC Bank plc \$0.01 non-cumulative third dollar preference shares

	2022		2021	
	Number	£000	Number	£000
<b>At 1 Jan and 31 Dec</b>	<b>35,000,000</b>	<b>172</b>	<b>35,000,000</b>	<b>172</b>

The bank has no obligation to redeem the preference shares but may redeem them in part or in whole at any time, subject to prior notification to the Prudential Regulation Authority ('PRA'). Dividends on the preference shares in issue are paid annually at the sole and absolute discretion of the Board of Directors. The Board of Directors will not declare a dividend on the preference shares in issue if (i) payment of the dividend would cause a breach of the capital adequacy requirements of the bank (or its subsidiary undertakings) under applicable laws or regulations or (ii) the distributable profits of the bank are insufficient to enable the payment in full or in part (as applicable) of the dividends on the preference shares in issue. If either the solo or consolidated Common Equity Tier 1 Capital Ratio of the bank as of any date falls below 7.00% (a so-called 'right conversion event'), the rights attaching to the preference shares shall be altered irrevocably and permanently such that they have the same rights attaching to them as ordinary shares. Holders of the preference shares in issue will be able to attend any general meetings of shareholders of the bank and to vote on any resolution proposed to vary or abrogate any of the rights attaching to the preference shares or any resolution proposed to reduce the paid up capital of the preference shares. If the dividend payable on the preference shares in issue has not been paid in full for the most recent dividend period, if a rights conversion event has occurred or if any resolution is proposed for the winding-up of the bank or the sale of its entire business then, in such circumstances, holders of preference shares will be entitled to vote on all matters put to general meetings. In the case of unpaid dividends, the holders of preference shares in issue will be entitled to attend and vote at any general meetings until such time as dividends on the preference shares for the most recent dividend period have been paid in full, or a sum set aside for such payment in full, in respect of one dividend period. All shares in issue are fully paid.

## Other equity instruments

HSBC Bank plc additional tier 1 instruments

		2022	2021
		£m	£m
€1,900m	Undated Subordinated Resettable Additional Tier 1 instrument issued 2015 (Callable December 2020 onwards)	1,388	1,388
€235m	Undated Subordinated Resettable Additional Tier 1 instrument issued 2016 (Callable January 2022 onwards)	197	197
€300m	Undated Subordinated Resettable Additional Tier 1 instrument 2018 (Callable March 2023 onwards)	263	263
£555m	Undated Subordinated Resettable Additional Tier 1 instrument 2018 (Callable March 2023 onwards)	555	555
£500m	Undated Subordinated Resettable Additional Tier 1 instrument 2019 (Callable November 2024 onwards)	500	500
€250m	Undated Subordinated Resettable Additional Tier 1 instrument 2019 (Callable November 2024 onwards)	213	213
£431m	Undated Subordinated Resettable Additional Tier 1 instrument 2019 (Callable December 2024 onwards)	431	431
€200m	Undated Subordinated Resettable Additional Tier 1 instrument 2019 (Callable January 2025 onwards)	175	175
€250m	Undated Subordinated Resettable Additional Tier 1 instruments issued 2022 (Callable March 2027 onwards)	208	—
<b>At 31 Dec</b>		<b>3,930</b>	<b>3,722</b>

These instruments are held by HSBC Holdings plc. The bank has issued capital instruments that are included in the group's capital base as fully CRR II compliant additional tier 1 capital.

Interest on these instruments will be due and payable only at the sole discretion of the bank, and the bank has sole and absolute discretion at all times and for any reason to cancel (in whole or in part) any interest payment that would otherwise be payable on any date. There are limitations on the payment of principal, interest or other amounts if such payments are prohibited under UK banking regulations, or other requirements, if the bank has insufficient distributable items reserves or if the bank fails to satisfy the solvency condition as defined in the instruments terms.

The instruments are undated and are repayable, at the option of the bank, in whole at the initial call date, or on any Interest Payment Date after the initial call date. In addition, the instruments are repayable at the option of the bank in whole for certain regulatory or tax reasons. Any repayments require the prior consent of the Prudential Regulation Authority. These instruments rank *pari passu* with the bank's most senior class or classes of issued preference shares and therefore ahead of ordinary shares. These instruments will be written down in whole, together with any accrued but unpaid interest if either the group's solo or consolidated Common Equity Tier 1 Capital Ratio falls below 7.00%.

### 30 Contingent liabilities, contractual commitments, guarantees and contingent assets

	The group		The bank	
	2022	2021	2022	2021
	£m	£m	£m	£m
Guarantees and other contingent liabilities:				
– financial guarantees	5,327	11,054	1,363	1,270
– performance and other guarantees	17,136	15,833	6,886	7,334
– other contingent liabilities	353	367	342	364
<b>At 31 Dec</b>	<b>22,816</b>	<b>27,254</b>	<b>8,591</b>	<b>8,968</b>
Commitments: <sup>1</sup>				
– documentary credits and short-term trade-related transactions	2,317	1,928	820	778
– forward asset purchases and forward deposits placed	33,684	30,005	3,317	1,138
– standby facilities, credit lines and other commitments to lend	91,912	87,543	32,337	30,555
<b>At 31 Dec</b>	<b>127,913</b>	<b>119,476</b>	<b>36,474</b>	<b>32,471</b>

<sup>1</sup> Includes £126,457m of commitments (2021: £115,695m), to which the impairment requirements in IFRS 9 are applied where the group has become party to an irrevocable commitment.

The above table discloses the nominal principal amounts, which represent the maximum amounts at risk should the contracts be fully drawn upon and clients default. As a significant portion of guarantees and commitments is expected to expire without being drawn upon, the total of the nominal principal amounts is not indicative of future liquidity requirements.

#### UK branches of HSBC overseas entities

In December 2017, HM Revenue & Customs ('HMRC') challenged the VAT status of certain UK branches of HSBC overseas entities. HMRC has also issued notices of assessment covering the period from 1 October 2013 to 31 December 2017 totalling £262m, with interest to be determined. No provision has been recognised in respect of these notices. In Q1 2019, HMRC reaffirmed its assessment that the UK branches are ineligible to be members of the UK VAT group and, consequently, HSBC paid HMRC the sum of £262m and filed appeals. In February 2022, the Upper Tribunal issued a judgement addressing several preliminary legal issues, which was partially in favour of HMRC and partially in favour of HSBC. The case will now return to the First-tier Tax tribunal for full trial and we await confirmation of the trial window. Since January 2018, HSBC's returns have been prepared on the basis that the UK branches are not in the UK VAT group. In the event that HSBC's appeals are successful, HSBC will seek a refund of this VAT, of which £174m is estimated to be attributable to HSBC Bank plc.

Contingent liabilities arising from legal proceedings, regulatory and other matters against group companies are disclosed in Note 32.

#### Financial Services Compensation Scheme

The Financial Services Compensation Scheme ('FSCS') provides compensation, up to certain limits, to eligible customers of financial services firms that are unable, or likely to be unable, to pay claims against them. The FSCS may impose a further levy on the group to the extent the industry levies imposed to date are not sufficient to cover the compensation due to customers in any future possible collapse. The ultimate FSCS levy to the industry as a result of collapse cannot be estimated reliably. It is dependent on various uncertain factors including the potential recovery of assets by the FSCS, changes in the level of protected products (including deposits and investments) and the population of FSCS members at the time. In December 2022, the FCA announced that it expects to review various elements of the scheme to ensure consumers are appropriately and proportionately protected, with costs distributed across industry levy payers in a fair and sustainable way, with a view to deliver the majority of changes by the end of the 2023/24 financial year.

