



**Registration Document dated 9 June 2021**  
(the "**Registration Document**")

pursuant to Regulation (EU) 2017/1129 of the European Parliament and of the Council of 14 June 2017 on the prospectus to be published when securities are offered to the public or admitted to trading on a regulated market, and repealing Directive 2003/71/EC (the "**Prospectus Regulation**")

in conjunction with Article 7 and Annex 6 to Commission Delegated Regulation (EU) 2019/980 of 14 March 2019 supplementing Regulation (EU) 2017/1129 of the European Parliament and of the Council as regards the format, content, scrutiny and approval of the prospectus to be published when securities are offered to the public or admitted to trading on a regulated market, and repealing Commission Regulation (EC) No 809/2004 (the "**Delegated Regulation**")

of

**HSBC Trinkaus & Burkhardt AG**  
Düsseldorf  
(the "**Issuer**")

**The validity of the Registration Document of the Issuer dated 9 June 2021 commences at the approval of the Registration Document and ends on 9 June 2022. The end of the validity of the Registration Document on 9 June 2022 shall not affect the validity of a base prospectus of which it is a constituent part. The obligation to supplement a prospectus in the event of significant new factors, material mistakes or material inaccuracies does not apply when the Registration Document is no longer valid.**

## TABLE OF CONTENTS

<b>I. Risk factors</b>	<b>4</b>
<b>1st category: Issuer default risk (insolvency risk)</b>	<b>4</b>
<b>2nd category: Risks relating to resolution measures imposed on the Issuer by the resolution authority or reorganisation of the Issuer, creditor participation</b>	<b>4</b>
<b>II. General information</b>	<b>5</b>
<b>1. Responsible persons, third party information, expert reports and competent authority approval</b>	<b>5</b>
1.1. Responsibility for the information contained in the Registration Document	5
1.2. Declaration for those responsible for the Registration Document	5
1.3. Statements or reports by experts	5
1.4. Third party information	5
1.5. Statement of approval of the Registration Document	5
<b>2. Statutory Auditor</b>	<b>5</b>
2.1. Name and address	5
2.2. Change of auditor	6
<b>3. Risk Factors</b>	<b>6</b>
<b>4. Information about the Issuer</b>	<b>6</b>
4.1 History and development of the Issuer	6
4.1.1. Legal and commercial name of the Issuer	6
4.1.2. Place of registration of the Issuer, its registration number and legal entity identifier (LEI)	6
4.1.3. Date of incorporation of the Issuer	6
4.1.4. Domicile and legal form of the Issuer; legislation	6
4.1.5. Details of any recent events	7
4.1.6. Issuer credit rating	7
4.1.7. Information on the material changes in the Issuer's borrowing and funding structure since the last financial year	7
4.1.8. Description of the expected financing of the Issuer's activities.	8
<b>5. Business overview</b>	<b>8</b>
5.1. Principal activities	8
5.1.1. Principal activities of the Issuer	8
5.2. Statements made by the Issuer regarding its competitive position	10
<b>6. Organisational structure</b>	<b>10</b>
6.1. The Issuer's membership in a group	10
6.2. The Issuer's dependence upon other members of the group	11
<b>7. Trend information</b>	<b>12</b>
7.1. Material adverse change in the prospects of the Issuer; significant change in the financial performance of the HSBC Trinkaus & Burkhardt Group	12
7.2. Information on any known trends, uncertainties, demands, commitments or events	12
<b>8. Profit forecasts or estimates</b>	<b>12</b>
<b>9. Administrative, management and supervisory bodies</b>	<b>12</b>
9.1. Supervisory board; management board	12
9.2. Administrative, management, and supervisory bodies' conflicts of interests	15
<b>10. Major shareholders</b>	<b>15</b>
10.1 Statement as to whether the Issuer is directly or indirectly owned or controlled	15
10.2 Arrangements regarding potential changes in control	16
<b>11. Financial information concerning the Issuer's assets and liabilities, financial position and profits and losses</b>	<b>16</b>

11.1. Historical financial information	16
11.1.1. Audited historical financial information	16
11.1.2. Change of accounting reference date	16
11.1.3. Accounting standards	16
11.1.4. Change of accounting framework	16
11.1.5. Balance sheet, income statement, cash flow statement, accounting policies and explanatory notes	16
11.1.6. Consolidated financial statements	16
11.1.7. Age of financial information	16
11.2. Interim and other financial information	17
11.2.1. Publication of half yearly financial information	17
11.3. Auditing of historical annual financial information	17
11.3.1. Statement on auditing of annual historical financial information	17
11.3.2. Indication of other information in the Registration Document which has been audited by the Auditor	17
11.3.3. Other financial information	17
11.4. Legal and arbitration proceedings	17
11.4.1. Information on any governmental, legal or arbitration proceedings	17
11.5. Significant change in the Issuer's financial position	17
11.5.1. Significant change in the financial position of the HSBC Trinkaus & Burkhardt Group	17
<b>12. Additional information</b>	<b>17</b>
12.1. Share capital	17
12.2. Memorandum and articles of association of the Issuer	17
13. Material contracts	18
13.1. Material contracts that are not entered into in the ordinary course of the Issuer's business	18
<b>14. Documents available</b>	<b>18</b>
14.1. Documents available for inspection	18
<b>Financial information:</b>	
Annual Financial Statements 2020 (Stand-alone Financial Statements in accordance with HGB) HSBC Trinkaus & Burkhardt AG	F I. 1
Consolidated Financial Statements 2020 (Consolidated Financial Statements in accordance with IFRS) HSBC Trinkaus & Burkhardt Group	F II. 1
Consolidated Financial Statements 2019 (Consolidated Financial Statements in accordance with IFRS) HSBC Trinkaus & Burkhardt Group	F III. 1
<b>Last page</b>	L.1
<b>Appendix 1 – Key information on the Issuer</b>	A.1
<b>Appendix 2 – Information for the purposes of Art. 26(4) of the Regulation (EU) 2017/1129</b>	A.3

## I. Risk factors

Risks which are specific to the Issuer and material for taking an informed investment decision are presented below. The materiality of a risk is determined on the basis of the negative impact on the Issuer and the securities as well as the probability of its occurrence.

