PROHIBITION OF SALES TO EEA RETAIL INVESTORS - The Certificates are not intended to be offered, sold or otherwise made available to any retail investor in the European Economic Area (**EEA**). For these purposes, a retail investor means a person who is one (or more) of: (i) a retail client as defined in point (11) of Article 4(1) of Directive 2014/65/EU (as amended, **MiFID II**); or (ii) a customer within the meaning of Directive 2016/97/EU, as amended or superseded (the **Insurance Distribution Directive**), where that customer would not qualify as a professional client as defined in point (10) of Article 4(1) of MiFID II; or (iii) not a qualified investor as defined in Regulation 2017/1129, as amended (the **Prospectus Regulation**). Consequently no key information document required by Regulation (EU) No 1286/2014 (as amended, the **PRIIPs Regulation**) for offering or selling the Certificates or otherwise making them available to retail investors in the EEA h asbeen prepared and therefore offering or selling the Certificates or otherwise making them available to a nyretail investor in the EEA may be unlawful under the PRIIPS Regulation.

Pricing Supplement dated 24 September 2020

HSBC France

Legal Entity Identifier (LEI): F0HUI1NY1AZMJMD8LP67

Issue of USD 4,000,000 Automatic Early Redemption Index Linked Certificates due 25 September 2024 linked to a Basket of Indices

Programme for the issue of Structured Notes and Certificates

Issue Price: 100 %

HSBC

Part A CONTRACTUAL TERMS

This document constitutes the pricing supplement ("**Pricing Supplement**") relating to the issue of the Tra nche of Certificates described herein for the purposes of listing on the Official List of Euronext Dublin an d must be read in conjunction with the Offering Memorandum dated 27 April 2020 as supplemented from time to time (the "**Offering Memorandum**") which, together with this Pricing Supplement, constitute listing particulars for the purposes of listing on the Global Exchange Market. Terms used herein shall be deemed to be defined as such for the purposes of the terms and conditions of the Certificates (the "**Conditions**") set forth in such Offering Memorandum.

Full information on the Issuer and the offer of the Certificates is only available on the basis of the combination of this Pricing Supplement and the Offering Memorandum. The Offering Memorandum is available for viewing on the website of HSBC France (http://www.about.hsbc.fr/investor-relations/debt-issuance) and copies may be obtained from HSBC France, 103 avenue des Champs-Elysées, 75008 Paris, France.

The Offering Memorandum does not comprise (i) a prospectus for the purposes of Part VI of the Financial Services and Markets Act 2000 (as amended) or (ii) a base prospectus for the purposes of Regulation (EU) 2017/1129, as amended (the "Prospectus Regulation"). The Offering Memorandum has been prepared solely with regard to Certificates that are (i) not to be admitted to listing or trading on any regulated market for the purposes of Directive 2014/65/EU and not to be offered to the public in a Member State (other than pursuant to one or more of the exemptions set out in Article 3.2 of the Prospectus Regulation).

1.	Issuer:	HSBC France			
2.	(a) Series Number:	Not applicable			
	(b) Tranche Number:	1			
	(c) Date on which the Certificates become fungible	Not applicable			
3.	Specified Currency or Currencies:	United States Dollar (USD)			
4.	Aggregate Nominal Amount :				
	(a) Series:	USD 4,000,000			
	(b) Tranche:	USD 4,000,000			
5.	Issue Price:	100 per cent. of the Aggregate Nominal Amount			
6.	Specified Denomination(s):	USD 1,000			
7.	(a) Issue Date:	25 September 2020			
	(b) Interest Commencement Date (if different from the Issue Date):	The Issue Date			
8.	Minimum Trading Size:	Not Applicable			
9.	Maturity Date:	25 September 2024, subject to early redemption on an Automatic Early Redemption Date. See paragraph 27 below.			
10.	Interest Basis:	Variable Coupon linked to an Index Basket. (further particulars specified below)			
11.	Redemption /Payment Basis: (Condition 7)	Redemption linked to an Index Basket			
12.	Change of Interest Basis or Redemption/ Payment Basis:	The Certificates are subject to early redemption on an Automatic Early Redemption Date. See paragraph 27 below.			
13.	Put/Call options:	Not applicable			
14.	Status of Certificates:	Senior preferred			
15.	Method of distribution:	Non-syndicated			
PROVISIONS RELATING TO INTEREST PAYABLE (IF APPLICABLE)					
16.	Provisions relating to Fixed Rate Certificates:	Not applicable			
17.	Provisions relating to Floating Rate Certificates:	Not applicable			