#### Guarantees

	The group				The bank			
	2022		2021		2022		2021	
	In favour of third parties	By the group in favour of other HSBC Group entities	In favour of third parties	By the group in favour of other HSBC Group entities	In favour of third parties	By the bank in favour of other HSBC Group entities	In favour of third parties	By the bank in favour of other HSBC Group entities
	£m	£m	£m	£m	£m	£m	£m	£m
Financial guarantees <sup>1</sup>	4,158	1,169	10,635	419	1,105	258	824	446
Performance and other guarantees	15,475	1,661	14,433	1,400	5,516	1,370	6,119	1,215
<b>Total</b>	<b>19,633</b>	<b>2,830</b>	<b>25,068</b>	<b>1,819</b>	<b>6,621</b>	<b>1,628</b>	<b>6,943</b>	<b>1,661</b>

<sup>1</sup> Financial guarantees contracts are contracts that require the issuer to make specified payments to reimburse the holder for a loss incurred because a specified debtor fails to make payment when due, in accordance with the original or modified terms of a debt instrument. The amounts in the above table are nominal principal amounts. 'Financial guarantees' to which the impairment requirements in IFRS 9 are applied have been presented separately from other guarantees to align with credit risk disclosures.

The group provides guarantees and similar undertakings on behalf of both third-party customers and other entities within HSBC Group. These guarantees are generally provided in the normal course of the group's banking businesses. Guarantees with terms of more than one year are subject to the group's annual credit review process.

## 31 Finance lease receivables

The group leases a variety of assets to third parties under finance leases, including transport assets (such as aircraft), property and general plant and machinery. At the end of lease terms, assets may be sold to third parties or leased for further terms. Rentals are calculated to recover the cost of assets less their residual value, and earn finance income.

	2022			2021		
	Total future minimum payments	Unearned finance income	Present value	Total future minimum payments	Unearned finance income	Present Value
	£m	£m	£m	£m	£m	£m
<b>Lease receivables:</b>						
No later than one year	211	(24)	187	409	(20)	389
One to two years	214	(26)	188	251	(19)	232
Two to three years	207	(21)	186	187	(17)	170
Three to four years	117	(16)	101	177	(13)	164
Four to five years	100	(13)	87	90	(9)	81
<b>Later than one year and no later than five years</b>	<b>638</b>	<b>(76)</b>	<b>562</b>	<b>705</b>	<b>(58)</b>	<b>647</b>
Later than five years	457	(50)	407	556	(33)	523
<b>At 31 Dec</b>	<b>1,306</b>	<b>(150)</b>	<b>1,156</b>	<b>1,670</b>	<b>(111)</b>	<b>1,559</b>

## 32 Legal proceedings and regulatory matters

The group is party to legal proceedings and regulatory matters in a number of jurisdictions arising out of its normal business operations. Apart from the matters described below, the group considers that none of these matters are material. The recognition of provisions is determined in accordance with the accounting policies set out in Note 1. While the outcomes of legal proceedings and regulatory matters are inherently uncertain, management believes that, based on the information available to it, appropriate provisions have been made in respect of these matters as at 31 December 2022 (see Note 25). Where an individual provision is material, the fact that a provision has been made is stated and quantified, except to the extent that doing so would be seriously prejudicial. Any provision recognised does not constitute an admission of wrongdoing or legal liability. It is not practicable to provide an aggregate estimate of potential liability for our legal proceedings and regulatory matters as a class of contingent liabilities.

### Bernard L. Madoff Investment Securities LLC

Various non-US HSBC companies provided custodial, administration and similar services to a number of funds incorporated outside the US whose assets were invested with Bernard L. Madoff Investment Securities LLC ('Madoff Securities'). Based on information provided by Madoff Securities as at 30 November 2008, the purported aggregate value of these funds was \$8.4bn, including fictitious profits reported by Madoff. Based on information available to HSBC, the funds' actual transfers to Madoff Securities minus their actual withdrawals from Madoff Securities during the time HSBC serviced the funds are estimated to have totalled approximately \$4bn. Various HSBC companies have been named as defendants in lawsuits arising out of Madoff Securities' fraud.

**US litigation:** The Madoff Securities Trustee has brought lawsuits against various HSBC companies and others, seeking recovery of transfers from Madoff Securities to HSBC in an amount not specified, and these lawsuits remain pending in the US Bankruptcy Court for the Southern District of New York (the 'US Bankruptcy Court').

Certain Fairfield entities (together, 'Fairfield') (in liquidation since July 2009) have brought a lawsuit in the US against fund shareholders, including HSBC companies that acted as nominees for clients, seeking restitution of redemption payments. In August 2022, the US District Court for the Southern District of New York (the 'New York District Court') affirmed earlier decisions by the US Bankruptcy Court that dismissed the majority of the liquidators' claims (against most of the HSBC companies). In September 2022, the remaining defendants before the US Bankruptcy Court sought leave to appeal and the liquidators filed appeals to the US Court of Appeals for the Second Circuit, which are currently pending. Meanwhile, proceedings before the US Bankruptcy Court with respect to the remaining claims are ongoing.

**UK litigation:** The Madoff Securities Trustee has filed a claim against various HSBC companies in the High Court of England and Wales, seeking recovery of transfers from Madoff Securities to HSBC. The claim has not yet been served and the amount claimed has not been specified.

**Cayman Islands litigation:** In February 2013, Primeo Fund ('Primeo') (in liquidation since April 2009) brought an action against HSBC Securities Services Luxembourg ('HSSL') and Bank of Bermuda (Cayman) Limited (now known as HSBC Cayman Limited), alleging breach of contract and breach of fiduciary duty and claiming monetary damages. Following dismissal of Primeo's action by the lower and appellate courts in the Cayman Islands, in 2019, Primeo appealed to the UK Privy Council. During 2021, the UK Privy Council held two separate hearings in connection with Primeo's appeal. Judgment was given against HSBC in respect of the first hearing and judgment is pending in respect of the second hearing.

**Luxembourg litigation:** In April 2009, Herald Fund SPC ('Herald') (in liquidation since July 2013) brought an action against HSSL before the Luxembourg District Court, seeking restitution of cash and securities that Herald purportedly lost because of Madoff Securities' fraud, or money damages. The Luxembourg District Court dismissed Herald's securities restitution claim, but reserved Herald's cash restitution and money damages claims. Herald has appealed this judgment to the Luxembourg Court of Appeal, where the matter is pending.

In late 2018, Herald brought additional claims against HSSL and HSBC Bank plc before the Luxembourg District Court, seeking further restitution and damages.

In October 2009, Alpha Prime Fund Limited ('Alpha Prime') brought an action against HSSL before the Luxembourg District Court, seeking the restitution of securities, or the cash equivalent, or money damages. In December 2018, Alpha Prime brought additional claims seeking damages against various HSBC companies. These matters are currently pending before the Luxembourg District Court.