The risks are presented in the following categories:

1. category: Issuer default risk (insolvency risk) and
2. category: Risks relating to resolution measures imposed on the Issuer by the resolution authority or reorganisation of the Issuer, creditor participation.

These risks may occur separately or collectively. In each category, one material risk is listed and described.

### **1st category: Issuer default risk (insolvency risk)**

The security holder bears the Issuer default risk, i.e. the risk of the Issuer's insolvency.

In the event of the Issuer's insolvency, the investor is exposed to the risk of total loss of the capital employed (purchase price plus other costs associated with the purchase – hereinafter together the "**Capital Employed**"), as well as the loss of interest payments or other income payments, if such payments are provided for.

The occurrence of this risk would result in the Issuer being unable to meet its payment obligations to the security holders under the securities issued, or to meet them when due, or in the full amount. This may occur if the Issuer is insolvent (*zahlungsunfähig*) or overindebted (*überschuldet*), or is likely to become insolvent or overindebted.

If insolvency proceedings are opened against the Issuer, security holders can only register their claims in the schedule of creditors (*Insolvenztabelle*) in accordance with the German Insolvency Code (*Insolvenzordnung*). Security holders then receive an amount of money, which is calculated based on the insolvency rate (*Insolvenzquote*). Such an amount will regularly be substantially less than the Capital Employed.

The securities do not benefit from any protection against the risk of insolvency by the Deposit Protection Fund of the Association of German Banks (*Einlagensicherungsfonds des Bundesverbandes deutscher Banken*), the Compensation Scheme of German Banks (*Entschädigungseinrichtung deutscher Banken – EdB*) or comparable institutions. Security holders are not protected against the total loss of the Capital Employed in the event of the Issuer's insolvency.

### **2nd category: Risks relating to resolution measures imposed on the Issuer by the resolution authority or reorganisation of the Issuer, creditor participation**

#### Recovery and Resolution Act

Provisions in the German Recovery and Resolution Act (*Sanierungs- und Abwicklungsgesetz*, "**SAG**") and in Regulation (EU) No. 806/2014 establishing uniform rules and a uniform procedure for the resolution of credit institutions and certain investment firms in the framework of a Single Resolution Mechanism and a Single Resolution Fund ("**SRM Regulation**") enable the competent resolution authority to undertake resolution measures with respect to the Issuer if certain conditions are met.

In accordance with the provisions of the SAG and the SRM Regulation, security holders may, among other things, be required to participate in the losses and costs of the Issuer's resolution (so-called creditor participation (*Gläubigerbeteiligung*)).

The securities to be issued by the Issuer are consequently subject to regulatory bail-in by the competent resolution authority. The authority is entitled to write the security holders' claims under the securities down, for example, to zero (i.e. in full) or in part, or convert them into shares of the Issuer as potential resolution measures.

The resolution authority is entitled to undertake the resolution measures even before an insolvency of the Issuer.

Security holders are subject to the risk of losing all their claims to the rights conferred by the securities. They may lose, in particular, their claims to the redemption or repayment of the securities as well as to interest payments or other income payments, if such payments are provided for.

#### Credit Institution Reorganisation Act

In addition, the German Credit Institution Reorganisation Act (*Kreditinstitute-Reorganisationsgesetz* – "**KredReorgG**") provides that measures can also be taken in the course of a reorganisation, which interfere with claims of security holders arising from the rights securitised by the securities. Such measures may include reduction of existing claims and payment suspensions.

Such resolution and reorganisation measures create a considerable risk of loss for the security holder, up to and including the risk of total loss of the Capital Employed and the loss of interest payments or other income payments, if such payments are provided for.

## **II. General information**

The end of the validity of the Registration Document on 9 June 2022 shall not affect the validity of a base prospectus of which it is a constituent part. The validity of the corresponding base prospectus ends when the validity of the corresponding securities note ends.

### **1. Responsible persons, third party information, expert reports and competent authority approval**

#### **1.1. Responsibility for the information contained in the Registration Document**

HSBC Trinkaus & Burkhardt AG (the "**Issuer**") with domicile in Königsallee 21/23, 40212, Düsseldorf, Germany, (together with its consolidated subsidiaries of the "**HSBC Trinkaus & Burkhardt Group**") assumes responsibility for the information contained in the Registration Document.

#### **1.2. Declaration for those responsible for the Registration Document**

The Issuer declares that to the best of its knowledge, the information contained in the Registration Document is in accordance with the facts and that the Registration Document makes no omission likely to affect its import.

#### **1.3. Statements or reports by experts**

Statements or reports by experts are not included in this Registration Document.

#### **1.4. Third party information**

Third-party information has been used in this Registration Document. The Issuer obtained the information directly from rating agency Fitch Ratings Ltd. (source of the information).

The Issuer confirms that this information has been accurately reproduced. As far as the Issuer is aware and is able to ascertain from information published by this third party, no facts have been omitted which would render the reproduced information incorrect or misleading.

#### **1.5. Statement of approval of the Registration Document**

The Issuer declares that

- a) the Registration Document has been approved by the German Federal Financial Supervisory Authority ("**BaFin**") as the competent authority under the Prospectus Regulation,
- b) BaFin only approves this Registration Document regarding the standards of completeness, comprehensibility and consistency imposed by the Prospectus Regulation,
- c) such approval should not be considered as an endorsement of the Issuer that is the subject of this Registration Document.

