

HSBC Continental Europe

Regulatory Capital Instruments 31 December 2025

This document is a disclosure document published as required by, and solely for the purpose of compliance with, Article 437(b) of Regulation (EU) No. 575/2013 ('CRR'), as amended by Regulation (EU) 2019/876 ('CRR2') to provide a description of the main features of HSBC Continental Europe's capital instruments.

The information contained in this document has been compiled in accordance with the CRR, Commission Implementing Regulation (EU) 2021/637. Assumptions on the regulatory treatment of the regulatory own funds instruments and eligible liabilities instruments described herein under the CRR2 reflect HSBC's interpretation of current rules.

Disclosure in the required format has resulted in simplification and abbreviation of the features of the capital instruments described herein. The information contained in this document is not intended to be a comprehensive description of such instruments. No investor or prospective investor in any such capital instruments should rely upon the description contained in this document and HSBC Continental Europe shall not be liable for any inaccuracy or misstatement contained in this document.

Information with respect to any instrument in this document should not be used for investment advice and does not constitute an offer to sell or solicitation of an offer to buy any such instrument or any advice or recommendation with respect to such instrument. When making a decision about your investments, you should seek the advice of a professional financial advisor.

Ordinary shares

	Ordinary Shares	Ordinary Shares
1	Issuer	HSBC Continental Europe
2	Unique identifier (eg CUSIP, ISIN or Bloomberg identifier for private placement)	FR0000125700
2a	Public or private placement	Private
3	Governing law(s) of the instrument	French law
		Maltese Law
3a	Contractual recognition of write down and conversion powers of resolution authorities	N/A
	Regulatory treatment	N/A
4	Current treatment taking into account, where applicable, transitional CRR rules	Common Equity Tier 1
5	Post-transitional CRR rules	Common Equity Tier 1
6	Eligible at solo/(sub-)consolidated/ solo&(sub-)consolidated	Solo and Consolidated
7	Instrument type (types to be specified by each jurisdiction)	Ordinary Shares
8	Amount recognised in regulatory capital or eligible liabilities (Currency in million, EUR 8,075m as of most recent reporting date)	EUR 32m
9	Nominal amount of instrument	EUR 1,328m
9a	Issue price	EUR 5.000 per share
9b	Redemption price	EUR 5.000 per share
10	Accounting classification	Shareholders' equity
11	Original date of issuance	Various
12	Perpetual or dated	Perpetual
13	Original maturity date	-
14	Issuer call subject to prior supervisory approval	-
15	Optional call date, contingent call dates and redemption amount	-
16	Subsequent call dates, if applicable	-
	Coupons / dividends	-
17	Fixed or floating dividend/coupon	-
18	Coupon rate and any related index	-
19	Existence of a dividend stopper	-
20a	Fully discretionary, partially discretionary or mandatory (in terms of timing)	-
20b	Fully discretionary, partially discretionary or mandatory (in terms of amount)	-
21	Existence of step up or other incentive to redeem	-
22	Non-cumulative or cumulative	Non-cumulative
23	Convertible or non-convertible	Non-convertible
24	If convertible, conversion trigger(s)	Non-convertible
25	If convertible, fully or partially	-
26	If convertible, conversion rate	-
27	If convertible, mandatory or optional conversion	-
28	If convertible, specify instrument type convertible into	-
29	If convertible, specify issuer of instrument it converts into	-
30	Write-down features	-
31	If write-down, write-down trigger(s)	-
32	If write-down, full or partial	-
33	If write-down, permanent or temporary	-
34	If temporary write-down, description of write-up mechanism	-
34a	Type of subordination (only for eligible liabilities)	N/A
34b	Ranking of the instrument in normal insolvency proceedings	1 - Ordinary Shares
35	Position in subordination hierarchy in liquidation (specify instrument type immediately senior to instrument)	Immediately subordinate to Additional Tier 1
36	Non-compliant transitioned features	No
37	If yes, specify non-compliant features	No
37a	Link to the full terms and conditions of the instrument (signposting)	Available on request