In December 2014, Senator Fund SPC ('Senator') brought an action against HSSL before the Luxembourg District Court, seeking restitution of securities, or the cash equivalent, or money damages. In April 2015, Senator commenced a separate action against the Luxembourg branch of HSBC Bank plc asserting identical claims.

## Notes on the Financial Statements

In December 2018, Senator brought additional claims against HSSL and HSBC Bank plc Luxembourg branch, seeking restitution of Senator's securities or money damages. These matters are currently pending before the Luxembourg District Court.

There are many factors that may affect the range of possible outcomes, and any resulting financial impact, of the various Madoff-related proceedings described above, including but not limited to the multiple jurisdictions in which the proceedings have been brought. Based upon the information currently available, management's estimate of the possible aggregate damages that might arise as a result of all claims in the various Madoff-related proceedings is around \$600m, excluding costs and interest. Due to uncertainties and limitations of this estimate, any possible damages that might ultimately arise could differ significantly from this amount.

### Anti-money laundering and sanctions-related matters

In December 2012, HSBC Holdings plc ('HSBC Holdings') entered into a number of agreements, including an undertaking with the UK Financial Services Authority (replaced with a Direction issued by the UK Financial Conduct Authority ('FCA') in 2013 and again in 2020) as well as a cease-and-desist order with the US Federal Reserve Board ('FRB'), both of which contained certain forward-looking anti-money laundering ('AML') and sanctions-related obligations. For several years thereafter, HSBC retained a Skilled Person under section 166 of the Financial Services and Markets Act and an Independent Consultant under the FRB cease-and-desist order to produce periodic assessments of the Group's AML and sanctions compliance programme. The Skilled Person completed its engagement in the second quarter of 2021, and the FCA determined that no further Skilled Person work is required. Separately, the Independent Consultant's engagement is now complete and, in August 2022, the FRB terminated its cease-and-desist order.

Since November 2014, a number of lawsuits have been filed in federal courts in the US against various HSBC companies and others on behalf of plaintiffs who are, or are related to, victims of terrorist attacks in the Middle East. In each case, it is alleged that the defendants aided and abetted the unlawful conduct of various sanctioned parties in violation of the US Anti-Terrorism Act. Nine actions against HSBC Bank plc remain pending in federal courts and HSBC Bank plc's motions to dismiss have been granted in five of these cases. In September 2022 and January 2023, respectively, the appellate courts affirmed the dismissals of two of the cases, and the plaintiffs' requests for review of these decisions by the full appellate courts have been denied. The dismissals in the other cases are subject to appeal. The four remaining actions are at an early stage.

Based on the facts currently known, it is not practicable at this time for HSBC to predict the resolution of the pending matters, including the timing or any possible impact on HSBC, which could be significant.

### London interbank offered rates, European interbank offered rates and other benchmark interest rate investigations and litigation

**Euro interest rate derivatives:** In December 2016, the European Commission ('EC') issued a decision finding that HSBC, among other banks, engaged in anti-competitive practices in connection with the pricing of euro interest rate derivatives, and the EC imposed a fine on HSBC based on a one-month infringement in 2007. The fine was annulled in 2019 and a lower fine was imposed in 2021. In January 2023, the European Court of Justice dismissed an appeal by HSBC and upheld the EC's findings on HSBC's liability. A separate appeal by HSBC concerning the amount of the fine remains pending before the General Court of the European Union.

**US dollar Libor:** Beginning in 2011, HSBC and other panel banks have been named as defendants in a number of private lawsuits filed in the US with respect to the setting of US dollar Libor. The complaints assert claims under various US federal and state laws, including antitrust and racketeering laws and the Commodity Exchange Act ('US CEA'). The lawsuits include individual and putative class actions, most of which have been transferred and/or consolidated for pre-trial purposes before the New York District Court. HSBC has reached class settlements with five groups of plaintiffs, and the court has approved these settlements. HSBC has also resolved several of the individual actions, although a number of other US dollar Libor-related actions remain pending.

Based on the facts currently known, it is not practicable at this time for HSBC to predict the resolution of the pending matters, including the timing or any possible impact on HSBC, which could be significant.

### Foreign exchange-related investigations and litigation

In June 2020, the Competition Commission of South Africa, having initially referred a complaint for proceedings before the South African Competition Tribunal in February 2017, filed a revised complaint against 28 financial institutions, including HSBC Bank plc, for alleged anti-competitive behaviour in the South African foreign exchange market. In December 2021, a hearing on HSBC Bank plc's application to dismiss the revised complaint took place before the South African Competition Tribunal, where a decision remains pending.

Beginning in 2013, various HSBC companies and other banks have been named as defendants in a number of putative class actions filed in, or transferred to, the New York District Court arising from allegations that the defendants conspired to manipulate foreign exchange rates. HSBC has reached class settlements with two groups of plaintiffs, including direct and indirect purchasers of foreign exchange products, and the court has granted final approval of these settlements.

In 2018, complaints alleging foreign exchange-related misconduct were filed in the New York District Court and the High Court of England and Wales against HSBC and other defendants by certain plaintiffs that opted out of the direct purchaser class action settlement in the US. In December 2022, HSBC reached a settlement-in-principle with the plaintiffs to resolve these matters. The settlement remains subject to the negotiation of definitive documentation. Additionally, in January 2023, HSBC reached a settlement-in-principle with plaintiffs in Israel to resolve a class action lawsuit filed in the local courts alleging foreign exchange-related misconduct. The settlement remains subject to the negotiation of definitive documentation and court approval. Lawsuits alleging foreign exchange-related misconduct remain pending against HSBC and other banks in courts in Brazil. It is possible that additional civil actions will be initiated against HSBC in relation to its historical foreign exchange activities.

There are many factors that may affect the range of outcomes, and the resulting financial impact, of these matters, which could be significant.

### Precious metals fix-related litigation

**Gold:** Beginning in December 2015, numerous putative class actions were filed in the Ontario and Quebec Superior Courts of Justice against various HSBC companies and other financial institutions. The plaintiffs allege that, among other things, from January 2004 to March 2014, the defendants conspired to manipulate the price of gold and gold derivatives in violation of the Canadian Competition Act and common law. These actions are ongoing.

**Silver:** Beginning in July 2014, numerous putative class actions were filed in federal district courts in New York, naming HSBC and other members of The London Silver Market Fixing Limited as defendants. The complaints, which were consolidated in the New York District Court, allege that, from January 2007 to December 2013, the defendants conspired to manipulate the price of silver and silver derivatives for their collective benefit in violation of US antitrust laws, the US CEA and New York state law. In February 2022, following the



conclusion of pre-class certification discovery, the defendants filed a motion seeking to dismiss the plaintiffs' antitrust claims, which remains pending.

In April 2016, two putative class actions were filed in the Ontario and Quebec Superior Courts of Justice against various HSBC companies and other financial institutions. The plaintiffs in both actions allege that, from January 1999 to August 2014, the defendants conspired to manipulate the price of silver and silver derivatives in violation of the Canadian Competition Act and common law. These actions are ongoing.