## **2. Statutory Auditor**

### **2.1. Name and address**

The auditor of the Issuer for the period covered by the historical financial information is PricewaterhouseCoopers GmbH Wirtschaftsprüfungsgesellschaft, Moskauer Strasse 19, 40227

Düsseldorf, Germany, tel. +49 (0)211 981 0 (the "**Auditor**"). The Auditor is a member of the German Chamber of Public Accountants (*Wirtschaftsprüferkammer*). It is also a member of the German Institute of Public Accountants (*Institut der Wirtschaftsprüfer - IDW*).

## **2.2. Change of auditor**

The Auditor was neither removed nor not reappointed, nor did it resign during the period covered by the historical financial information.

## **3. Risk Factors**

Details of the risk factors relating to the Issuer may be found in section I. of the Registration Document.

## **4. Information about the Issuer**

### **4.1 History and development of the Issuer**

#### **4.1.1. Legal and commercial name of the Issuer**

The legal name of the Issuer is HSBC Trinkaus & Burkhardt AG. Its commercial name is HSBC Deutschland.

#### **4.1.2. Place of registration of the Issuer, its registration number and legal entity identifier (LEI)**

The Issuer was created from the conversion of the limited partnership (*Kommanditgesellschaft - KG*) Trinkaus & Burkhardt into a partnership limited by shares (*Kommanditgesellschaft auf Aktien - KGaA*). It was entered as a KGaA in the commercial register of the Düsseldorf Local Court on 13 June 1985 under number HRB 20 004.

The company name was changed from "Trinkaus & Burkhardt Kommanditgesellschaft auf Aktien" to "HSBC Trinkaus & Burkhardt Kommanditgesellschaft auf Aktien", by resolution of the shareholders' meeting on 2 June 1999. This was entered in the commercial register on 17 June 1999.

A resolution to convert HSBC Trinkaus & Burkhardt KGaA into a stock corporation (*Aktiengesellschaft - AG*) was adopted at the annual general meeting on 30 May 2006. This was entered in the commercial register on 31 July 2006 under number HRB 54447.

The Issuer's legal entity identifier (LEI) is: JUNT405OW8OY5GN4DX16.

#### **4.1.3. Date of incorporation of the Issuer**

The Issuer's origins go back to the trading house Christian Gottfried Jäger founded in Düsseldorf in 1785, which later became the bank C. G. Trinkaus, and to the Simon Hirschland bank, founded in Essen in 1841, whose legal successor was Bankhaus Burkhardt & Co.

The banks C. G. Trinkaus, Düsseldorf, and Bankhaus Burkhardt & Co., Essen, operated as limited partnerships, merged in 1972 to form the limited partnership Trinkaus & Burkhardt.

#### **4.1.4. Domicile and legal form of the Issuer; legislation**

The Issuer's domicile is Königsallee 21/23, 40212 Düsseldorf, Germany, tel.: +49 (0)211 910 0.

The Issuer operates in the legal form of a German stock corporation (AG).

It primarily operates under German legislation

The Issuer was founded in Germany.

The Issuer's website is: [www.hsbc.de](http://www.hsbc.de). The information on the website does not form part of the Registration Document unless that information is incorporated by reference into the Registration Document.

#### 4.1.5. Details of any recent events

There are no recent events particular to the Issuer and which are to a material extent relevant to an evaluation of the Issuer's solvency (i.e. its ability to meet its payment obligations).

#### 4.1.6. Issuer credit rating

The rating agency Fitch Ratings Ltd. (the "**Rating Agency**") has set the long-term rating requested by the Issuer at "AA-". Outlook: negative.

The Rating Agency has set the short-term rating requested by the Issuer at "F1+".

Source of above information: [www.fitchratings.com](http://www.fitchratings.com). Status of above information: as of the date of this Registration Document.

The Rating Agency has its domicile in the European Community. It is registered in accordance with Article 14(1) in conjunction with Article 2(1) of "REGULATION (EC) No 1060/2009 of the EUROPEAN PARLIAMENT AND OF THE COUNCIL of 16 September 2009 on credit rating agencies".

The rating of "AA-" for long-term borrowings means that Fitch attaches a very low credit risk to these liabilities.

The rating of "F1+" for short-term borrowings means that Fitch believes the Issuer is in an excellent position to repay its short-term borrowings.

The outlook offers an indication of the direction in which the rating can be expected to develop over a one-to-two-year period.

Fitch Ratings' possible long-term and short-term rating categories are the following:

<b><i>FITCH RATINGS' LONG-TERM RATING CATEGORIES (LONG-TERM (LT) ISSUER DEFAULT RATING (IDR)):</i></b>	<b><i>FITCH RATINGS' SHORT-TERM RATING CATEGORIES (SHORT-TERM RATING):</i></b>
<b><i>AAA</i></b>	<b><i>F1</i></b>
<b><i>AA</i></b>	<b><i>F2</i></b>
<b><i>A</i></b>	<b><i>F3</i></b>
<b><i>BBB</i></b>	<b><i>B</i></b>
<b><i>BB</i></b>	<b><i>C</i></b>
<b><i>B</i></b>	<b><i>RD</i></b>
<b><i>CCC</i></b>	<b><i>D</i></b>
<b><i>CC</i></b>	
<b><i>C</i></b>	
<b><i>RD</i></b>	
<b><i>D</i></b>	

"+" or "-" signs are assigned to a rating to indicate their standing within the main rating category.

#### 4.1.7. Information on the material changes in the Issuer's borrowing and funding structure since the last financial year

Total assets as at 31 December 2020 amounted to €29.5 billion compared with €26.6 billion as at 31 December 2019, and thus increased by €2.9 billion. Customer accounts remain the Issuer's most important source of refinancing. They amounted to €18.1 billion as at 31 December 2020 (31 December 2019: €17.7 billion), that is, around 62% of total assets.