18. Provisions relating to Zero Coupon Certificates:

Not applicable

19. Provisions relating to Certificates with a Coupon Linked to an Equity, Equity Basket, Index, Index Basket, ETF, ETF Basket, ADR/GDR or ADR/GDR Basket:

Applicable

(a) Equity, Equity Basket, Index, Index Basket, ETF unit, ETF Basket, ADR/ GDR, ADR/GDR Basket/formula/other variable

The Basket of Indices as defined in paragraph 41(b) below

(b) Party responsible for calculating the Interest Rate(s) and/or Coupon Amount(s) (if not the Calculation Agent): Not applicable

(c) Provisions for determining the Coupon where calculated by reference to an Equity, Equity Basket, Index, Index Basket, ETF, ETF Basket, ADR/GDR, ADR/GDR Basket, a Formula or other variable:

Unless the Certificates have been previously redeemed, or purchased and cancelled in accordance with the Conditions:

(a) if the Calculation Agent determines that, on the Automatic Early Redemption Valuation Date (as defined in paragraph 27 below), WO_j (as defined in paragraph 27 below) is greater than or equal to **75.00** per cent., the Variable Coupon (the "Coupon_j") payable on the immediately succeeding Variable Coupon Payment Date shall be an amount in the Specified Currency determined by the Calculation Agent in accordance with the following formula:

Coupon_j =
$$i \times y \%$$
 - $\sum_{k=0}^{j-1}$ Coupon_k

Otherwise, no Variable Amount Payable will be paid.

(b) if the Calculation Agent determines that, on the Valuation Date (as defined in paragraph 42 below), WO_{Final} (as defined in paragraph 25(c) below) is greater than or equal to **75.00** per cent., the Variable Coupon Amount (the "Coupon_{j=16}") payable on the Maturity Date shall be an amount in the Specified Currencydetermined by the Calculation Agent in accordance with the following formula:

Coupon_{j=16} =
$$16 \times y \% - \sum_{k=0}^{16-1} Coupon_k$$

Otherwise, no Variable Coupon will be paid.

Where:

"y" equals 2.7500%

"i" means, for 1 to 16, each a Variable Coupon Payment Datei

For avoidance of doubt, "Coupon_{i=0}" means zero.

Determination Date(s) of the Coupon (d) Amount:

Not applicable

Provisions for determining the Coupon Condition 17.9 applies (e) where calculation by reference to an Equity, Equity Basket, Index, Index Basket, ETF, ETF Basket, ADR/GDR, ADR/GDR Basket, a Formula or other variable is impossible or impracticable:

Interest or Calculation Period(s): Not applicable (f)

Specified Interest Payment Dates: (g) Each date specified as such in Annex 2, each a

> "Variable Coupon Payment Date;", subject (except in the case of the Maturity Date) to early redemption

on an Automatic Early Redemption Date

Business Day Convention: Following Business Day Convention (h)

Business Centre(s): New York (i)

Minimum Interest Rate: Not applicable (i)

Not applicable Maximum Interest Rate: (k)

Not applicable Day Count Fraction: (1)

20. **Provisions relating to Dual Currency**

Certificates:

Not applicable

21. **Provisions relating to Physical Delivery**

Certificates:

Not applicable

PROVISIONS RELATING TO REDEMPTION

22. Not applicable Redemption at the option of the Issuer:

(Condition 7.3)

23. Redemption at the option of the Certificate Not applicable

(Condition 7.4)

holders:

24. Not applicable **Redemption by Instalments:**

25. **Final Redemption Amount of each Certificate:**

In cases where the Final Redemption Amount Applicable is linked to an Equity, Equity Basket, Index, Index Basket, ETF, ETF Basket, ADR/GDR, ADR/GDR Basket or any other variable

an Equity, Equity Basket, Index, Index Basket, ETF, ETF Basket, ADR/GDR, ADR/GDR Basket, formula/other variable:

The Basket of Indices as defined in paragraph 41(b) below

Party responsible for calculating the Interest Rate(s) and Final Redemption Amount (if not the Calculation Agent):

Not applicable

Provisions for determining the Final Redemption Amount when calculated by reference to an Equity, an Equity Basket, an Index, an Index Basket, an ETF, an ETF Basket, an ADR/GDR, an - WO_{final} is greater than or equal to 90.00 per ADR/GDR Basket and/or Formula and/ or other variable:

Unless previously redeemed or purchased and cancelled, if, on the Valuation Date, the Calculation Agent determines that:

- cent, the Issuer shall redeem the Certificates on the Maturity Date at 100 per cent. of par; or
- WO_{final} is less than 90.00 per cent. and a Trigger Event has not occurred with respect to any of the Indices, the Issuer shall redeem the Certificates on the Maturity Date at 100 per cent. of par;
- WO_{final} is less than 100.00 per cent.and a Trigger Event has occurred with respect to one or more of the Indices, the Issuer will redeem the Certificates by paying paying on the Maturity Date an amount in the Specified Currency in respect of each Certificate determined by the Calculation Agent in accordance with the following formula:

Specified Denomination x WO_{final} /100.00%

"WO_{final}" means, in respect of the Valuation Date, the lowest performance (expressed as a percentage) among the Indices as determined by the Calculation Agent in accordance with the following formula:

$$\operatorname{Min}_{i} = 1 \text{ to } 2.00 \left(\frac{S_{\text{Final}}^{i}}{S_{0}^{i}} \right)$$

Where:

"i" means each Security in the Basket, 1 to 2.00

"S Final" means, in respect of an Index (Index_i) and the Valuation Date, the Final Index Level (as defined in paragraph 41(e) below) of such Index_i.

" $S^{i}_{0"}$ means, in respect of a Index (Index_i), the Initial Index Level (as defined in Condition 41(d) below) of such Index_i.

For information purposes, if more than one Security has the same percentage, the Calculation Agent shall determine which Security is the Worst Performing Security in its sole and absolute discretion.

"Worst Performing Security" means the Index for which the performance is the lowest in accordance with the definition of WO_{final}

Barrier Period: Not applicable

Trigger Event: In respect of an Index, the Final Index Level per

Index (at least one), as determined by the Calculation

Agent, is less than the Trigger Level

Trigger Level: In respect of a Security, 60 per cent. of the Initial

Level

Knock-in Event: Not applicable

Knock-out Event: Not applicable

(d) Determination Date(s): Not applicable

(e) Provisions for determining the Final Redemption Amount when calculation by reference to an Index and/or formula and/or other variable is impossible or impracticable:

Condition 17.9 applies

(f) Payment Date: Not applicable

(g) Minimum Final Redemption Amount: Not applicable

(h) Maximum Final Redemption Amount: Not applicable

In cases where the Final Redemption Amount Not applicable is linked to a Fund or Fund Basket:

In cases where the Final Redemption Amount Not applicable is linked to the credit of a reference entity/ obligation or a basket of reference entities/ obligations:

In cases where the Final Redemption Amount Not applicable is linked to a Preference Share:

Final Redemption Amount of each Note: Not applicable

26. Early Redemption Amount

In cases where the Early Redemption Amount is linked to an Equity, Equity Basket, Index, Index Basket, ETF, ETF Basket, ADR/GDR, ADR/GDR Basket or any other variable: Applicable

Early Redemption Amount(s) of each Certificate paid on redemption for taxation reasons or an event of default or other early redemption cases and/or the method of calculating the amount (if required or if different from that set out in Condition 7.5): Fair Market Value

Early Redemption Amount (upon redemption 100 per cent. of the Specified Denomination following an FX Disruption Event or a Benchmark Trigger Event):

Other redemption provisions: Not applicable

27. **Automatic Early Redemption:**

Automatic Early Redemption Event:

Applicable

If \mathbf{WO}_j is greater than or equal to the Automatic Early Redemption Level as of any Automatic Early Redemption Valuation $Date_j$

Where:

" WO_j " means , in respect of a Valuation Datej, the lowest performance (expressed as a percentage) among the Indices as determined by the Calculation Agent in accordance with the following formula:

$$\underset{\text{Min}_{i} = 1 \text{ to } 2}{\underbrace{\left(\frac{S_{j}^{i}}{S_{0}^{i}}\right)}}$$

Where:

" S_j^i " means, in respect of an Index (Index_i) and a Valuation Date_j, the level of such Index_i on the relevant Exchange at the Valuation Time on such Valuation Date_j, as determined by the Calculation Agent.

" S_0^i " means, in respect of an Index (Index_i), the Initial Index Level (as defined in paragraph 41(d) below) of such Index_i

Automatic Early Redemption Amount: Each amount specified as such in Annex 2, (each

an "Automatic Early Redemption Amount;") (";"

ranking from 4 to 15)

Automatic Early Redemption Dates: Each date specified as such in the Annex 2 (each

an "Automatic Early Redemption Date_j") ("_j" ranking from 4 to 15), subject to adjustment in accordance with the Following Business Day Con

vention

Automatic Early Redemption Price/Level: Each price specified as such in the Annex 2, (each an

"Automatic Early Redemption Level;")("j" ranking

from 4 to 15)

Automatic Early Redemption Rate: Not applicable

Automatic Early Redemption Valuation Date(s):

Each date specified as such in Annex 2 (each an "Automatic Early Redemption Valuation Date_i")

("i" ranking from **4 to 15**).

Each Automatic Early Redemption Valuation Date shall be subject to postponement in accordance with Condition 17.5 as if each reference to "Valuation Date" in such Condition was deemed to be a reference to "Automatic Early Redemption Valuation Date".

28. **Calculation Agent for the requirements of** Not applicable **Condition 6.3(j):**

GENERAL PROVISIONS APPLICABLE TO THE SECURITIES

29. **Form of Certificates:** Dematerialised Certificates

(a) Form of Dematerialised Certificates: Bearer form

(b) Registration Agent: Not applicable

30. **Payment of Alternative Payment Currency** Not applicable **Equivalent:**

31. Underlying Currency Pair provisions: Not applicable

32. **Price Source Disruption:** Not applicable

33. New York Financial Centre(s) or other special provisions relating to Payment Dates for the purposes of Condition 8.5: Not applicable 34. **Provisions relating to Partly Paid Certificates:** amount of each payment comprising the Issue Price and date on which each payment is to be made and consequences (if any) of failure to pay, including any right of the Issuer to forfeit the Certificates and interest due on late payment: 35. Not applicable **Provisions relating to Instalment** Certificates: amount of each instalment, date on which each payment is to be made: 36. Not applicable Provisions relating to consolidation: 37. **Other Pricing Supplement:** Not applicable PROVISIONS APPLICABLE TO CERTIFICATES LINKED TO AN EQUITY, EQUITY BASKET, INDEX, INDEX BASKET, ETF, ETF BASKET, ADR/GDR AND ADR/GDR BASKET 38. **Delivery of Securities (Equity Linked** Not applicable **Certificates only):** 39. **Provisions relating to Equity Linked** Certificates ADR/GDR Linked Certificates Not applicable and ETF Linked Certificates): **Additional Provisions relating to Equity** 40. Not applicable **Linked Certificates:** 41. Provisions relating to Index-linked Applicable **Certificates:** Composite Index: Not applicable (a) (b) Index(ices): The Indices comprising the Basket specified in Annex 1 below. **Index Sponsor:** (c) With respect to each Index, the entity specified as such in respect of such Index in Annex 1 Initial Index Level: (d) See the Annex Final Index Level: As defined in condition 17.1 (e) Not applicable (f) Index Rules:

Exchange: With respect to each Index, each Exchange, or (g) quotation system specified as such in respect of such Index in Annex 1 With respect to each Index, each Exchange or (h) Related Exchange: quotation system specified as such in respect of such Index in Annex 1 (i) Weighting: Not applicable Strike Price: Not applicable (j) (k) Strike Date: 11 September 2020 (1) Scheduled Trading Day Not applicable Convention: (m) Additional Disruption Event: Change in Law, Insolvency Filing, Hedging Disruption, Increased Cost of Hedging 42. **Provisions relating to Preference Share-**Not applicable **Linked Certificates:** 11 September 2024, subject to postponement in 43. **Valuation Date(s):** accordance with Condition 17.5 44. **Valuation Time:** Condition 17.1 applies 45. **Averaging Dates:** Not applicable Averaging Date in the event of Market Not Applicable **Disruption:** 46. **Reference Prices:** No **Provisions relating to Inflation Rate-**47. Not applicable **Linked Certificates: DISTRIBUTION** 48. If syndicated, names and addresses of the Not applicable Members of the Distribution Syndicate and the underwriting commitments: 49. (a) Date of Subscription Agreement Not applicable (b) Stabilising Manager(s) (if any): Not applicable If not syndicated, name and address of **HSBC** Bank plc Dealer: 8 Canada Square London E14 5HQ United Kingdom 50. **Total Commission and concession:** Not applicable Applicable 51. **Prohibition of Sales to EEA Retail Investors:**

52. Additional selling Restrictions: Not applicable

53. U.S. Selling Restrictions: The Issuer is Category 2 for the purposes of Regulation

S under the United States Securities Act of 1933, as

amended.

TEFRA rules not applicable

54. **U.S. Tax Considerations:** Not applicable

55. **GENERAL**

The aggregate principal amount of Notes Not applicable issued has been translated into euro at the rate of [.], producing a sum of (solely for Notes not denominated in euro):

RESPONSIBILITY

The Issuer accepts responsibility for the information contained in this Pricing Supplement.

Information relating to the Securities has been extracted from *Bloomberg*. The Issuer confirms that such information has been accurately reproduced and that, so far as it is aware and is able to ascertain from information published by *Bloomberg*, no facts have been omitted which would render the reproduced information inaccurate or misleading.

CONFIRMED

Signed on behalf of HSBC Bank France

N.S. NowAms

N Rawlings

By: -----

Authorised Signatory

Date: -----

PART B

OTHER INFORMATION

1.	ISSUE- SPECIFIC RISK FACTORS	Not applicable	
2.	LISTING AND ADMISSION TO TRADING: (a) Listing:	Application has been made to admit the Certificates to listing on the Official List of Euronext Dublin on or around the Issue Date. No assurance can be give n as to whether or not, or when, such application will be granted.	
	(b) Admission to trading:	Application has been made for the Certificates to be admitted to trading on the Global Exchange Market with effect from the Issue Date. No assurance can be given as to whether or not, or when, such application will be granted.	
	(c) Estimate of total expenses related to admission to trading:	EUR 1000.00	
3.	RATINGS		
	Ratings:	The Certificates have not been specifically rated.	
4.	INTERESTS OF NATURAL AND LEGAL	PERSONS INVOLVED IN THE ISSUE	
	Not applicable		
5.	REASONS FOR THE OFFER, ESTIMATED NET PROCEEDS AND TOTAL EXPENSES		
	(a) Reasons for the offer:	Not applicable	
	(b) Estimated net proceeds:	Not applicable	
	(c) Estimated total expenses:	Not applicable	
6.	Fixed Rate Certificates only – Yield		
	Not applicable		