**Platinum and palladium:** Between late 2014 and early 2015, numerous putative class actions were filed in the New York District Court, naming HSBC and other members of The London Platinum and Palladium Fixing Company Limited as defendants. The complaints allege that, from January 2008 to November 2014, the defendants conspired to manipulate the price of platinum group metals and related financial products for their collective benefit in violation of US antitrust laws and the US CEA. In March 2020, the court granted the defendants' motion to dismiss the plaintiffs' third amended complaint but granted the plaintiffs leave to re-plead certain claims. The plaintiffs have filed an appeal.

Based on the facts currently known, it is not practicable at this time for HSBC to predict the resolution of these matters, including the timing or any possible impact on HSBC, which could be significant.

### Other regulatory investigations, reviews and litigation

HSBC Bank plc and/or certain of its affiliates are subject to a number of other investigations and reviews by various regulators and competition and law enforcement authorities, as well as litigation, in connection with various matters relating to the firm's businesses and operations, including:

- an investigation by the US Commodity Futures Trading Commission ('CFTC') concerning compliance with records preservation requirements relating to the use of unapproved electronic messaging platforms for business communications. HSBC Bank plc has reached a settlement-in-principle with the CFTC's Division of Enforcement to resolve this investigation. The settlement is subject to the negotiation of definitive documentation and final approval by the CFTC;
- an investigation by the PRA in connection with depositor protection arrangements in the UK;
- an investigation by the FCA in connection with collections and recoveries operations in the UK;
- an investigation by the UK Competition and Markets Authority into potentially anti-competitive arrangements involving historical trading activities relating to certain UK-based fixed income products and related financial instruments; and
- two group actions pending in the US courts and a claim issued in the High Court of England and Wales in connection with HSBC Bank plc's role as a correspondent bank to Stanford International Bank Ltd from 2003 to 2009.

There are many factors that may affect the range of outcomes, and the resulting financial impact, of these matters, which could be significant.

## 33 Related party transactions

The immediate and ultimate parent company of the group is HSBC Holdings plc, which is incorporated in England and Wales.

Copies of the Group financial statements may be obtained from the below address.

HSBC Holdings plc  
8 Canada Square  
London E14 5HQ

IAS 24 'Related party disclosures' defines related parties as including the parent, fellow subsidiaries, associates, joint ventures, post-employment benefit plans for HSBC employees, Key Management Personnel ('KMP') of the group and its ultimate parent company, close family members of the KMP and entities which are controlled, jointly controlled or significantly influenced by the KMP or their close family members.

Particulars of transactions between the group and the related parties are tabulated below. The disclosure of the year-end balance and the highest amounts outstanding during the year are considered to be the most meaningful information to represent the amount of the transactions and outstanding balances during the year.

### Key Management Personnel

The KMP of the bank are defined as those persons having authority and responsibility for planning, directing and controlling the activities of the bank. They include the Directors and certain senior executives of the bank, directors and certain members of the Group Executive Committee of HSBC Holdings plc, to the extent they have a role in directing the affairs of the bank.

The emoluments of those KMP who are not Directors or senior executives of the bank are paid by other Group companies who make no recharge to the bank. Accordingly, no emoluments in respect of these KMP are included in the following disclosure.

The tables below represent the compensation for KMP (directors and certain senior executives) of the bank in exchange for services rendered to the bank for the period they served during the year.

#### Compensation of Key Management Personnel

	2022 £000	2021 £000	2020 £000
Short-term employee benefits <sup>1,2</sup>	13,487	13,678	3,865
Post-employment benefits	69	46	19
Other long-term employee benefits	1,152	1,378	429
Share-based payments	4,234	4,331	586
<b>Year ended 31 Dec</b>	<b>18,942</b>	<b>19,433</b>	<b>4,899</b>

<sup>1</sup> Includes fees paid to non-executive Directors.

<sup>2</sup> 2022 includes payment of £600,000 (2021: £2,091,617) relating to compensation for loss of employment.

## Notes on the Financial Statements

### Advances and credits, guarantees and deposit balances during the year with Key Management Personnel

	2022		2021	
	Balance at 31 Dec £m	Highest amounts outstanding during year <sup>2</sup> £m	Balance at 31 Dec £m	Highest amounts outstanding during year £m
<b>Key Management Personnel<sup>1</sup></b>				
Advances and credits	—	—	0.03	0.08
Deposits	21	32	11	18

- 1 Includes close family members and entities which are controlled or jointly controlled by KMP of the bank or their close family members.  
2 Exchange rate applied for non-GBP amounts is the average for the year.

The above transactions were made in the ordinary course of business and on substantially the same terms, including interest rates and security, as for comparable transactions with persons of a similar standing or, where applicable, with other employees. The transactions did not involve more than the normal risk of repayment or present other unfavourable features.

In addition to the requirements of IAS 24, particulars of advances (loans and quasi-loans), credits and guarantees entered into by the group with Directors of HSBC Bank plc are required to be disclosed pursuant to section 413 of the Companies Act 2006. Under the Companies Act, there is no requirement to disclose transactions with other KMP. During the course of 2022, there were no advances, credits and guarantees entered into by the group with Directors of HSBC Bank plc.

### Other related parties

#### Transactions and balances during the year with KMP of the bank's ultimate parent company

During the course of 2022, there were no transactions and balances between KMP of the bank's ultimate parent company, who were not considered KMP of the bank, in respect of advances and credits, guarantees and deposits.

#### Transactions and balances during the year with associates and joint ventures

During the course of 2022, there were no transactions and balances with associates and joint ventures, in respect of loans, deposits, guarantees and commitments.

### The group's transactions and balances during the year with HSBC Holdings plc and subsidiaries of HSBC Holdings plc

	2022				2021			
	Due to/from HSBC Holdings plc		Due to/from subsidiaries of HSBC Holdings plc		Due to/from HSBC Holdings plc		Due to/from subsidiaries of HSBC Holdings plc	
	Highest balance during the year £m	Balance at 31 Dec £m	Highest balance during the year £m	Balance at 31 Dec £m	Highest balance during the year £m	Balance at 31 Dec £m	Highest balance during the year £m	Balance at 31 Dec £m
<b>Assets</b>								
Trading assets	62	17	7,074	848	108	19	4,702	1,360
Derivatives	7,196	5,714	39,341	27,473	2,002	787	25,566	21,862
Financial assets designated and otherwise mandatorily measured at fair value through profit or loss	6	5	28	25	7	6	29	27
Loans and advances to banks	—	—	6,237	5,585	—	—	4,890	3,173
Loans and advances to customers	183	—	496	424	—	—	490	329
Financial investments	154	136	—	—	172	154	—	—
Reverse repurchase agreements – non-trading	—	—	6,150	4,341	—	—	2,332	1,690
Prepayments, accrued income and other assets	1,263	21	11,591	8,389	1,540	1,262	9,853	4,784
<b>Total related party assets at 31 Dec</b>	<b>8,864</b>	<b>5,893</b>	<b>70,917</b>	<b>47,085</b>	<b>3,829</b>	<b>2,228</b>	<b>47,862</b>	<b>33,225</b>
<b>Liabilities</b>								
Trading liabilities	45	21	522	91	158	23	116	82
Financial liabilities designated at fair value	1,162	593	—	—	1,181	1,162	1,201	—
Deposits by banks	—	—	6,034	3,310	—	—	6,659	2,261
Customer accounts	6,202	4,315	3,149	1,551	2,364	1,875	3,428	3,149
Derivatives	4,345	2,680	43,384	30,997	3,443	2,074	26,152	22,133
Subordinated liabilities	12,115	12,115	—	—	9,485	9,251	10,421	—
Repurchase agreements – non-trading	—	—	5,811	5,738	—	—	6,162	1,841
Provisions, accruals, deferred income and other liabilities	3,357	3,161	10,816	4,864	189	179	8,057	3,826
<b>Total related party liabilities at 31 Dec</b>	<b>27,226</b>	<b>22,885</b>	<b>69,716</b>	<b>46,551</b>	<b>16,820</b>	<b>14,564</b>	<b>62,196</b>	<b>33,292</b>
Guarantees and commitments	—	—	4,762	3,383	—	—	2,622	2,061