The risk-weighted assets of HSBC Trinkaus & Burkhardt Group amounted to €15.4 billion as at 31 December 2020 (31 December 2019: €15.9 billion). €13.2 billion thereof is attributable to credit risk (31 December 2019: €13.6 billion), €0.8 billion to market risk (31 December 2019: €0.8 billion) and €1.4 billion to operational risk (31 December 2019: €1.4 billion). This results in a Tier 1 capital ratio of 13.9% as of 31 December 2020 (31 December 2019: 12.6%) and a regulatory capital ratio of 15.7% (31 December 2019: 14.6%).

#### **4.1.8. Description of the expected financing of the Issuer's activities.**

Customer accounts remain the Issuer's most important source of refinancing. Its financial position is characterised by high liquidity.

### **5. Business overview**

#### **5.1. Principal activities**

##### **5.1.1. Principal activities of the Issuer**

###### **a) Description of the main categories of products sold and/or services performed**

As a universal bank, the Issuer offers financial services for corporate customers, institutional clients and high net worth private clients.

The Issuer's corporate customer business is aimed at larger medium-sized companies, international trading companies and large corporations. The companies receive strategy advice and support in all financial and financing matters (equity and debt). This also applies to investment topics. The Issuer supports its international business customers in export financing, in the documentary business with document processing and in the supply chain business. In addition to payment transactions (Global Liquidity & Cash Management), hedging – also in the interest and foreign exchange business – and trade receivables financing (Global Trade and Receivable Finance) are offered.

In the business with institutional investors, the Issuer also counts the public sector in Germany and Austria as a customer. For this group as well, emphasis is on strategy advice and support in market transactions. The focus is on capital market-oriented investment and financing solutions. Services include the sale of conventional fixed-income products such as notes, covered bonds and promissory note loans. The Issuer also offers structuring of products and derivatives in the asset classes interest rates, currencies, loans and equities. The Issuer also supports its customers in equity investments and alternative investments. The advice is based on fundamental, technical and quantitative research (analysis and assessment) conducted in-house and within the HSBC Group.

The focus of the private client business is on providing comprehensive advice and support to high net worth private clients and entrepreneurs as well as to families and foundations on the basis of tiered asset management and administration service packages. The range includes total asset management, investment management and miscellaneous services. Total asset management services offered include strategic asset planning, succession planning advice and asset controlling. Investment management includes, for example, asset management and advice in all asset classes. Basic services such as account management, custody services and payment transactions round off the offering.

The Issuer offers its customers additional financial services for all target groups. The portfolio management activities are concentrated in the subsidiary HSBC Global Asset Management (Deutschland) GmbH. The advice in this area, too, is based on research (analysis and assessment) conducted in-house and within the HSBC Group. Solutions in short-term investment (for example, money market funds available in various currencies on a daily basis) and long-term investment (for example, via special and mutual funds) are developed for customers. Advisory services for various aspects of asset management are also offered.

Securities services are provided by three different units: The Issuer's Custody Services offer institutional and corporate clients the functions of depositary bank (*Depotbank/Verwahrstelle*) and custodian. As a custodian, the unit supports clients in the administration and safekeeping of securities in Germany. It also makes available to clients the global custodian network with one of the largest group-owned sub-custodians. As a supplementary service, the unit is responsible for a fund order routing platform that automates the fund order process.

The subsidiary Internationale Kapitalanlagegesellschaft mbH ("**HSBC INKA**") is responsible, as a master capital management company (capital management company with a full range of services, Master-KVG), for fund administration. It offers combined back and middle office services of the fund business. In addition to its core business – the administration of master, hedge, special and mutual



funds in particular, the master capital management company structures funds and assists in establishing and administering them. The reporting services also include direct holdings. HSBC INKA clients comprise both institutional as well as corporate clients.

HSBC Transaction Services GmbH is active in securities settlement. This Issuer subsidiary offers middle and back office services (settlement services) in the settlement, administration and safekeeping of securities. These include migrations, order management, administration, disposition and routing, as well as transaction processing. Also included are securities account services such as scheduled processing, custody account transfers, and reconciliation services.

The Issuer's primary market activities include advising and supporting companies, financial institutions and the public sector in equity and debt capital market transactions.

In particular, block trades, stock option plan design, and convertible bonds, share buybacks, capital increases, and IPOs are offered as equity capital market transactions.

Debt Capital Markets offers public issues and private placements in all major currencies. The product range includes corporate bonds, medium-term note drawdowns (notes from issuance programmes), promissory note loans and hybrid financial instruments.

The Issuer also offers advisory services in mergers and acquisitions. This includes acquisition and disposal of companies, corporate mergers, privatisations and support in public takeovers. The Issuer also assists customers in cross-border projects.

For companies already listed, the Issuer provides secondary market support in the form of corporate broking and designated sponsoring in the market making and corporate access areas.

The trading division comprises all the Issuer's securities trading and treasury activities. The Issue trades equities and equity derivatives, fixed-income securities and interest rate derivatives, as well as foreign currencies and currency options for its own account on stock exchanges and over-the-counter markets. Treasury activities play a central role in the management of the Issuer's liquidity and foreign exchange position. The securities lending and repo business (repurchase agreements) provides significant support, for one thing, to fulfilling delivery obligations in trading and, for another, to the Issuer's liquidity management.

The Issuer issues warrants, certificates and notes in the only product class eligible for retail sale, that is, in structured securities. The Issuer does not distribute the products itself. Investors can order them through their principal bank, different direct banks or via the stock exchanges specified in the Final Terms.

#### **b) Indication of any significant new products or activities**

There have not been any newly introduced significant products or services of the Issuer since the date of the Issuer's last published audited financial statements.

The Issuer adopted the new Country Strategic Plan 2023 (CSP) in June 2019, which, in addition to systematic continuation of the "Leading International Bank" strategy, focuses in particular on process optimisation and cost savings. The "Germany Transformation" programme announced in autumn 2020 accentuates these core elements. With the acquisition of the share held by Landesbank Baden-Württemberg, Stuttgart, and the buy-out of the minority shares under a squeeze-out, the HSBC Group has increased its stake in HSBC Germany to 100% and thereby concluded a logical step in transforming the Issuer into a full member of the HSBC Group.