Floating Rate Certificates only – Information on Floating Rate Certificates

Not applicable

7. Index Linked or Other Variable-Linked Certificates only – PERFORMANCE OF INDEX/FORMULA/OTHER VARIABLE, EXPLANATION OF ITS EFFECT ON THE VALUE OF THE INVESTMENT AND THE ASSOCIATED RISKS, AND OTHER INFORMATION CONCERNING THE UNDERLYING

It is advisable that prospective investors considering acquiring any Certificates understand the risks of transactions involving the Certificates and it is advisable that they reach an investment decision after carefully considering, with their financial, legal, regulatory, tax, accounting and other advisers, the suitability of the Certificates in light of their particular circumstances (including without limitation their own financial circumstances and investment objectives and the impact the Certificates will have on their overall investment portfolio) and the information contained in the Offering Memorandum and this Pricing Supplement. Prospective investors should consider carefully the risk factors set forth under "Risk Factors" in the Offering Memorandum.

Details of the past and future performance and volatility of the Securities can be obtained from *Bloomberg*.

8. Dual Currency Certificates only – PERFORMANCE OF EXCHANGE RATE[S]
AND EXPLANATION OF EFFECT ON THE VALUE OF THE INVESTMENT

Not applicable

9. Derivative instruments only – EXPLANATION OF EFFECT ON THE VALUE OF THE INVESTMENT, THE YIELD ON THE DERIVATIVE INSTRUMENTS AND INFORMATION CONCERNING THE UNDERLYING

Not applicable

EXPLANATION OF EFFECT ON THE VALUE OF THE INVESTMENT

Not applicable

10. SETTLEMENT PROCEDURE FOR DERIVATIVE INSTRUMENTS

Not applicable

11. INFORMATION CONCERNING THE UNDERLYING

Not applicable

OTHER

Name and address of Calculation Agent: **HSBC** Bank plc

> 8 Canada Square London E14 5HQ United Kingdom

Information on taxes on the income from the Certificates withheld at source in the country where admission to trading (other than in Luxembourg and France) is sought:

Not applicable

12. Derivative instruments only - POST ISSUANCE INFORMATION CONCERNING THE **UNDERLYING**

Not applicable

OPERATIONAL INFORMATION 13.

ISIN Code: FR0013536323

Common Code: Available from the Euroclear Bank website

- www.euroclear.com/site/public/EB/

Mnemonic Code: Not Applicable

Depositaries:

(a) Euroclear France to act as Central Depositary: Yes

(b) Common Depositary for Euroclear Bank and Yes

Clearstream Banking, S.A.:

Any clearing system(s) other than Euroclear Bank and Clearstream Banking, S.A. and the corresponding identification number(s):

Not applicable

Delivery: Delivery against payment

Names and addresses of initial Paying Agents

designated for the Certificates:

BNP PARIBAS SECURITIES SERVICES

3-5-7 rue General Compans

ACI-CPC03A2 93500 Pantin France

Names and addresses of additional Paying

Agent(s) (if any):

None

TERMS AND CONDITIONS OF THE OFFER 14.