The group's transactions and balances during the year with HSBC Holdings plc and subsidiaries of HSBC Holdings plc (continued)

	Due to/from HSBC Holdings plc			Due to/from subsidiaries of HSBC Holdings plc		
	2022 £m	2021 £m	2020 £m	2022 £m	2021 £m	2020 £m
<b>Income statement</b>						
Interest income	3	4	5	178	32	55
Interest expense <sup>1</sup>	307	50	(55)	162	58	256
Fee income	9	8	13	74	61	55
Fee expense	—	—	—	382	357	389
Trading income	—	—	—	53	2	2
Trading expense	—	—	—	2	—	2
Other operating income	1	7	30	149	236	365
General and administrative expenses	65	143	126	2,387	2,110	2,077

1 2020 negative balance relates to net impact of fixed-for-floating-interest-rate swaps which the group has entered into to manage the movements in market interest rates on certain fixed rate financial liabilities.

The above outstanding balances arose in the ordinary course of business and on substantially the same terms, including interest rates and security, as for comparable transactions with third-party counterparties.

The bank's transactions and balances during the year with HSBC Bank plc subsidiaries, HSBC Holdings plc and subsidiaries of HSBC Holdings plc

	2022						2021					
	Due to/from subsidiaries of HSBC Bank plc subsidiaries		Due to/from HSBC Holdings plc		Due to/from subsidiaries of HSBC Holdings plc		Due to/from subsidiaries of HSBC Bank plc subsidiaries		Due to/from HSBC Holdings plc		Due to/from subsidiaries of HSBC Holdings plc	
	Highest balance during the year £m	Balance at 31 Dec £m	Highest balance during the year £m	Balance at 31 Dec £m	Highest balance during the year £m	Balance at 31 Dec £m	Highest balance during the year £m	Balance at 31 Dec £m	Highest balance during the year £m	Balance at 31 Dec £m	Highest balance during the year £m	Balance at 31 Dec £m
<b>Assets</b>												
Trading assets	264	172	62	17	7,074	845	603	264	108	19	4,695	1,360
Derivatives	17,187	11,332	7,196	5,714	37,475	26,170	15,309	9,025	2,002	787	22,953	19,755
Loans and advances to banks	3,484	2,940	—	—	5,197	3,892	3,172	2,259	—	—	3,561	2,100
Loans and advances to customers	4,517	4,515	183	—	285	247	6,446	3,850	—	—	416	242
Financial investments	4,521	4,183	—	—	—	—	3,337	3,337	—	—	—	—
Reverse repurchase agreements – non-trading	4,683	2,332	—	—	5,920	3,947	2,313	2,313	—	—	2,058	1,428
Prepayments, accrued income and other assets	4,868	2,905	1,262	21	10,096	6,818	5,921	1,685	1,537	1,261	9,327	4,557
Investments in subsidiary undertakings	10,646	10,646	—	—	—	—	6,479	6,479	—	—	—	—
<b>Total related party assets at 31 Dec</b>	<b>50,170</b>	<b>39,025</b>	<b>8,703</b>	<b>5,752</b>	<b>66,047</b>	<b>41,919</b>	<b>43,580</b>	<b>29,212</b>	<b>3,647</b>	<b>2,067</b>	<b>43,010</b>	<b>29,442</b>
<b>Liabilities</b>												
Trading liabilities	113	32	44	21	508	91	112	49	158	21	116	82
Financial liabilities designated at fair value	—	—	1,162	593	—	—	—	—	1,181	1,162	1,201	—
Deposits by banks	3,385	960	—	—	3,601	1,979	1,808	1,229	—	—	3,245	965
Customer accounts	1,095	514	6,202	4,315	3,048	1,426	1,287	696	2,364	1,875	3,321	3,013
Derivatives	13,479	13,361	4,345	2,680	40,460	29,001	17,378	10,190	3,443	2,074	23,787	20,182
Subordinated liabilities	700	700	11,884	11,884	—	—	700	700	9,262	9,033	10,187	—
Repurchase agreements – non-trading	1,279	429	—	—	5,328	5,030	988	431	—	—	5,670	1,645
Provisions, accruals, deferred income and other liabilities	7,596	1,015	3,349	3,167	9,511	4,437	6,166	1,127	174	166	6,423	3,302
<b>Total related party liabilities at 31 Dec</b>	<b>27,647</b>	<b>17,011</b>	<b>26,986</b>	<b>22,660</b>	<b>62,456</b>	<b>41,964</b>	<b>28,439</b>	<b>14,422</b>	<b>16,582</b>	<b>14,331</b>	<b>53,950</b>	<b>29,189</b>
Guarantees and commitments	4,469	2,655	—	—	2,690	1,380	5,338	2,676	—	—	1,686	1,130

The above outstanding balances arose in the ordinary course of business and on substantially the same terms, including interest rates and security, as for comparable transactions with third-party counterparties.

### Post-employment benefit plans

The HSBC Bank (UK) Pension Scheme (the 'Scheme') entered into swap transactions with the bank to manage the inflation and interest rate sensitivity of the liabilities. At 31 December 2022, the gross notional value of the swaps was £5,449m (2021: £5,490m), the swaps had a positive fair value of £424m to the bank (2021: positive fair value of £766m) and the bank had delivered collateral of £425m (2021: £775m) to the Scheme in respect of these swaps. All swaps were executed at prevailing market rates and within standard market bid/offer spreads.

**34 Assets held for sale and liabilities of disposal groups held for sale**

Held for sale at 31 December

	2022	2021
	£m	£m
Disposal groups	23,179	3
Unallocated impairment losses <sup>1</sup>	(1,978)	—
Non-current assets held for sale	13	6
Total assets	21,214	9
Liabilities of disposal groups	24,711	0

<sup>1</sup> This represents impairment losses in excess of the carrying value on the non-current assets, excluded from the measurement scope of IFRS 5.

**Disposal groups****Planned sale of our retail banking operations in France**

On 25 November 2021, HSBC Continental Europe signed a framework agreement with Promontoria MMB SAS ('My Money Group') and its subsidiary Banque des Caraïbes SA, regarding the planned sale of HSBC Continental Europe's retail banking operations in France. The sale, which is subject to regulatory approvals and the satisfaction of other relevant conditions, includes: HSBC Continental Europe's French retail banking operations; the Crédit Commercial de France ('CCF') brand; and HSBC Continental Europe's 100% ownership interest in HSBC SFH (France) and its 3% ownership interest in Crédit Logement.

