

HSBC OVERSEAS HOLDINGS (UK) LIMITED

(the "Company")

STATEMENT OF COMPLIANCE UNDER SECTION 644(5) OF THE
COMPANIES ACT 2006 MADE ON 14 DECEMBER 2023

We, the undersigned, being all the directors of the Company, make the following statement under section 644(5) of the Companies Act 2006 ("CA 2006").

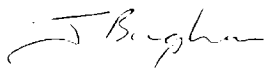
As set out in the written special resolution circulated to members on 14 December 2023, the Company proposes to reduce its capital by means of the solvency statement procedure under section 642 of the Companies Act 2006.

The directors signed the solvency statement under section 643 of the CA 2006 (the "Solvency Statement") on 14 December 2023 and the resolution approving the reduction of capital (the "Resolution") was passed as a written special resolution on 14 December 2023.


We confirm that:

- (i) The Solvency Statement was made not more than 15 days before the date on which the Resolution was passed; and
- (ii) A copy of the Solvency Statement was provided to members in accordance with section 642(2) of the CA 2006.

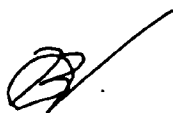
Signed by:



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JONATHAN BINGHAM



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RICHARD BOYNS



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BRAULIO N VILLELA