ANNEX XXXIV- Instructions for the disclosure of remuneration policy templates

Table UK REMA - Remuneration policy: Flexible format

- 1. Institutions shall apply the instructions provided below in this Annex in order to complete table UK REMA as presented in Annex XXXIII of PRA Rulebook, Disclosure (CRR) Part, in application of points (a), (b), (c), (d), (e), (f), (j) and (k) of Article 450(1) and of Article 450(2) CRR¹. Institutions required to disclose information in points (e), (f) and (k) of Article 450(1) and in Article 450(2) in accordance with Articles 433a, 433b and 433c CRR. For the purposes of this Annex, references to the CRR should be interpreted to include a reference to the relevant CRR rule, where appropriate.
- 2. This table has a flexible format. In case that institutions apply a different format, they shall provide information comparable with the information required in this table, with a similar level of granularity and including all the substance information required.
- 3. For the purpose of this table and the templates explained in this annex, award means the granting of variable remuneration for a specific accrual period, independently of the actual point in time where the awarded amount is paid.

Legal references and instructions	
Row number	Explanation
а	Information relating to the bodies that oversee remuneration. Disclosures shall include:
	 Name, composition and mandate of the main body (management body and remuneration committee where established) overseeing the remuneration policy and the number of meetings held by that main body during the financial year.
	 External consultants whose advice has been sought, the body by which they were commissioned, and in which areas of the remuneration framework.
	 A description of the scope of the institution's remuneration policy (e.g. by regions, business lines), including the extent to which it is applicable to subsidiaries and branches located in third countries.
	 A description of the staff or categories of staff whose professional activities have a material impact on institutions' risk profile (identified staff).
b	Information relating to the design and structure of the remuneration system for identified staff. Disclosures shall include:
	 An overview of the key features and objectives of remuneration policy, and information about the decision-making process used for

¹ REGULATION (EU) 2019/876 OF THE EUROPEAN PARLIAMENT AND OF THE COUNCIL of 20 May 2019 amending Regulation (EU) No 575/2013 as regards the leverage ratio, the net stable funding ratio, requirements for own funds and eligible liabilities, counterparty credit risk, market risk, exposures to central counterparties, exposures to collective investment undertakings, large exposures, reporting and disclosure requirements, and Regulation (EU) No 648/2012 (OJ L 150/1, 7.6.2019, p.193, 198, 201)

	determining the remuneration policy and the role of the relevant stakeholders (e.g. the shareholders' meeting).
	Information on the criteria used for performance measurement and ex ante and ex post risk adjustment.
	 Whether the management body and the remuneration committee, where established, reviewed the institution's remuneration policy during the past year, and if so, an overview of any changes that were made, the reasons for those changes and their impact on remuneration.
	 Information of how the institution ensures that staff in internal control functions are remunerated independently of the businesses they oversee.
	 Policies and criteria applied for the award of guaranteed variable remuneration and severance payments.
С	Description of the ways in which current and future risks are taken into account in the remuneration processes. Disclosures shall include an overview of the key risks, their measurement and how these measures affect remuneration.
d	The ratios between fixed and variable remuneration set in accordance with point (g) of Article 94(1) of Directive (EU) 2013/36("CRD") ² .
е	Description of the ways in which the institution seeks to link performance during a performance measurement period with levels of remuneration. Disclosures shall include:
	 An overview of main performance criteria and metrics for institution, business lines and individuals.
	An overview of how amounts of individual variable remuneration are linked to institution-wide and individual performance.
	 Information on the criteria used to determine the balance between different types of instruments awarded including shares, equivalent ownership interest, options and other instruments
	 Information of the measures the institution will implement to adjust variable remuneration in the event that performance metrics are weak, including the institution's criteria for determining performance metrics when the performance metrics are considered "weak". In accordance with point (n) of Article 94 (1) CRD, to be paid or vested the variable remuneration has to be justified on the basis of the performance of the institution, the business unit and the individual concerned. Institutions shall explain the criteria/thresholds for determining that the performance is weak and that does not justify that the variable remuneration can be paid or vested.