Additional Tier 1

	Additional Tier 1	Additional Tier 1	Additional Tier 1	Additional Tier 1	Additional Tier 1
1	Issuer	HSBC Continental Europe (transferred from HSBC Trinkaus & Burkhardt GmbH)	HSBC Continental Europe	HSBC Continental Europe	HSBC Continental Europe
2	Unique identifier (eg CUSIP, ISIN or Bloomberg identifier for private placement)	N/A – Internal issuance DE000TD99995	N/A – Internal issuance FR006	N/A – Internal issuance FR007	N/A – Internal issuance FR014
2a	Public or private placement	Private	Private	Private	Private
3	Governing law(s) of the instrument	German law	French law	French law	French law
3a	Contractual recognition of write down and conversion powers of resolution authorities	No	Yes	Yes	Yes
	Regulatory treatment				
4	Current treatment taking into account, where applicable, transitional CRR rules	Additional Tier 1	Additional Tier 1	Additional Tier 1	Additional Tier 1
5	Post-transitional CRR rules	Additional Tier 1	Additional Tier 1	Additional Tier 1	Additional Tier 1
6	Eligible at solo/(sub-)consolidated/ solo&(sub-)consolidated	Solo and Consolidated	Solo and Consolidated	Solo and Consolidated	Solo and Consolidated
7	Instrument type (types to be specified by each jurisdiction)	Instruments under deed of covenant	Other equity instruments	Other equity instruments	Other equity instruments
8	Amount recognised in regulatory capital or eligible liabilities (Currency in million, as of most recent reporting date)	EUR 235m	EUR 200m	EUR 300m	EUR 247m
9	Nominal amount of instrument	EUR 235m	EUR 200m	EUR 300m	EUR 250m
9a	Issue price	100.000%	100.000%	100.000%	100.000%
9b	Redemption price	100.000%	100.000%	100.000%	100.000%
10	Accounting classification	Shareholders' equity	Shareholders' equity	Shareholders' equity	Shareholders' equity
11	Original date of issuance	09 Dec 2016	26 May 2017	28 Mar 2018	23 Mar 2022
12	Perpetual or dated	Perpetual	Perpetual	Perpetual	Perpetual
13	Original maturity date	-	-	-	-
14	Issuer call subject to prior supervisory approval	Yes	Yes	Yes	Yes
15	Optional call date, contingent call dates and redemption amount	Every year on 1st Jan at par value Tax and regulatory event at any time	26 May 2022 / Tax or Regulatory event at any time / Par	28 Mar 2023 / Tax or Regulatory event at any time / Par	23 Mar 2027 / Tax and regulatory calls at any time / Par
16	Subsequent call dates, if applicable	Every anniversary after first call date	Callable on any date after first call date	Callable on any date after first call date	Callable on any date after first call date
	Coupons / dividends				
17	Fixed or floating dividend/coupon	Fixed to floating	Fixed to floating	Fixed to floating	Fixed to floating
18	Coupon rate and any related index	From 01/01/2022 rate resets from fixed 5.565% to 5-year Mid-Market Swap Rate + 5.550%, resettable every 5 years.	From 28/05/2022 rate resets from fixed 4.560% to 5-year Mid-Market Swap Rate + 4.340%, resettable every 5 years.	From 28/03/2023 rate resets from fixed 4.000% to 5-year Mid-Market Swap Rate + 3.590%, resettable every 5 years.	From 18/12/2029 rate resets from fixed 5.625% to 5-year Mid-Market Swap Rate + 3.564%, resettable every 5 years.
19	Existence of a dividend stopper	No	No	No	No
20a	Fully discretionary, partially discretionary or mandatory (in terms of timing)	Fully discretionary	Fully discretionary	Fully discretionary	Fully discretionary
20b	Fully discretionary, partially discretionary or mandatory (in terms of amount)	Fully discretionary	Fully discretionary	Fully discretionary	Fully discretionary
21	Existence of step up or other incentive to redeem	No	No	No	No