The strategy update also includes the following focal areas:

Expansion of the Leading International Bank: HSBC Germany is continuing its return-driven growth. The profitable business of the HSBC Group as a whole with globally oriented German customers is to be further expanded. Expansion of the event business and the strong commission business are sources of support for the Issuer in the negative interest rate environment.

Optimisation of capital use: The Issuer is continuing systematic optimisation of its risk-weighted asset portfolio, selectively investing them in profitable and strategically relevant customer relationships.

Transaction banking transformation, i.e. the expansion of the Global Trade and Receivable Finance (GTRF), Global Liquidity & Cash Management (GLCM) and HSBC Securities Services (HSS) products: In GLCM, the service offering is to be provided on an innovative IT infrastructure to allow acquisition of new mandates for the HSBC network. An upgrade of the new Receivable Finance system is intended to strengthen both the local market position of GTRF and its role as a pan-European hub for the business. In HSS, further growth is to be advanced by building on Custody and Business Process Outsourcing projects.

Improving operational efficiency: Optimising processes while reducing costs is aimed at improving operational efficiency. This is to be achieved – in addition to the initiated move to a uniform Group IT infrastructure – with the logical transition to group processes and group systems.

Processes are constantly being optimised in order to relieve both customers and the functional areas of standardised administrative tasks while also cutting costs. Steps have already been taken to streamline and to increase efficiency by means of nearshoring to the HSBC service centre in Krakow. The Issuer will systematically assess options for further nearshoring.

### c) Description of the principal markets in which the Issuer competes

The Issuer's principal activities listed in item 5.1.1 above are primarily focused on the German market. The market conditions in the German banking market have remained unchanged since publication of the Issuer's last published audited financial statements.

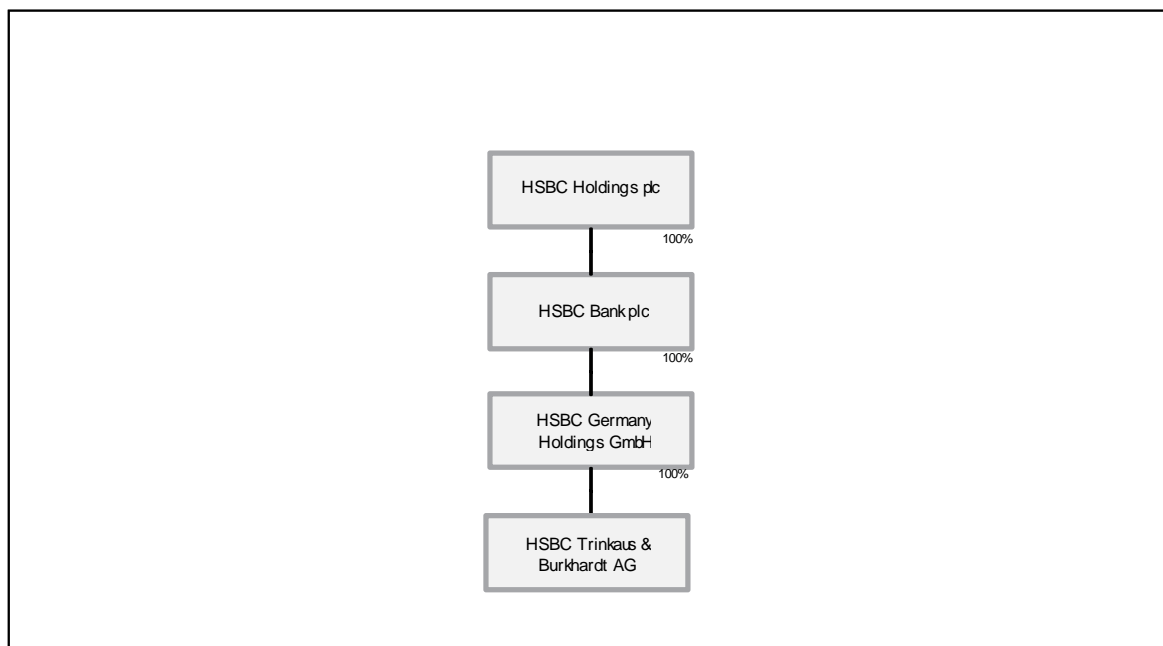
### 5.2. Statements made by the Issuer regarding its competitive position

As the Issuer makes no statements regarding its competitive position, no basis therefor has to be stated.

## 6. Organisational structure

### 6.1. The Issuer's membership in a group

The Issuer is part of the HSBC Group.



The HSBC Group considers itself to be one of the largest banking and financial services groups in the world. It operates subsidiaries and branch offices in Europe and the regions Asia-Pacific, North, Central and South America, the Middle East and Africa.