 $^{^2}$ DIRECTIVE 2013/36/EU OF THE EUROPEAN PARLIAMENT AND OF THE COUNCIL of 26 June 2013 on access to the activity of credit institutions and the prudential supervision of credit institutions and investment firms, amending Directive 2002/87/EC and repealing Directives 2006/48/EC and 2006/49/EC (OJ L 176/338, 27.6.2013, p.50)

f	Description of the ways in which the institution seeks to adjust remuneration to take account of long-term performance. Disclosures shall include:
	 An overview of the institution's policy on deferral, payout in instrument, retention periods and vesting of variable remuneration including where it is different among staff or categories of staff.
	 Information of the institution' criteria for ex post adjustments (malus during deferral and clawback after vesting, if permitted by national law).
	 Where applicable, shareholding requirements that may be imposed on identified staff.
g	The description of the main parameters and rationale for any variable components scheme and any other non-cash benefit in accordance with point (f) of Article 450(1) CRR. Disclosures shall include:
	 Information on the specific risk/performance indicators used to determine the variable components of remuneration and the criteria used to determine the balance between different types of instruments awarded, including shares, equivalent ownership interests, share- linked instruments, equivalent non cash-instruments, options and other instruments.
h	Upon demand from the relevant Member State or competent authority, the total remuneration for each member of the management body or senior management.
	In line with point (j) of Article 450 (1) CRR
i	Information on whether the institution benefits from a derogation laid down in Article 94(3) CRD in accordance with point (k) of Article 450(1) CRR.
	For the purposes of this point, institutions that benefit from such a derogation shall indicate whether this is on the basis of point (a) and/or point (b) of Article 94(3) CRD. They shall also indicate which of the remuneration requirements they apply the derogation(s), (<i>i.e.</i> , point (I) and/or (m) and/or (o) of Article 94(1) CRD), the number of staff members that benefit from the derogation(s) and their total remuneration, split into fixed and variable remuneration.
j	Large institutions shall disclose the quantitative information on the remuneration of their collective management body, differentiating between executive and non-executive members in accordance with Article 450(2) CRR.

Template UK REM1 - Remuneration awarded for the financial year: Fixed format

4. Institutions shall apply the instructions provided below in this Annex in order to complete template UK REM1 as presented in Annex XXXIII of PRA Rulebook, Disclosure (CRR) Part, in application of point (h)(i)-(ii) of Article 450(1) CRR.

Legal refer	Legal references and instructions	
Row number	Explanation	
1 and 9	Number of identified staff	
	The number of staff whose professional activities have a material impact on the institutions` risk profile in accordance with Article 92 CRD and the Commission Delegated Regulation on identified staff³ implementing Article 94(2) CRD (identified staff) and are beneficiaries of the remuneration components listed in this template. It shall be calculated using the FTE (full time equivalent) approach for identified staff other than members of the management body where numbers should be disclosed as headcount.	
2	Total fixed remuneration	
	Sum of rows 3 to 7.	
3	Of which: cash-based	
	The amount of cash-based remuneration within the fixed remuneration.	
UK-4a	Of which: shares or equivalent ownership interests	
	The sum of the amounts of shares or equivalent ownership interests, subject to the legal structure of the institution concerned referred to in point (I)(i) of Article 94(1) CRD, within the fixed remuneration.	
5	Of which: share-linked instruments or equivalent non-cash instruments	
	The sum of the amounts of share-linked instruments or equivalent non-cash instruments referred to in point (I)(i) of Article 94(1) CRD, within the fixed remuneration.	
UK-5x	Of which: other instruments	
	The amount of other instruments referred to in point (I)(ii) of Article 94(1) CRD, within the fixed remuneration.	
7	Of which: other forms	
	The amounts of fixed remuneration awarded for the financial year that are other than disclosed in other rows under the total fixed remuneration heading. This could include proportionate regular pension contributions, or benefits (where such benefits are without consideration of any performance criteria), in accordance with recital (64) CRD or other forms of remuneration like car allowances.	
10	Total variable remuneration	
	Sum of rows 11, UK-13a, UK-13b, UK-14x and 15.	
	The sum of all remuneration components which are not fixed remuneration, as defined in row 2, including guaranteed variable and severance payments awarded during that year.	