The framework agreement has a long-stop date of 31 May 2024, if the sale has not closed by that point the agreement will terminate, although that date can be extended by either party to 30 November 2024 in certain circumstances or with the agreement of both parties. We have agreed a detailed plan with My Money Group with the aim of completing the sale in the second half of 2023, subject to regulatory approvals, agreement and implementation of necessary financing structures and the completion of the operational transfer, including customer and data migrations. In this regard the framework agreement imposes certain obligations on the parties in planning for completion.

Given the scale and complexity of the business being sold, there is risk of delay in the implementation of this plan. The disposal group was classified as held for sale for the purposes of IFRS 5 as at 30 September 2022, reflecting the prevailing judgements concerning likelihood of the framework agreement's timetable being achieved. The assets and liabilities classified as held for sale were determined in accordance with the framework agreement, and are subject to change as the detailed transition plan is executed. This classification and consequential remeasurement resulted in an impairment loss of £1.7bn, which included related transaction costs. At 31 December 2022, we reassessed the likelihood of completion taking account of the most recent correspondence with My Money Group concerning the implementation of the plan and related developments. As a result of this reassessment, the likelihood of completion in 2023 is judged to be highly probable. As such, and in accordance with IFRS 5, the disposal group continues to be classified as held for sale.

The disposal group will be remeasured at the lower of the carrying amount and fair value less costs to sell at each reporting period. Any remaining gains or losses not previously recognised, including from the recycling of foreign currency translation reserves and the reversal of any remaining deferred tax assets and liabilities, will be recognised on completion.

**Planned sale of our branch operations in Greece**

On 24 May 2022, HSBC Continental Europe signed a sale and purchase agreement for the sale of its branch operations in Greece to Pancreta Bank SA. Completion of the transaction is subject to regulatory approval, and is currently expected to occur in the first half of 2023. At 31 December 2022, the disposal group included £0.3bn of loans and advances to customers and £1.9bn of customer accounts, which met the criteria to be classified as held for sale. In the second quarter of 2022, we recognised a loss of £0.1bn upon reclassification as held for sale in accordance with IFRS 5. On completion accumulated foreign currency translation reserves will be recycled to the income statement.

**Planned sale of our business in Russia**

On 30 June 2022, following a strategic review of our business in Russia, HSBC Europe BV (a wholly-owned subsidiary of HSBC Bank plc) entered into an agreement for the planned sell of its wholly-owned subsidiary HSBC Bank (RR) (Limited Liability Company). Completion of the transaction is subject to regulatory and governmental approval, and is currently expected to occur in the first half of 2023. In 2022, a £0.2bn loss on the planned sale was recognised, upon reclassification as held for sale in accordance with IFRS5. On completion accumulated foreign currency translation reserves will be recycled to the income statement.



At 31 December 2022, the major classes of assets and associated liabilities of disposal groups held for sale, including allocated impairment losses, were as follows:

	France retail business £m	Branch operations in Greece £m	Business in Russia £m	Total £m
Assets of disposal groups held for sale				
Cash and balances at central banks	60	1,502	—	1,562
Financial assets designated and otherwise mandatorily measured at fair value through profit and loss	39	—	—	39
Loans and advances to banks	—	25	102	127
Loans and advances to customers	20,776	291	—	21,067
Reverse repurchase agreements	—	—	208	208
Financial investments	—	66	22	88
Prepayments, accrued income and other assets	63	4	21	88
<b>Total Assets at 31 Dec 2022</b>	<b>20,938</b>	<b>1,888</b>	<b>353</b>	<b>23,179</b>
Liabilities of disposal groups held for sale				
Customer accounts	18,551	1,900	27	20,478
Financial liabilities designated at fair value	2,925	—	—	2,925
Debt securities in issue	1,100	—	—	1,100
Accruals, deferred income and other liabilities	138	52	18	208
<b>Total Liabilities at 31 Dec 2022</b>	<b>22,714</b>	<b>1,952</b>	<b>45</b>	<b>24,711</b>
Expected date of completion	Second Half of 2023	First Half of 2023	First Half of 2023	
Operating segment	WPB	All global businesses	CMB, GBM	
			France retail banking operations	
Net assets/(liabilities) classified as held for sale <sup>1</sup>			£m	(1,712)
Expected cash contribution <sup>2</sup>				3,398
<b>Disposal group post-cash contribution<sup>3</sup></b>				<b>1,686</b>

<sup>1</sup> Excludes impairment loss allocated against the non-current assets that are in scope of IFRS 5 measurement of £64m.

<sup>2</sup> The contributions are reported within 'Cash and balances at central banks' on the group's consolidated balance sheet.

<sup>3</sup> 'Disposal group post-cash contribution' includes the net asset value of the transferring business of €1.6bn (£1.5bn) and £0.2bn of additional items to which a nil value is ascribed per the framework agreement.

Under the financial terms of the planned transaction, HSBC Continental Europe will transfer the business with a net asset value of €1.6bn (£1.5bn), subject to adjustment (upwards or downwards) in certain circumstances, for a consideration of €1. Any required increase to the net asset value of the business to achieve the net asset value of €1.6bn (£1.5bn) will be satisfied by the inclusion of additional cash. The value of cash contribution will be determined by the net asset or liability position of the disposal group at the point of completion. Based upon the net liabilities of the disposal group at 31 December 2022, HSBC would be expected to include a cash contribution of £3.4bn as part of the planned transaction.

### 35 Events after the balance sheet date

In its assessment of events after the balance sheet date, the group has considered and concluded that there are no events requiring adjustment or disclosures in the financial statements.

### 36 HSBC Bank plc's subsidiaries, joint ventures and associates

In accordance with section 409 of the Companies Act 2006 a list of HSBC Bank plc subsidiaries, joint ventures and associates, their registered office address and the effective percentage of equity owned at 31 December 2022 is disclosed below.

Unless otherwise stated, the share capital comprises ordinary or common shares which are held by HSBC Bank plc or its subsidiaries. The ownership percentage is provided for each undertaking. The undertakings below are consolidated by HSBC Bank plc unless otherwise indicated.

HSBC Bank plc's registered office address is:

HSBC Bank plc  
8 Canada Square  
London E14 5HQ

## Notes on the Financial Statements

### Subsidiaries

The undertakings below are consolidated by the group.

