



WRITTEN NOTICE
Classification as CET 1 instrument

To: **Hampden & Co Plc (FRN 606934)**
(the “firm”)

Of: 9 Charlotte Square, Edinburgh, EH2 4DR

Reference Number: 2630418

Date: 8 April 2016

ACTION

- (1) In accordance with Article 26(3) of Regulation 575/2013 of the European Parliament and of the Council of 26th June 2013 on prudential requirements for credit institutions and investment firms (the “CRR”), the Prudential Regulation Authority (“the PRA”) has decided to grant the firm the permission to classify of 62,307,691 ordinary shares with a nominal value of £0.05 per share issued on 8 April 2016 and any future issuances of shares of the same type and characteristics, as common equity tier 1 instruments.
- (2) This permission is granted on the basis that the conditions set out in Article 26(3) of the CRR have been met and continue to be met. If any of those conditions ceases to be met, the PRA may re-consider the terms and conditions of this permission, including revocation in whole or in part.

Effect

- (3) This permission takes effect on 8 April 2016.

Decision-Maker and Publication

- (4) The decision which gave rise to the obligation to give this Notice was made by Nick Parish (Senior Manager).
- (5) Details of this permission will be published on the Financial Services Register.

PRA contacts

- (6) For more information concerning this matter generally, the firm should contact its usual supervisory contact.

Nick Parish
Senior Manager
For and on behalf of the Prudential Regulation Authority