³ COMMISSION DELEGATED REGULATION (EU) No 604/2014 of 4 March 2014 supplementing Directive 2013/36/EU of the European Parliament and of the Council with regard to regulatory technical standards with respect to qualitative and appropriate quantitative criteria to identify categories of staff whose professional activities have a material impact on an institution's risk profile (OJ L 167/30, 6.6.2014), which is in the process to be reviewed.

11	Of which: cash-based
	The amount of cash-based remuneration within the variable remuneration.
12, UK-	Of which: deferred
14a, UK- 14b, UK- 14y and 16	The amounts of variable remuneration by different types of component, which are deferred, as defined in Article 94 CRD.
UK-13a	Of which: shares or equivalent ownership interests
	The sum of the amounts of shares or equivalent ownership interests, subject to the legal structure of the institution concerned referred to in point (I)(i) of Article 94(1) CRD, within the variable remuneration.
UK-13b	Of which: share-linked instruments or equivalent non-cash instruments
	The sum of the amounts of share-linked instruments or equivalent non-cash instruments referred to in point (I)(i) of Article 94(1) CRD, within the variable remuneration.
UK-14x	Of which: other instruments
	The amount of other instruments referred to in point (I)(ii) of Article 94(1) CRD, within the variable remuneration.
15	Of which: other forms
	The amounts of variable remuneration awarded for the financial year that are other than those disclosed in other rows under the variable remuneration heading.
17	Total remuneration
	Sum of rows 2 and 10.
Column letter	Explanation
а	MB Supervisory function
	The Management Body in its Supervisory function, as the management body acting in its role of overseeing and monitoring management decision-making, as defined in point (8) of Article 3(1) CRD. Institutions shall disclose information based on headcount.
	In accordance with Article 13 CRR, EU parent institutions shall disclose this information on the basis of their consolidated situation and large subsidiaries of EU parents institutions shall disclose this information on an individual basis or, where applicable in accordance with the PRA Rulebook, Disclosure (CRR) Part and with CRD, on a sub-consolidated basis. The disclosure entity will reflect in this column information on their management body. If following Articles 6 and 13 CRR, the disclosure is at consolidated or sub-consolidated level, information on the identified staff of the management bodies of the subsidiaries shall be disclosed under the relevant business area
b	MB Management function
	The members of the Management Body, who are responsible for its Management functions. Institutions shall disclose information based on headcount.

	Institutions shall disclose information based on headcount. In accordance with Article 13 CRR. EU parent institutions shall disclose this information on the basis of their consolidated situation and large subsidiaries of EU parents institutions shall disclose this information on an individual basis or, where applicable in accordance with the PRA Rulebook, Disclosure (CRR) Part and with CRD, on a sub-consolidated basis .The disclosure entity will reflect in this column information on their management body. If following Articles 6 and 13 CRR, the disclosure is at consolidated or sub-consolidated level, information on the identified staff of the management bodies of the subsidiaries shall be disclosed under the relevant business area
С	Other senior management
	Senior management as defined in point (9) of Article 3(1) CRD. Institutions shall disclose the number of senior managers that are not disclosed under Management Body in its management function and as Other identified staff. Institutions shall disclose information based on FTE.
d	Other identified staff
	Other staff than Management Body in its Supervisory function or in its Management function, and other than senior management, whose professional activities have a material impact on the institution's risk profile in accordance with the criteria set out in the Commission Delegated Regulation on identified staff implementing Article 94(2) CRD and where appropriate in addition based on institutions' criteria. Institutions may include in this template the breakdown by business areas proposed in template UK REM5. Institutions shall disclose information based on FTE.

Template UK REM2 – Special payments to staff whose professional activities have a material impact on institutions' risk profile (identified staff): Fixed format

5. Institutions shall apply the instructions provided below in this Annex in order to complete template UK REM2 as presented in Annex XXXIII of PRA Rulebook, Disclosure (CRR) Part, in application of point (h)(v)-(vii) of Article 450(1) CRR.