Subsidiaries	% of share class held by immediate parent company (or by HSBC Bank plc where this varies)	Footnotes
Assetfinance December (H) Limited	100.00	9
Assetfinance December (P) Limited	100.00	2,9
Assetfinance December (R) Limited	100.00	9
Assetfinance June (A) Limited	100.00	9
Assetfinance Limited	100.00	9
Assetfinance March (B) Limited	100.00	10
Assetfinance March (F) Limited	100.00	9
Assetfinance September (F) Limited	100.00	9
Banco Nominees (Guernsey) Limited	100.00	11
Banco Nominees 2 (Guernsey) Limited	100.00	11
Beau Soleil Limited Partnership	n/a	0,12
BentallGreenOak China Real Estate Investments, L.P.	n/a	0,1,13
Canada Crescent Nominees (UK) Limited	100.00	2,9
CCF & Partners Asset Management Limited	100.00 (99.99)	9
CCF Holding (LIBAN) S.A.L. (In Liquidation)	74.99	16
Charterhouse Administrators (D.T.) Limited	100.00 (99.99)	9
Charterhouse Management Services Limited	100.00 (99.99)	9
Charterhouse Pensions Limited	100.00	2,9
COIF Nominees Limited	n/a	0,2,9
Corsair IV Financial Services Capital Partners - B L P	n/a	0,1,18
Dem 9	100.00 (99.99)	3,19
Dempar 1	100.00 (99.99)	3,19
Eton Corporate Services Limited	100.00	11
Flandres Contentieux S.A.	100.00 (99.99)	19
Foncière Elysées	100.00 (99.99)	19
Griffin International Limited	100.00	9
HLF	100.00 (99.99)	19
HSBC (BGF) Investments Limited	100.00	2,9
HSBC Asset Finance (UK) Limited	100.00	2,9
HSBC Asset Finance M.O.G. Holdings (UK) Limited	100.00	2,9
HSBC Assurances Vie (France)	100.00 (99.99)	24
HSBC Bank (General Partner) Limited	100.00	2,26
HSBC Bank (RR) (Limited Liability Company)	n/a	0,6,26
HSBC Bank Armenia cjsc	100.00	27
HSBC Bank Capital Funding (Sterling 1) LP	n/a	0,25
HSBC Bank Capital Funding (Sterling 2) LP	n/a	0,25
HSBC Bank Malta p.l.c.	70.03	28
HSBC City Funding Holdings	100.00	9
HSBC Client Holdings Nominee (UK) Limited	100.00	2,9
HSBC Client Nominee (Jersey) Limited	100.00	2,29
HSBC Continental Europe	99.99	19
HSBC Corporate Trustee Company (UK) Limited	100.00	2,9
HSBC Custody Services (Guernsey) Limited	100.00	11
HSBC Epargne Entreprise (France)	100.00 (99.99)	24
HSBC Equity (UK) Limited	100.00	2,9
HSBC Europe B.V.	100.00	9
HSBC Factoring (France)	100.00 (99.99)	19
HSBC Global Asset Management (Deutschland) GmbH	100.00	30
HSBC Global Asset Management (France)	100.00 (99.99)	24
HSBC Global Asset Management (Malta) Limited	100.00 (70.03)	31
HSBC Global Asset Management (Switzerland) AG	100.00 (99.99)	3,32
HSBC Global Custody Nominee (UK) Limited	100.00	2,9
HSBC Global Custody Proprietary Nominee (UK) Limited	100.00	1,2,9
HSBC Global Shared Services (India) Private Limited (In Liquidation)	99.99	1,33
HSBC Infrastructure Limited	100.00	9
HSBC Insurance Services Holdings Limited	100.00	2,9

Subsidiaries	% of share class held by immediate parent company (or by HSBC Bank plc where this varies)	Footnotes
HSBC Investment Bank Holdings Limited	100.00	2,9
HSBC Issuer Services Common Depositary Nominee (UK) Limited	100.00	2,9
HSBC Issuer Services Depositary Nominee (UK) Limited	100.00	2,9
HSBC Life (UK) Limited	100.00	2,9
HSBC Life Assurance (Malta) Limited	100.00 (70.03)	31
HSBC LU Nominees Limited	100.00	2,9
HSBC Marking Name Nominee (UK) Limited	100.00	2,9
HSBC Middle East Leasing Partnership	n/a	0,34
HSBC Operational Services GmbH	100.00 (99.99)	30
HSBC Overseas Nominee (UK) Limited	100.00	2,9
HSBC PB Corporate Services 1 Limited	100.00	35
HSBC Pension Trust (Ireland) DAC	100.00	2,36
HSBC PI Holdings (Mauritius) Limited	100.00	37
HSBC Preferential LP (UK)	100.00	2,9
HSBC Private Banking Nominee 3 (Jersey) Limited	100.00	35
HSBC Private Equity Investments (UK) Limited	100.00	9
HSBC Private Markets Management SARL	n/a	0,38
HSBC Property Funds (Holding) Limited	100.00	9
HSBC Real Estate Leasing (France)	100.00 (99.99)	19
HSBC REIM (France)	100.00 (99.99)	24
HSBC Securities (South Africa) (Pty) Limited	100.00	2,39
HSBC Securities Services (Guernsey) Limited	100.00	11
HSBC Securities Services (Ireland) DAC	100.00	36
HSBC Securities Services (Luxembourg) S.A.	100.00	2,40
HSBC Securities Services Holdings (Ireland)	100.00	36
HSBC Service Company Germany GmbH	100.00 (99.99)	1,30
HSBC Services (France)	100.00 (99.99)	19
HSBC SFH (France)	100.00 (99.99)	3,24
HSBC SFT (C.I.) Limited	100.00	2,11
HSBC Specialist Investments Limited	100.00	9
HSBC Titan GmbH & Co. KG	100.00 (99.99)	1,41
HSBC Transaction Services GmbH	100.00 (99.99)	5,30
HSBC Trinkaus & Burkhardt (International) S.A.	100.00 (99.99)	42
HSBC Trinkaus & Burkhardt Gesellschaft für Bankbeteiligungen mbH	100.00 (99.99)	30
HSBC Trinkaus & Burkhardt GmbH	100.00 (99.99)	5,30
HSBC Trinkaus Europa Immobilien-Fonds Nr. 5 GmbH	100.00 (99.99)	30
HSBC Trinkaus Family Office GmbH	100.00 (99.99)	5,30
HSBC Trinkaus Real Estate GmbH	100.00 (99.99)	5,30
HSBC Trustee (C.I.) Limited	100.00	2,35
HSBC Trustee (Guernsey) Limited	100.00	2,11
HSIL Investments Limited	100.00	9
INKA Internationale Kapitalanlagegesellschaft mbH	100.00 (99.99)	30
James Capel (Nominees) Limited	100.00	2,9
James Capel (Taiwan) Nominees Limited	100.00	2,9
Keyser Ullmann Limited	100.00 (99.99)	9
Midcorp Limited	100.00	2,9
Prudential Client HSBC GIS Nominee (UK) Limited	100.00	2,9
Republic Nominees Limited	100.00	2,11
RLUKREF Nominees (UK) One Limited	100.00	1,2,9
RLUKREF Nominees (UK) Two Limited	100.00	1,2,9
S.A.P.C. - Ufipro Recouvrement	99.99	19
Saf Baiyun	100.00 (99.99)	3,19
Saf Guangzhou	100.00 (99.99)	3,19
SCI HSBC Assurances Immo	100.00 (99.99)	24
SFM	100.00 (99.99)	19
SFSS Nominees (Pty) Limited	100.00	39
SNC Les Oliviers D'Antibes	60.00 (59.99)	4,24
SNCB/M6 - 2008 A	100.00 (99.99)	19
SNCB/M6-2007 A	100.00 (99.99)	3,19

<b>Subsidiaries</b>	<b>% of share class held by immediate parent company (or by HSBC Bank plc where this varies)</b>		<b>Footnotes</b>
SNCB/M6-2007 B	100.00	(99.99)	3, 19
Société Française et Suisse	100.00	(99.99)	19
Somers Dublin DAC	100.00	(99.99)	36
Sopingest	100.00	(99.99)	19
South Yorkshire Light Rail Limited	100.00		9
Swan National Limited	100.00		9
The Venture Catalysts Limited	100.00		2, 9
Trinkaus Australien Immobilien Fonds Nr. 1 Brisbane GmbH & Co. KG	100.00	(99.99)	30
Trinkaus Australien Immobilien-Fonds Nr. 1 Treuhand-GmbH	100.00	(99.99)	5, 30
Trinkaus Europa Immobilien-Fonds Nr.3 Objekt Utrecht Verwaltungs-GmbH	100.00	(99.99)	30
Trinkaus Immobilien-Fonds Geschaeftsfuehrungs-GmbH	100.00	(99.99)	5, 30
Trinkaus Immobilien-Fonds Verwaltungs-GmbH	100.00	(99.99)	5, 30
Trinkaus Private Equity Management GmbH	100.00	(99.99)	30
Trinkaus Private Equity Verwaltungs GmbH	100.00	(99.99)	5, 30
Valeurs Mobilières Elysées	100.00	(99.99)	19

## Joint ventures

The undertakings below are joint ventures and equity accounted.