22	Non-cumulative or cumulative	Non-cumulative	Non-cumulative	Non-cumulative	Non-cumulative
23	Convertible or non-convertible	Convertible	Convertible	Convertible	Convertible
24	If convertible, conversion trigger(s)	Triggers to statutory bail-in power and mandatory write-down/conversion of capital instruments power under the Single Resolution Mechanism (SRM) Regulation – Single Resolution Board (SRB)	Triggers to statutory bail-in power and mandatory write-down/conversion of capital instruments power under the Single Resolution Mechanism (SRM) Regulation – Single Resolution Board (SRB)	Triggers to statutory bail-in power and mandatory write-down/conversion of capital instruments power under the Single Resolution Mechanism (SRM) Regulation – Single Resolution Board (SRB)	Triggers to statutory bail-in power and mandatory write-down/conversion of capital instruments power under the Single Resolution Mechanism (SRM) Regulation – Single Resolution Board (SRB)
25	If convertible, fully or partially	May convert fully or partially	May convert fully or partially	May convert fully or partially	May convert fully or partially
26	If convertible, conversion rate	To be determined at conversion			
27	If convertible, mandatory or optional conversion	Mandatory upon satisfaction of certain conditions			
28	If convertible, specify instrument type convertible into	Common Equity Tier 1			
29	If convertible, specify issuer of instrument it converts into	HSBC Continental Europe	HSBC Continental Europe	HSBC Continental Europe	HSBC Continental Europe
30	Write-down features	Yes	Yes	Yes	Yes
31	If write-down, write-down trigger(s)	5.125% CET1: Contractual. Triggers to statutory bail-in power and mandatory write-down/conversion of capital instruments power under the Single Resolution Mechanism (SRM) Regulation – Single Resolution Board (SRB)	5.125% CET1: Contractual. Triggers to statutory bail-in power and mandatory write-down/conversion of capital instruments power under the Single Resolution Mechanism (SRM) Regulation – Single Resolution Board (SRB)	5.125% CET1: Contractual. Triggers to statutory bail-in power and mandatory write-down/conversion of capital instruments power under the Single Resolution Mechanism (SRM) Regulation – Single Resolution Board (SRB)	5.125% CET1: Contractual. Triggers to statutory bail-in power and mandatory write-down/conversion of capital instruments power under the Single Resolution Mechanism (SRM) Regulation – Single Resolution Board (SRB)
32	If write-down, full or partial	May be written down fully or partially			
33	If write-down, permanent or temporary	Temporary	Temporary	Temporary	Temporary
34	If temporary write-down, description of write-up mechanism	Discretionary reinstatement of some or all of the principal	Discretionary reinstatement of some or all of the principal	Discretionary reinstatement of some or all of the principal	Discretionary reinstatement of some or all of the principal
34a	Type of subordination (only for eligible liabilities)	N/A	N/A	N/A	N/A
34b	Ranking of the instrument in normal insolvency proceedings	2 - Deeply Subordinated Loans			
35	Position in subordination hierarchy in liquidation (specify instrument type immediately senior to instrument)	Immediately subordinated to Tier 2 Instruments			
36	Non-compliant transitioned features	No	No	No	No
37	If yes, specify non-compliant features	N/A	N/A	N/A	N/A
37a	Link to the full terms and conditions of the instrument (signposting)	Available on request	Available on request	Available on request	Available on request