Legal refere	Legal references and instructions	
Row	Explanation	
number		
1, 4 and 6	Number of identified staff	
	The number of identified staff whose professional activities have a material impact on the institutions` risk profile in accordance with Article 92 CRD and the Commission Delegated Regulation on identified staff implementing Article 94(2) CRD, for each specific remuneration components. For columns a and b (MB) it shall be disclosed based on headcount. For columns c and d it shall be calculated using the FTE (full time equivalent) method.	
	Row 4 refers to severance payments awarded in previous periods and paid out during the financial year (present year) while row 6 refers to awarded during the financial year (present year)	

2	Guaranteed variable remuneration awards – Total amount
	The amount of guaranteed variable remuneration awards, as referred to in point (e) of Article 94(1) CRD.
3	Of which, guaranteed variable remuneration awards paid during the financial year, that are not taken into account in the bonus cap
	The amounts of guaranteed variable remuneration awards paid as referred to in point (e) of Article 94(1) CRD awarded during the financial year (present year), which are not taken into account in the bonus cap.
	Disclosure made, on the basis of points (g) and (h)(v)-(vi) of Article 450 (1) CRR, to clearly state whether the aggregate quantitative information on remuneration broken down by business area reflects the bonus cap when new sign-on and severance payments are involved.
5	Severance payments awarded in previous periods, that have been paid out during the financial year – Total amount
	The amount of severance payments as referred to in point (h) of Article 94(1) CRD that have been awarded in previous periods and have been paid out during the financial year (present year).
7	Severance payments awarded during the financial year – Total amount
	The amount of severance payments as referred to in point (h) of Article 94(1) CRD, awarded during the financial year (present year).
8	Of which, severance payments awarded during the financial year – Paid during the financial year
	The amount of severance payments as referred to in point (h) of Article 94(1) CRD, awarded during the financial year, that has been paid during the financial year.
9	Of which, severance payments awarded during the financial year – Deferred
	The amounts of severance payments as referred to in point (h) of Article 94(1) CRD, awarded during the financial year, which are deferred, as defined in Article 94 CRD.
10	Of which, severance payments paid during the financial year, that are not taken into account in the bonus cap
	The amounts of severance payments paid as referred to in point (h) of Article 94(1) CRD, awarded during the financial year, which are not taken into account in the bonus cap.
	Disclosure made, on the basis of points (g) and (h)(v)-(vi) of Article 450 (1) CRR, to clearly state whether the aggregate quantitative information on remuneration broken down by business area reflects the bonus cap when new sign-on and severance payments are involved.
11	Of which, severance payments awarded during the financial year – Highest payment that has been awarded to a single person

	The amount of the highest severance payment as referred to in point (h) of Article 94(1) CRD, that has been awarded to a single person during the financial year.
Column letter	Explanation
а	MB Supervisory function
	The Management Body in its Supervisory function, as the management body acting in its role of overseeing and monitoring management decision-making, as defined in point (8) of Article 3(1) CRD(Headcount).
b	MB Management function
	The members of the Management Body, who are responsible for its Management functions (Headcount).
С	Other senior management
	Senior management as defined in point (9) of Article 3(1) CRD. Institutions shall disclose the number of senior managers that are not disclosed under Management Body in its management function and as Other identified staff (FTE).
d	Other identified staff
	Other staff than Management Body in its Supervisory function or in its Management function, and other than senior management, whose professional activities have a material impact on the institution's risk profile in accordance with the criteria set out in the Commission Delegated Regulation on identified staff implementing Article 94(2) CRD and where appropriate in addition based on institutions' criteria. Institutions may include in this template the breakdown by business areas proposed in template UK REM5. (FTE).

Template UK REM3 –Deferred remuneration: Fixed format

6. Institutions shall apply the instructions provided below in this Annex in order to complete template UK REM3 as presented in Annex XXXIII of PRA Rulebook, Disclosure (CRR) Part, in application of point (h)(iii)-(iv) of Article 450(1) CRR.

Legal refere	Legal references and instructions	
Row	Explanation	
number		
1	MB Supervisory function	
	The Management Body in its Supervisory function, as the management body acting in its role of overseeing and monitoring management decision-making, as defined in point (8) of Article 3(1) CRD.	
	Sum of rows 2, 3, 4, 5, and 6.	
2, 8, 14 and 20	Cash-based	
20	The amount of cash-based remuneration within the variable remuneration.	