<b>Joint Ventures</b>	<b>% of share class held by immediate parent company (or by HSBC Bank plc where this varies)</b>		<b>Footnotes</b>
HCM Holdings Limited (In Liquidation)	50.99		23
The London Silver Market Fixing Limited	n/a		0, 1, 2, 48

## Associates

The undertakings below are associates and equity accounted.

<b>Associates</b>	<b>% of share class held by immediate parent company (or by HSBC Bank plc where this varies)</b>		<b>Footnotes</b>
BGF Group plc	24.62		14
Bud Financial Limited	5.36		1, 15
Contour Pte Ltd	12.65		1, 17
Divido Financial Services Limited	5.56		1, 20
Episode Six Limited	7.02		1, 21
Euro Secured Notes Issuer	16.67		22
LiquidityMatch LLC	n/a		0, 1, 43
London Precious Metals Clearing Limited	30.00		1, 2, 44
Monese Ltd	5.39		1, 45
Quantexa Ltd	10.10		46
Services Epargne Enterprise	14.18		47
Threadneedle Software Holdings Limited	6.56		1, 49
Trade Information Network Limited	16.67		1, 50
Trinkaus Europa Immobilien-Fonds Nr. 7 Frankfurt Mertonviertel KG	n/a		0, 30
Vizolution Limited	17.95		1, 7
We Trade Innovation Designated Activity Company (In Liquidation)	9.88		1, 8

## Footnotes

0 Where an entity is governed by voting rights, HSBC consolidates when it holds — directly or indirectly — the necessary voting rights to pass resolutions by the governing body. In all other cases, the assessment of control is more complex and requires judgement of other factors, including having exposure to variability of returns, power to direct relevant activities, and whether power is held as an agent or principal. HSBC's consolidation policy is described in Note 1.2(a).

1 Management has determined that these undertakings are excluded from consolidation in the Group accounts as these entities do not meet the definition of subsidiaries in accordance with IFRSs. HSBC's consolidation policy is described in Note 1.2(a).

2 Directly held by HSBC Bank plc

Description of shares

3 Actions

4 Parts

5 GmbH Anteil

6 Russian Limited Liability Company Shares

## Registered offices

- 7 Office Block A, Bay Studios Business Park, Fabian Way, Swansea, Wales, United Kingdom, SA1 8QB
- 8 10 Earlsfort Terrace, Dublin, Ireland, D02 T380
- 9 8 Canada Square, London, United Kingdom, E14 5HQ
- 10 5 Donegal Square South, Northern Ireland, Belfast, United Kingdom, BT1 5JP
- 11 Arnold House, St Julians Avenue, St Peter Port, Guernsey, GY1 3NF
- 12 HSBC Main Building, 1 Queen's Road Central, Hong Kong
- 13 Oak House Hirzel Street, St Peter Port, Guernsey, GY1 2NP
- 14 13-15 York Buildings, London, United Kingdom, WC2N 6JU
- 15 Linen Court Floor 3, 10 East Road, London, United Kingdom, N1 6AD
- 16 Solidere - Rue Saad Zaghloul Immeuble - 170 Marfaa, P.O. Box 17 5476 Mar Michael, Beyrouth, Lebanon, 11042040
- 17 50 Raffles Place, #32-01 Singapore Land Tower, Singapore, 048623
- 18 c/o Walkers Corporate Services Limited Walker House, 87 Mary Street, George Town, Grand Cayman, Cayman Islands, KY1-9005
- 19 38 avenue Kléber, Paris, France, 75116
- 20 Office 7, 35-37 Ludgate Hill, London, United Kingdom, EC4M 7JN
- 21 9/F Amtel Bldg, 148 des Voeux Rd Central, Central, Hong Kong
- 22 3 avenue de l'Opera, Paris, France, 75001
- 23 c/o Teneo Financial Advisory Limited, 156 Great Charles Street, Queensway, Birmingham, West Midlands, United Kingdom, B3 3HN
- 24 Immeuble Cœur Défense, 110 esplanade du Général de Gaulle, Courbevoie, France, 92400
- 25 HSBC House Esplanade, St. Helier, Jersey, JE4 8UB
- 26 2 Paveletskaya Square Building 2, Moscow, Russian Federation, 115054
- 27 66 Teryan Street, Yerevan, Armenia, 0009
- 28 116 Archbishop Street, Valletta, Malta
- 29 HSBC House Esplanade, St. Helier, Jersey, JE1 1HS
- 30 Hansaallee 3, Düsseldorf, Germany, 40549
- 31 80 Mill Street, Qormi, Malta, QRM 3101
- 32 26 Gartenstrasse, Zurich, Switzerland, 8002
- 33 52/60, M G Road Fort, Mumbai, India, 400 001
- 34 Unit 401 Level 4, Gate District Precinct Building 2, Dubai International Financial Centre, Dubai, United Arab Emirates, 506553
- 35 HSBC House Esplanade, St. Helier, Jersey, JE1 1GT

## Notes on the Financial Statements

### Registered offices (continued)

36	1 Grand Canal Square, Grand Canal Harbour, Dublin 2, Ireland, D02 P820
37	6th Floor HSBC Centre 18, Cybercity, Ebene, Mauritius, 72201
38	5 rue Heienhaff, Senningerberg, Luxembourg, 1736
39	1 Mutual Place, 107 Rivonia Road, Sandton, Gauteng, South Africa, 2196
40	18 Boulevard de Kockelscheuer, Luxembourg, Luxembourg, L-1821
41	3 Hansaallee, Düsseldorf, Nordrhein-Westfalen, Germany, 40549
42	16 Boulevard d'Avranches, Luxembourg, Luxembourg, L-1160
43	100 Town Square Place, Suite 201   Jersey City, NJ, United States Of America, 07310
44	7th Floor 62 Threadneedle Street, London, United Kingdom, EC2R 8HP
45	Eagle House, 163 City Road, London, United Kingdom, EC1V 1NR
46	Hill House, 1 Little New Street, London, United Kingdom, EC4A 3TR
47	32 rue du Champ de Tir, Nantes, France, 44300
48	c/o Hackwood Secretaries Limited, One Silk Street, London, United Kingdom, EC2Y 8HQ
49	2nd Floor Regis House, 45 King William Street, London, United Kingdom, EC4R 9AN
50	3 More London Riverside, London, United Kingdom, SE1 2AQ



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