

15 July 2022

The Hongkong and Shanghai Banking Corporation Limited, Tokyo Branch
HSBC Securities (Japan) Co., Ltd.
HSBC Asset Management (Japan) Limited

Sharing of Customer Non-Public Information within HSBC Group Based on the New Opt-Out Regime

We hereby notify you that in order to more effectively serve our customers' needs, The Hongkong and Shanghai Banking Corporation Limited, Tokyo Branch (including any other branches, etc. in Japan (same below)), HSBC Securities (Japan) Co., Ltd. and HSBC Asset Management (Japan) Limited (collectively hereinafter, "HSBC Entities in Japan") will exchange and share your Non-Public Information within our Group for the following in-scope customers pursuant to the Cabinet Office Order on Financial Instruments Business (hereinafter, the "Cabinet Office Order"), article 153, paragraph 1, items (vii) and (viii) (the New Opt-Out Regime¹).

1. In-scope customers whose information will be shared under the New Opt-Out Regime

Customers subject to information sharing under the New Opt-Out Regime are the following customers defined as Listed Companies, etc. as per the Cabinet Office Order, article 123, paragraph 1, item xviii (g).

- (1) A listed company, etc., prescribed in the Financial Instruments and Exchange Act (hereinafter, "FIEA"), article 163, paragraph 1, and its subsidiary companies, etc.
- (2) A stock company which intends to list its shares on a Financial Instruments Exchange (limited to a stock company which has concluded a contract for receiving the advice necessary for conforming to the listing standards or a contract to be audited by a certified public accountant or an auditing firm in accordance with the provisions of FIEA, article 193-

¹ Under the New Opt-Out Regime we will place a notice on our website, etc. (an easily accessible location) in advance stating that we will mutually exchange in-scope customers' Non-Public Information within our Group with no requirement to notify the customer or obtain the customer's consent. A customer may request (opt-out) that we cease the mutual exchange of its Non-Public Information. However, we may mutually exchange such customer's Non-Public Information until the customer makes such request.

2), and its subsidiary companies, etc.

- (3) A juridical person who has submitted a securities report as prescribed in FIEA, article 24, paragraph 1 (including cases which apply *mutatis mutandis* pursuant to the same article, paragraph 5 (including cases which apply *mutatis mutandis* to FIEA, article 27) and FIEA, article 27), and its subsidiary companies, etc.
- (4) A Qualified Institutional Investor (excluding those listed in article 10, paragraph 1, item xxiii (limited to the part pertaining to (a)) and item xxiv of the Cabinet Office Ordinance on Definitions under Article 2 of the Financial Instruments and Exchange Act), and its subsidiary companies, etc.

2. Definition of Non-Public Information

Non-Public Information means non-public information as defined in the Cabinet Office Ordinance, article 1, paragraph 4, item 12.

3. Scope of our Group entities your Non-Public Information can be shared with

(Including the HSBS Entities in Japan) their parent companies, etc. (as defined under Order for Enforcement of the Financial Instruments and Exchange Act, article 15-16, paragraph 1) and subsidiary companies, etc. (as defined under the same Enforcement Order, article 15-16, paragraph 2) (collectively hereinafter, “relevant Group companies”).

4. Scope of Non-Public Information to be shared

Non-public Information regarding you that HSBC Entities in Japan have already obtained or may obtain in the future.

5. Methods of sharing Non-Public Information

Non-public Information will be shared orally, by email, in writing, through access to a shared database, or through any other means, with due attention to prevent information leaks.

6. Procedures for managing Non-Public Information

Non-Public Information received by HSBC Entities in Japan and relevant Group companies will be managed by the relevant business department in each entity, and will be kept separate from other lines of business through strict information barriers and controls that are designed to prevent the improper access, use or dissemination of your information unless there is a legitimate business or control reason or other need to know basis as described in this notice.

7. Purposes of sharing Non-public Information

- (i) To offer you various financial services that better meet your financial needs.
- (ii) To better manage our Group's businesses and functions from a governance as well as a strategic perspective.
- (iii) To achieve other purposes that are related to the foregoing.

In any event, your Non-Public Information will be shared only on a need to know basis in line with, and in strict compliance with, the requirements of applicable laws and regulations.

8. Procedures for managing Non-public Information of Customers who opt-out

In the event that you choose to opt out and request us not to share your Non-public Information with other entities in our Group, we will not share your Non-Public Information which we may obtain after our receipt of your opt-out request except to the extent that it is permitted under applicable laws and regulations, regulatory guidance, etc. However, with respect to any Non-Public Information that has already been shared within our Group and is stored in shared databases and other information repositories with proper control, we will continue to use the information as far as such use is consistent with all applicable laws and regulations. For the avoidance of doubt, the opt-out does not restrict each of the HSBC Entities in Japan from sharing Non-Public Information received directly from you within the same entity. In addition, if we recognize that your company no longer falls under the definition of Listed Companies, etc., we will cease to share your information pursuant to the New Opt-Out Regime. However, each entity in our Group may continue to retain the Non-Public Information that was shared prior to such recognition.

9. Customers who have submitted an information sharing agreement, etc.

Where we have already received an information sharing agreement to share your Non-Public Information, etc., we will share your Non-Public Information that is covered by such agreement in accordance with the existing information sharing agreement, even if you are an eligible customer under the New Opt-Out Regime. For the avoidance of doubt, in accordance with the New Opt-Out Regime, we may share your Non-Public Information that is not covered by the existing information sharing agreement or notices made under the previous opt-out regime. However, depending on your original intent, we may reconfirm your intention.

Where we have entered into a separate confidentiality agreement with a customer, with respect to the information subject to such confidentiality agreement, we will comply with the terms and conditions of that agreement notwithstanding the contents of this notice.

10. Method for requesting suspension of information sharing under the New Opt-Out Regime

If you do not agree to the sharing of your information under the New Opt-Out Regime, please inform your HSBC sales representative that you are requesting the suspension of the sharing of your Non-Public Information, describing your company name (formal name), the name of the person with authority to make the request as well as the name, department, and job title of your contact person. Also, please kindly inform us if you are the parent company of a group of companies and you are requesting a complete cessation of information sharing on behalf of all the companies in your group.

Please note that if you have no objection to the sharing of your Non-Public Information, there is no need to contact us.

11. Miscellaneous

Please contact your HSBC sales representative if you have any specific questions or comments regarding the sharing of your information.