Within its international network, the HSBC Group is active, in particular,

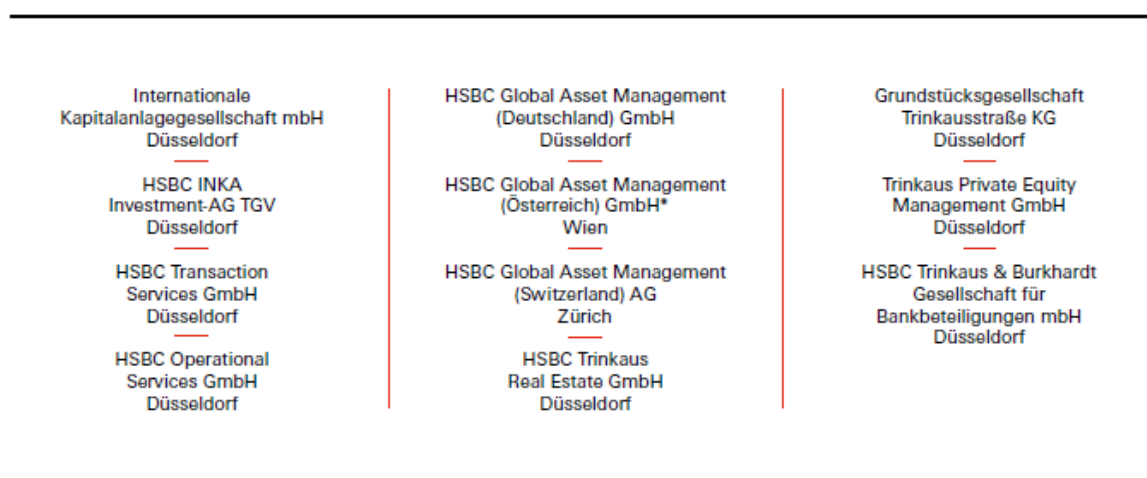
- in general banking,
- in corporate banking,
- in investment banking and
- in supporting private clients.

The Issuer concluded cooperation and agency agreements with various HSBC Group companies. The Issuer's consolidated financial statements are included in the consolidated financial statements of HSBC Holdings plc, London.

The Issuer, together with its consolidated subsidiaries, also forms the HSBC Trinkaus & Burkhardt Group.

The HSBC Trinkaus & Burkhardt Group comprises 12 active companies. HSBC Trinkaus & Burkhardt AG is the parent company.

#### HSBC Trinkaus & Burkhardt AG



\* HSBC Global Asset Management (Österreich) GmbH, Vienna, has ceased operations, but is still in existence.

#### 6.2. The Issuer's dependence upon other members of the group

The Issuer is part of the HSBC Group. It is under the direct control of HSBC Germany Holdings GmbH, Düsseldorf, which holds 100% of the shares of the Issuer, within the meaning of section 17 of the German Stock Corporation Act (*Aktiengesetz* - AktG).

The object of HSBC Germany Holdings GmbH is the acquisition and administration of holdings in German companies. It currently only holds shares in the Issuer.

The sole shareholder of HSBC Germany Holdings GmbH is HSBC Bank plc, London. HSBC Bank plc is in turn a wholly owned subsidiary of HSBC Holdings plc, the parent company of the HSBC Group, domiciled in London.

The Issuer is, consequently, a company indirectly controlled by HSBC Holding plc and HSBC Bank plc within the meaning of section 17 AktG, although there are no control and profit and loss transfer agreements in place. There are such agreements and/or letters of comfort in place between the Issuer and its subsidiaries, including HSBC Trinkaus Real Estate GmbH, HSBC Global Asset Management (Deutschland) GmbH, Internationale Kapitalanlagegesellschaft mbH and HSBC Transaction Services GmbH.

The control and profit transfer agreements subject the management of the respective subsidiary to the Issuer's control. The subsidiary is obliged to transfer 100% of its profit to the Issuer, which must

compensate for any net loss for the year of the respective subsidiaries. The letters of comfort oblige the Issuer to manage and fund its respective subsidiaries in such a way that they are able to meet their present and future liabilities.

The Issuer is subject to the provisions of sections 311 et seq. AktG.

## **7. Trend information**

### **7.1. Material adverse change in the prospects of the Issuer; significant change in the financial performance of the HSBC Trinkaus & Burkhardt Group**

- (a) There has been no material adverse change in the prospects of the Issuer since the date of its last published audited consolidated financial statements, 31 December 2020.
- (b) There has been no significant change in the financial performance of HSBC Trinkaus & Burkhardt Group since the date of its last published audited consolidated financial statements, 31 December 2020.

### **7.2. Information on any known trends, uncertainties, demands, commitments or events**

In addition to the traditionally keen competition in the German banking market, the high level of regulation and the low interest rates, the economy, in particular, remains a challenge. As a result of the COVID-19 pandemic, the global economy is expected to have contracted in 2020 for the first time since 2009, and only the second time ever since the end of World War II. The German economy was weakened even before the COVID crisis. A gloomy outlook for German economic growth against the backdrop of smouldering global trade conflicts is exacerbating the economic conditions for globally oriented banks. Moreover, digital platforms are gaining increasing importance. This applies both to competition with new market participants and within established financial institutions. With digital business models increasingly exposed to cyber risks, a modern and secure IT infrastructure is a distinguishing factor.

Beyond this, the Issuer is not aware of any demands, commitments or events that are reasonably likely to have a material effect on the Issuer's prospects, for at least the current financial year.

## **8. Profit forecasts or estimates**

No profit forecasts or estimates are included.

## **9. Administrative, management and supervisory bodies**

### **9.1. Supervisory board; management board**

#### **a) Members of the supervisory body (supervisory board) and the management body (management board)**

Supervisory Board

The Supervisory Board consists of 16 members, with shareholders and employees represented by eight members each.

All members of the Supervisory Board can be reached at the Issuer's business address, Königsallee 21/23, 40212 Düsseldorf.

Several Supervisory Board members exercise supervisory board and advisory board functions at subsidiaries. Within the scope of relevant statutory provisions, they hold supervisory board and advisory board mandates at non-group companies.