3, 9, 15 and	Shares or equivalent ownership interests
21	The sum of the amounts of shares or equivalent ownership interests, subject to the legal structure of the institution concerned referred to in point (I)(i) of Article 94(1) CRD, within the variable remuneration.
4, 10, 16	Share-linked instruments or equivalent non-cash instruments
and 22	The sum of the amounts of share-linked instruments or equivalent non-cash instruments referred to in point (I)(i) of Article 94(1) CRD, within the variable remuneration.
5, 11, 17	Other instruments
and 23	The amount of other instruments referred to in point (I)(ii) of Article 94(1) CRD, within the variable remuneration.
6, 12, 18	Other forms
and 24	The amounts of variable remuneration other than disclosed in rows "Cashbased", "Shares or equivalent ownership interests, subject to the legal structure of the institution concerned or share-linked instruments or equivalent non-cash instruments" and "Other instruments". This could include proportionate regular pension contributions, or benefits (where such benefits are without consideration of any performance criteria), in accordance with recital (64) CRD, or other forms of remuneration like car allowances.
7	MB Management function
	The members of the Management Body, who are responsible for its Management functions.
	Sum of rows 8, 9, 10, 11 and 12.
13	Other senior management
	Senior management as defined in point (9) of Article 3(1) CRD. Institutions shall disclose the number of senior managers that are not disclosed under Management Body in its management function and as Other identified staff.
	Sum of rows 14, 15, 16, 17 and 18.
19	Other identified staff
	Other staff than Management Body in its Supervisory function or in its Management function, and other than senior management, whose professional activities have a material impact on the institution's risk profile in accordance with the criteria set out in the Commission Delegated Regulation on identified staff implementing Article 94(2) CRD and where appropriate in addition based on institutions' criteria.
	Sum of rows 20, 21, 22, 23 and 24.
25	Total amount
	Sum of rows 1, 7, 13 and 19.
Column letter	Explanation

а	Total amount of deferred remuneration awarded for previous performance periods
	The amount of deferred remuneration, as defined in Article 94 CRD, that has been awarded for previous performance periods (sum of columns b and c).
b	Of which due to vest in the financial year
	The amount of deferred remuneration awarded for previous performance periods, as defined in Article 94 CRD, which is due to vest in the financial year.
С	Of which vesting in subsequent financial years
	The amount of deferred remuneration awarded for previous performance periods, as defined in Article 94 CRD, which will be vested in the subsequent financial years.
d	Amount of performance adjustment made in the financial year to deferred remuneration that was due to vest in the financial year
	The amount of performance adjustment to deferred remuneration, as defined in Article 94 CRD, that was due to vest in the financial years.
е	Amount of performance adjustment made in the financial year to deferred remuneration that was due to vest in future financial years
	The amount of performance adjustment to deferred remuneration, as defined in Article 94 CRD, that was due to vest in future performance years.
f	Total amount of adjustment during the financial year due to ex post implicit adjustments during the financial year (i.e. changes of value of deferred remuneration due to the changes of prices of instruments)
	When relevant, the amount of change of value during the financial year due to ex post implicit adjustments, like changes of value of deferred remuneration due to the changes of prices of instruments, estimated on a best effort basis.
UK - g	Total amount of deferred remuneration awarded before the financial year actually paid out in the financial year
	The amount of deferred remuneration, as defined in Article 94 CRD that has been paid out in the financial year. As soon as it is vested it is considered as paid out.
UK - h	Total of amount of deferred remuneration awarded for previous performance period that has vested but is subject to retention periods
	In accordance with Article 94 CRD, the amount of deferred remuneration, awarded for previous performance periods that has been vested but is subject to retention periods, as referred to in Article 94 CRD.