Tier 2

	Tier 2	Tier 2	Tier 2	Tier 2	Tier 2
1	Issuer	HSBC Continental Europe	HSBC Continental Europe	HSBC Continental Europe	HSBC Continental Europe
2	Unique identifier (eg CUSIP, ISIN or Bloomberg identifier for private placement)	N/A – Internal issuance FR015	N/A – Internal issuance FR016	N/A – Internal issuance FR017	N/A – Internal issuance FR018
2a	Public or private placement	Private	Private	Private	Private
3	Governing law(s) of the instrument	French law	French law	French law	French law
3a	Contractual recognition of write down and conversion powers of resolution authorities	Yes	Yes	Yes	Yes
	Regulatory treatment				
4	Current treatment taking into account, where applicable, transitional CRR rules	Tier 2	Tier 2	Tier 2	Tier 2
5	Post-transitional CRR rules	Tier 2	Tier 2	Tier 2	Tier 2
6	Eligible at solo/(sub-)consolidated/ solo&(sub-)consolidated	Solo and Consolidated	Solo and Consolidated	Solo and Consolidated	Solo and Consolidated
7	Instrument type (types to be specified by each jurisdiction)	Tier 2	Tier 2	Tier 2	Tier 2
8	Amount recognised in regulatory capital or eligible liabilities (Currency in million, as of most recent reporting date)	EUR 200m	EUR 402m	EUR 299m	EUR 499m
9	Nominal amount of instrument	EUR 200m	EUR 400m	EUR 300m	EUR 500m
9a	Issue price	100.000%	100.000%	100.000%	100.000%
9b	Redemption price	100.000%	100.000%	100.000%	100.000%
10	Accounting classification	Liability - amortised cost			
11	Original date of issuance	08 Dec 2023	29 Jan 2024	21 Mar 2024	10 Dec 2024
12	Perpetual or dated	Dated	Dated	Dated	Dated
13	Original maturity date	08 Dec 2034	29 Jan 2035	21 Mar 2035	10 Dec 2036
14	Issuer call subject to prior supervisory approval	Yes	Yes	Yes	Yes
15	Optional call date, contingent call dates and redemption amount	8 Dec 2023 / Tax or Regulatory event at any time / Par	29 Jan 2030 / Tax or Regulatory event at any time / Par	21 Mar 2030 / Tax or Regulatory event at any time / Par	10 Dec 2031 / Tax or Regulatory event at any time / Par
16	Subsequent call dates, if applicable	Callable on any interest payment date after first call date	Callable on any interest payment date after first call date	Callable on any interest payment date after first call date	Callable on any interest payment date after first call date
	Coupons / dividends				
17	Fixed or floating dividend/coupon	Floating	Floating	Floating	Floating
18	Coupon rate and any related index	3 month EURIBOR + 2.560%	3 month EURIBOR + 2.300%	3 month EURIBOR + 1.900%	3 month EURIBOR + 1.740%
19	Existence of a dividend stopper	No	No	No	No
20a	Fully discretionary, partially discretionary or mandatory (in terms of timing)	Mandatory	Mandatory	Mandatory	Mandatory
20b	Fully discretionary, partially discretionary or mandatory (in terms of amount)	Mandatory	Mandatory	Mandatory	Mandatory
21	Existence of step up or other incentive to redeem	No	No	No	No
22	Non-cumulative or cumulative	Cumulative	Cumulative	Cumulative	Cumulative
23	Convertible or non-convertible	Convertible	Convertible	Convertible	Convertible
24	If convertible, conversion trigger(s)	Triggers to statutory bail-in power and mandatory write-down/conversion of capital instruments power under the Single Resolution Mechanism (SRM) Regulation – Single Resolution Board (SRB)	Triggers to statutory bail-in power and mandatory write-down/conversion of capital instruments power under the Single Resolution Mechanism (SRM) Regulation – Single Resolution Board (SRB)	Triggers to statutory bail-in power and mandatory write-down/conversion of capital instruments power under the Single Resolution Mechanism (SRM) Regulation – Single Resolution Board (SRB)	Triggers to statutory bail-in power and mandatory write-down/conversion of capital instruments power under the Single Resolution Mechanism (SRM) Regulation – Single Resolution Board (SRB)
25	If convertible, fully or partially	May convert fully or partially	May convert fully or partially	May convert fully or partially	May convert fully or partially
26	If convertible, conversion rate	To be determined at conversion			
27	If convertible, mandatory or optional conversion	Mandatory upon satisfaction of certain conditions			
28	If convertible, specify instrument type convertible into	Common Equity Tier 1			
29	If convertible, specify issuer of instrument it converts into	HSBC Continental Europe	HSBC Continental Europe	HSBC Continental Europe	HSBC Continental Europe
30	Write-down features	Yes	Yes	Yes	Yes
31	If write-down, write-down trigger(s)	Triggers to statutory bail-in power and mandatory write-down/conversion of capital instruments power under the Single Resolution Mechanism (SRM) Regulation – Single Resolution Board (SRB)	Triggers to statutory bail-in power and mandatory write-down/conversion of capital instruments power under the Single Resolution Mechanism (SRM) Regulation – Single Resolution Board (SRB)	Triggers to statutory bail-in power and mandatory write-down/conversion of capital instruments power under the Single Resolution Mechanism (SRM) Regulation – Single Resolution Board (SRB)	Triggers to statutory bail-in power and mandatory write-down/conversion of capital instruments power under the Single Resolution Mechanism (SRM) Regulation – Single Resolution Board (SRB)
32	If write-down, full or partial	May be written down partially			
33	If write-down, permanent or temporary	Permanent	Permanent	Permanent	Permanent
34	If temporary write-down, description of write-up mechanism	N/A	N/A	N/A	N/A
34a	Type of subordination (only for eligible liabilities)	N/A	N/A	N/A	N/A
34b	Ranking of the instrument in normal insolvency proceedings	3 - Subordinated loans			
35	Position in subordination hierarchy in liquidation (specify instrument type immediately senior to instrument)	Immediately subordinated to Senior Non Preferred Instruments			
36	Non-compliant transitioned features	No	No	No	No
37	If yes, specify non-compliant features	N/A	N/A	N/A	N/A
37a	Link to the full terms and conditions of the instrument (signposting)	Available on request	Available on request	Available on request	Available on request