Supervisory Board members, their function at the Issuer and an indication of the principal activities performed by them outside of that issuer where these are significant with respect to that issuer:

Paul **Hagen**, Düsseldorf

Chairman

Former member of the Management Board of HSBC Trinkaus & Burkhardt AG, Düsseldorf

Supervisory board mandates:

- BVV Versicherungsverein des Bankgewerbes a.G., Berlin
- BVV Versorgungskasse des Bankgewerbes e.V., Berlin
- HSBC Transaction Services GmbH, Düsseldorf

Jochen **Schumacher**, Krefeld (employee representative)  
Deputy Chairman  
Bank employee

Colin William **Bell**  
Chief Executive Officer, HSBC Bank plc and HSBC Europe, London/UK

Sigrid **Betzen**, Meerbusch (employee representative)  
German Association of Bank Employees, DBV (Managing Director)  
Trade union representative

Anna **Dimitrova**, Düsseldorf  
Chief Finance Officer & Director Strategy, Vodafone GmbH, Düsseldorf

Stefan **Fuchs**, Düsseldorf (employee representative)  
Employee of HSBC Transaction Services GmbH

Igor **Ilievski**, Düsseldorf (employee representative)  
Bank employee

Siglinde **Klaußner**, Meerbusch (court-appointed substitute by order of the Local Court of Düsseldorf dated 13 August 2019, issued by hand-over to the office on 14 August 2019) (employee representative)

Independent Chairperson of the Employees' Council

Mandates in supervisory bodies comparable to the Supervisory Board:

- HSBC Transaction Services GmbH, Düsseldorf

Dr Christiane **Lindenschmidt**, London/UK (court-appointed substitute by order of the Local Court of Düsseldorf dated 9 September 2020, issued by hand-over to the office on 10 September 2020)

Chief Digital and Data Officer, HSBC Bank Plc, London/UK

Mandates in supervisory bodies comparable to the Supervisory Board:

- Symphony Communications Services LLC, Palo Alto (CA), USA

Dr Eric **Strutz**, Berg

Full-time supervisory board member,

former member of the Board of Managing Directors of Commerzbank AG

Mandates in supervisory bodies comparable to the Supervisory Board:

- Partners Group Holding AG, Baar, Switzerland (Vice Chairman of the Board of Directors)
- Partners Group AG, Baar, Switzerland
- HSBC Bank plc, London, UK
- Global Blue Group Holding AG, Brütisellen, Switzerland
- Luxembourg Investment Company 261 S.a.r.l., Luxembourg

Sandra Jessica **Stuart**, Vancouver/Canada

Former President and Chief Executive Officer, HSBC Bank Canada, Vancouver

Mandates in supervisory bodies comparable to the Supervisory Board:

- DRI Healthcare Trust, Toronto/Canada

Carsten **Thiem**, Düsseldorf (employee representative)

Bank employee

Trade union representative

Marc **Vogel**, Mülheim an der Ruhr (employee representative)

Bank employee

Daniela **Weber-Rey**, LL.M., Frankfurt am Main

#### Lawyer

Mandates in supervisory bodies comparable to the Supervisory Board:

- FNAC Darty S.A., Ivry-sur-Seine, France

Dr Oliver **Wendt**, Cologne (employee representative)

Bank employee

Executive representative

Andrew Merlay **Wright**, London/UK (court-appointed substitute by order of the Local Court of Düsseldorf dated 9 December 2020, issued by hand-over to the office on 10 December 2020)  
Independent Non-Executive Director, HSBC Bank plc, London/UK

Mandates in supervisory bodies comparable to the Supervisory Board:

- HSBC Bank plc, London, UK

#### Management Board

The Issuer is legally represented by two members of the Management Board or by one member of the Management Board together with a registered agent holding a general power of attorney with a statutorily defined scope (*Prokurist*).

Notwithstanding their joint overall responsibility, all Management Board members are also assigned individual responsibility for certain areas.

All members of the Management Board can be reached at the Issuer's business address, Königsallee 21/23, 40212 Düsseldorf.

Several Management Board members exercise supervisory board and advisory board functions at subsidiaries. Within the scope of relevant statutory provisions, they hold supervisory board and advisory board mandates at non-group companies.

The current members of the Management Board are:

Nicolo **Salsano**, Düsseldorf

Chairman of the Management Board

Areas of responsibility:

- CEO-Functions
- Markets & Securities Services
- Corporate & Institutional Banking
- Commercial Banking
- Corporates
- Banking Financials
- Corporate Finance & Capital Markets

Dr Rudolf **Apenbrink**, Ratingen

Member of the Management Board

Areas of responsibility:

- Global Private Banking
- Asset Management
- HSBC Global Asset Management (Deutschland) GmbH

Supervisory board mandates:

- HSBC Global Asset Management (Deutschland) GmbH, Düsseldorf (Chairman of the Supervisory Board)

Mandates in supervisory bodies comparable to the Supervisory Board:

- HSBC Global Asset Management (UK) Limited (Chair)

Dr Andreas **Kamp**, Düsseldorf

Member of the Management Board

Areas of responsibility:

- Finance

Mandates in supervisory bodies comparable to the Supervisory Board:

- HSBC Trinkaus & Burkhardt (International) S.A., Luxembourg (Chairman of the Supervisory Board)

Thomas **Runge**, Düsseldorf  
Member of the Management Board

Areas of responsibility:

- HSBC Operations, Services and Technology (HOST)
- COO Office
- Global Banking & Markets (GB&M) Operations
- GB&M Transformation

Supervisory board mandates:

- Internationale Kapitalanlagegesellschaft mbH, Düsseldorf
- HSBC Transaction Services GmbH, Düsseldorf (Chairman of the Supervisory Board)

Nikolas **Speer**, Düsseldorf  
Member of the Management Board

Areas of responsibility:

- Risk
- Compliance

**b) Partner with unlimited liability, in the case of a limited partnership with a share capital**  
Not applicable.

## **9.2. Administrative, management, and supervisory bodies' conflicts of interests**

In accordance with the provisions of the Issuer's internal policies, each of the members of the Management Board and the Supervisory Board are personally obliged to disclose potential conflicts of interest.

There are currently no potential conflicts of interest between the obligations to the Issuer of the members of the Issuer's Supervisory Board and Management Board and their private interests or other obligations (as of the date of this Registration Document).

## **10. Major shareholders**

### **10.1 Statement as to whether the Issuer is directly or indirectly owned or controlled**

The Issuer is a wholly owned subsidiary of HSBC Germany Holdings GmbH. The sole shareholder of HSBC Germany Holdings GmbH is HSBC Bank plc, London. HSBC Bank plc is a wholly owned subsidiary of HSBC Holdings plc domiciled in London.