Template UK REM4 – Remuneration of 1 million EUR or more per year: Fixed format

- 7. Institutions shall apply the instructions provided below in this Annex in order to complete template UK REM4 as presented in Annex XXXIII of PRA Rulebook, Disclosure (CRR) Part, in application of point (i) of Article 450(1) CRR.
- 8. Data shall be submitted using accounting year-end figures in EUR. All amounts shall be disclosed as full amounts, i.e. not rounded amounts, in euro (e.g. EUR 1 234 567

instead of EUR 1.2 million). Where remuneration is disclosed in a currency other than EUR, the exchange rate used by the Commission for financial programming and the budget for December of the reporting year shall be used for the conversion of the consolidated figures to be disclosed.

9.

Legal references and instructions		
Row number	Explanation	
1 to 8	Remuneration between 1 and 5 million EUR per financial year, broken down by 500.000 EUR bands.	
9 to x	Remuneration more than 5 million EUR per financial year, broken down by 1 million EUR bands.	
Column letter	Explanation	
а	Number of identified staff that have been remunerated EUR 1 million or more per financial year, Information shall be disclosed based on headcount.	

Template UK REM5 – Information of staff whose professional activities have a material impact on institutions' risk profile (identified staff): Fixed format

- 10. Institutions shall apply the instructions provided below in this Annex in order to complete template UK REM5 as presented in Annex XXXIII of PRA Rulebook, Disclosure (CRR) Part, in application of point (g) of Article 450(1) CRR. Institutions required to disclose information in point (g) of Article 450(1) in accordance with Articles 433a, 433b and 433c CRR.
- 11. Regarding the columns with the business areas breakdown, all lending, including wholesale lending, should be included in retail lending. For investment banking, it includes corporate finance and trading and sales. Further guidance on the activities comprised in those business lines can be found in Article 317 CRR within the table defining the business lines within the standardised approach for operational risk.

Legal references and instructions		
Row number	Explanation	
1	Total number of identified staff	
	Staff members whose professional activities have a material impact on institutions' risk profile (identified staff) of an institution and its subsidiaries, including subsidiaries not subject to the CRD and all members of their respective management bodies. It shall be disclosed based on FTE.	
2	Of which: members of the MB	
	The number of members in the respective Management body in its Supervisory function and in its Management function, and in the whole Management body.	

3	Of which: other senior management
	Other staff than the members of the Management Body, who are senior management as defined in point (9) of Article 3(1) CRD.
4	Of which: other identified staff
	Other staff than members of the Management Body, and other than senior management, whose professional activities have a material impact on the institution's risk profile in accordance with the criteria set out in the Commission Delegated Regulation on identified staff implementing Article 94(2) CRD and where appropriate in addition based on institutions' criteria.
5	Total remuneration of identified staff
	The total amount of remuneration, means all forms of fixed and variable remuneration and includes payments and benefits, monetary or non-monetary, awarded directly to staff by or on behalf of institutions in exchange for professional services rendered by staff, carried interest payments within the meaning of point (d) of Article 4(1) CRD, and other payments made via methods and vehicles which, if they were not considered as remuneration, would lead to a circumvention of the remuneration requirements of CRD.
6	Of which: variable remuneration
	The sum of all remuneration components which are not fixed remuneration, as defined in row 8.
7	Of which: fixed remuneration
	Remuneration is fixed where the conditions for its award and its amount:
	a. are based on a predetermined criteria;
	 are non-discretionary reflecting the level of professional experience and seniority of staff;
	 c. are transparent with respect to the individual amount awarded to the individual staff member;
	 d. are permanent, i.e. maintained over a period tied to the specific role and organisational responsibilities;
	e. are non-revocable; the permanent amount in only changed via collective bargaining or following renegotiation in line with national criteria on wage setting;
	f. cannot be reduced, suspended or cancelled by the institution;
	g. do not provide incentives for risk assumption; and
	h. do not depend on performance.
Column letter	Explanation
a, b and c	Management body (MB)
	The Management body of the institution, with the breakdown of Supervisory function and Management function. Information shall be disclosed based on headcount.

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d to h	Business areas
	The major business areas of the institution, as Investment banking, Retail banking, Asset management, Corporate functions, Independent internal control functions Information shall be disclosed based on FTE.
i	All other
	All other business areas that were not covered in the previous columns separately Information shall be disclosed based on FTE.