CONDITIONS, OFFER STATISTICS, EXPECTED TIMETABLE AND ACTION REQUIRED TO APPLY FOR THE OFFER

Not Applicable

15. PLAN OF DISTRIBUTION AND ALLOTMENT

Not applicable

16. **PRICING**

Not applicable

17. PLACING AND UNDERWRITING

Not applicable

ANNEX 1

(this Annex forms part of the Pricing Supplement to which it is attached)

Information in relation to underlying indices

" i "	Indicies	Index Sponsor	Exchange	Related Exchange	Initial Index Level	Trigger Level
1 (S&P 500 ENERGY INDEX Bloomberg:S5ENRS	Standard & Poor's Corporation	The New York Stock Exchange	All Exchanges	243.58	60.0000% of the Initial Index Level
2	S&P 500 FINANCIALS SECTOR GICS L1 (Bloomberg:S5FINL	Standard & Poor's Corporation	The New York Stock Exchange	All Exchanges	409.33	60.0000% of the Initial Index Level

ANNEX 2
(This Annex forms part to the Pricing Supplement to which it is attached)

"j"	Automatic Early Redemption Valuation Date _j	Automatic Early Redemption Date _j	Automatic Early Redemption Level _j	Automatic Early Redemption Amount _j	Variable Coupon Payment Date _j
1	11 Dec 2020	None	None	None	28 Dec 2020
2	11 Mar 2021	None	None	None	25 Mar 2021
3	11 Jun 2021	None	None	None	25 Jun 2021
4	13 Sep 2021	27 Sep 2021	90.00%	100.00%	27 Sep 2021
5	13 Dec 2021	28 Dec 2021	90.00%	100.00%	28 Dec 2021
6	11 Mar 2022	25 Mar 2022	90.00%	100.00%	25 Mar 2022
7	13 Jun 2022	27 Jun 2022	90.00%	100.00%	27 Jun 2022
8	12 Sep 2022	26 Sep 2022	90.00%	100.00%	26 Sep 2022
9	12 Dec 2022	27 Dec 2022	90.00%	100.00%	27 Dec 2022
10	13 Mar 2023	27 Mar 2023	90.00%	100.00%	27 Mar 2023
11	12 Jun 2023	26 Jun 2023	90.00%	100.00%	26 Jun 2023
12	11 Sep 2023	25 Sep 2023	90.00%	100.00%	25 Sep 2023
13	11 Dec 2023	26 Dec 2023	90.00%	100.00%	26 Dec 2023
14	11 Mar 2024	25 Mar 2024	90.00%	100.00%	25 Mar 2024
15	11 Jun 2024	25 Jun 2024	90.00%	100.00%	25 Jun 2024
16	None	None	None	None	The Maturity Date

ANNEX 3

Index Disclaimer

(this Annex forms part to the Pricing Supplement to which it is attached)

STATEMENTS REGARDING THE STANDARD & POOR'S 500® INDEX (THE "S&P 500 FINANCIALS SECTOR GICS LEVEL 1 INDEX")

The "S&P 500 FINANCIALS SECTOR GICS LEVEL 1 Index" is a product of S&P Dow Jones Indices LLC, a division of S&P Global, or its affiliates ("SPDJI"), and has been licensed for use by the Issuer. Standard & Poor's® and S&P® are registered trademarks of Standard & Poor's Financial Services LLC, a division of S&P Global ("S&P"); Dow Jones® is a registered trademark of Dow Jones Trademark Holdings LLC ("Dow Jones"); and these trademarks have been licensed for use by SPDJI and sublicensed for certain purposes by the Issuer. It is not possible to invest directly in an index. The Notes or Preference Shares are not sponsored, endorsed, sold or promoted by SPDJI, Dow Jones, S&P, any of their respective affiliates (collectively, "S&P Dow Jones Indices"). S&P Dow Jones Indices makes no representation or warranty, express or implied, to the owners of the Notes or Preference Shares or any member of the public regarding the advisability of investing in securities generally or in the Notes or Preference Shares particularly or the ability of the S&P 500 FINANCIALS SECTOR GICS LEVEL 1 Index to track general market performance. Past performance of an index is not an indication or guarantee of future results. S&P Dow Jones Indices' only relationship to the Issuer with respect to the S&P 500 FINANCIALS SECTOR GICS LEVEL 1 Index is the licensing of the Index and certain trademarks, service marks and/or trade names of S&P Dow Jones Indices and/or its licensors. The S&P 500 FINANCIALS SECTOR GICS LEVEL 1 Index is determined, composed and calculated by S&P Dow Jones Indices without regard to the Issuer or the Notes or Preference Shares. S&P Dow Jones Indices have no obligation to take the needs of the Issuer or the owners of the Notes or Preference Shares into consideration in determining, composing or calculating the S&P 500 FINANCIALS SECTOR GICS LEVEL 1 Index. S&P Dow Jones Indices are not responsible for and have not participated in the determination of the prices, and amount of the Notes or Preference Shares or the timing of the issuance or sale of the Notes or Preference Shares or in the determination or calculation of the equation by which the Notes or Preference Shares is to be converted into cash, surrendered or redeemed, as the case may be. S&P Dow Jones Indices has no obligation or liability in connection with the administration, marketing or trading of the Notes or Preference Shares. There is no assurance that investment products based on the S&P 500 FINANCIALS SECTOR GICS LEVEL 1 Index will accurately track index performance or provide positive investment returns. S&P Dow Jones Indices LLC is not an investment or tax advisor. A tax advisor should be consulted to evaluate the impact of any tax-exempt securities on portfolios and the tax consequences of making any particular investment decision. Inclusion of a security within an index is not a recommendation by S&P Dow Jones Indices to buy, sell, or hold such security, nor is it considered to be investment advice.

S&P DOW JONES INDICES DOES NOT GUARANTEE THE ADEQUACY, ACCURACY, TIMELINESS AND/OR THE COMPLETENESS OF THE S&P 500 FINANCIALS SECTOR GICS LEVEL 1 INDEX OR ANY DATA RELATED THERETO OR ANY COMMUNICATION, INCLUDING BUT NOT LIMITED TO, ORAL OR WRITTEN COMMUNICATION (INCLUDING ELECTRONIC COMMUNICATIONS) WITH RESPECT THERETO. S&P DOW JONES INDICES SHALL NOT BE SUBJECT TO ANY DAMAGES OR LIABILITY FOR ANY ERRORS, OMISSIONS, OR DELAYS THEREIN. S&P DOW JONES INDICES MAKES NO EXPRESS OR IMPLIED WARRANTIES, AND EXPRESSLY DISCLAIMS ALL WARRANTIES, OF MERCHANTABILITY OR FITNESS FOR A PARTICULAR PURPOSE OR USE OR AS TO RESULTS TO BE OBTAINED BY THE ISSUER, OWNERS OF THE NOTES OR PREFERENCE SHARES, OR ANY OTHER PERSON OR ENTITY FROM THE USE OF THE S&P 500 FINANCIALS SECTOR GICS LEVEL 1 INDEX OR WITH RESPECT TO ANY DATA RELATED THERETO. WITHOUT LIMITING ANY OF THE FOREGOING, IN NO EVENT WHATSOEVER SHALL S&P DOW JONES INDICES BE LIABLE FOR ANY INDIRECT, SPECIAL, INCIDENTAL, PUNITIVE, OR CONSEQUENTIAL DAMAGES INCLUDING BUT NOT LIMITED TO, LOSS OF PROFITS, TRADING LOSSES, LOST TIME OR GOODWILL, EVEN IF THEY HAVE BEEN ADVISED OF THE POSSIBLITY OF SUCH DAMAGES, WHETHER IN CONTRACT, TORT, STRICT LIABILITY, OR OTHERWISE. THERE ARE NO THIRD PARTY BENEFICIARIES OF ANY AGREEMENTS OR ARRANGEMENTS BETWEEN S&P DOW JONES INDICES AND THE ISSUER, OTHER THAN THE LICENSORS OF S&P DOW JONES INDICES.

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