The Issuer is, consequently, a company directly controlled by HSBC Germany Holdings GmbH and indirectly controlled by HSBC Bank plc and HSBC Holdings plc within the meaning of section 17 AktG.

There is no control or profit and loss transfer agreement between the Issuer and HSBC Germany Holdings GmbH, Düsseldorf, or HSBC Bank plc, London, or HSBC Holdings plc, London. There are such agreements and/or letters of comfort in place between the Issuer and its subsidiaries, including HSBC Trinkaus Real Estate GmbH, HSBC Global Asset Management (Deutschland) GmbH, Internationale Kapitalanlagegesellschaft mbH and HSBC Transaction Services GmbH.

The control and profit transfer agreements subject the management of the respective subsidiary to the Issuer's control. The subsidiary is obliged to transfer 100% of its profit to the Issuer, which must compensate for any net loss for the year of the respective subsidiaries. The letters of comfort oblige the Issuer to manage and fund its respective subsidiaries in such a way that they are able to meet their present and future liabilities. In order to prevent abuse of the control relationships described above, the Issuer's Management Board prepares an annual report on relationships with affiliated enterprises (*Abhängigkeitsbericht*) in accordance with section 312 AktG. This report is audited by the company's Auditor.

## **10.2 Arrangements regarding potential changes in control**

The Issuer is not aware of any arrangements, which, if triggered, could at a subsequent date result in a change in control of the Issuer.

## **11. Financial information concerning the Issuer's assets and liabilities, financial position and profits and losses**

### **11.1. Historical financial information**

#### **11.1.1. Audited historical financial information**

The Registration Document contains the following audited historical financial information covering the last two financial years:

- annual financial statements 2020 (stand-alone financial statements in accordance with HGB),
- consolidated financial statements in accordance with IFRS for financial year 2020 and
- consolidated financial statements in accordance with IFRS for financial year 2019

The annual financial statements for the year ending 31 December 2020 (stand-alone financial statements in accordance with HGB) and the consolidated financial statements for the years 2019 and 2020 were issued an unqualified audit opinion by the Auditor.

#### **11.1.2. Change of accounting reference date**

The Issuer did not change its accounting reference date during the period for which historical financial information is required.

#### **11.1.3. Accounting standards**

The financial information has been prepared according to International Financial Reporting Standards as endorsed in the Union based on Regulation (EC) No 1606/2002.

#### **11.1.4. Change of accounting framework**

The last audited historical financial information, containing comparative information for the previous year, was presented and prepared in a form consistent with the accounting standards framework that will be adopted in the Issuer's next published annual financial statements.

#### **11.1.5. Balance sheet, income statement, cash flow statement, accounting policies and explanatory notes**

The audited financial information:

- annual financial statements 2020 (stand-alone financial statements in accordance with HGB),
  - consolidated financial statements in accordance with IFRS for financial year 2020 and
  - consolidated financial statements in accordance with IFRS for financial year 2019
- were prepared in accordance with national accounting principles and the International Financial Reporting Standards ("**IFRS**").

The financial information includes:

- (a) the annual balance sheet (stand-alone financial statements) or the consolidated balance sheet (consolidated financial statements),
- b) the income statement (stand-alone financial statements) or the consolidated statement of comprehensive income (consolidated income statement),
- (c) the consolidated cash flow statement (consolidated financial statements),
- d) the accounting policies and explanatory notes.

#### **11.1.6. Consolidated financial statements**

The Issuer has prepared:

- the annual financial statements 2020 (stand-alone financial statements in accordance with HGB),
- consolidated financial statements in accordance with IFRS for financial year 2020 and
- consolidated financial statements in accordance with IFRS for financial year 2019

#### **11.1.7. Age of financial information**

The balance sheet date of the last year of audited financial information are not older than 18 months from the date of this Registration Document.



## **11.2. Interim and other financial information**

### **11.2.1. Publication of half yearly financial information**

The Issuer has not published a semi-annual report since the date of its last published audited consolidated financial statements, 31 December 2020.

## **11.3. Auditing of historical annual financial information**

### **11.3.1. Statement on auditing of annual historical financial information**

The annual financial statements for the year ending 31 December 2020 (stand-alone financial statements in accordance with HGB) and the consolidated financial statements for the years 2019 and 2020 were audited by the Auditor. The Auditor's opinion was issued in accordance with Directive 2014/56/EU and Regulation (EU) No 537/2014.

The annual financial statements for the year ending 31 December 2020 (stand-alone financial statements in accordance with HGB) and the consolidated financial statements for the years 2019 and 2020 were issued an unqualified audit opinion by the Auditor.

### **11.3.2. Indication of other information in the Registration Document which has been audited by the Auditor**

No other information in this Registration Document was audited by the Auditor.

### **11.3.3. Other financial information**

This Registration Document does not contain any financial information not taken from the audited financial statements.

## **11.4. Legal and arbitration proceedings**

### **11.4.1. Information on any governmental, legal or arbitration proceedings**

There have been no governmental, legal or arbitration proceedings (including any such proceedings which are pending or threatened of which the Issuer is aware) during the period covering at least the previous twelve months (as at the date of the Registration Document) which have, or have had in the recent past, significant effects on the financial position or profitability of the Issuer and/or HSBC Trinkaus & Burkhardt Group.

## **11.5. Significant change in the Issuer's financial position**

### **11.5.1. Significant change in the financial position of the HSBC Trinkaus & Burkhardt Group**

There have been no significant changes in the financial position of HSBC Trinkaus & Burkhardt Group since the date of its last published audited consolidated financial statements, 31 December 2020.

## **12. Additional information**

### **12.1. Share capital**

The Issuer's share capital currently amounts to € 91,423,896.95. It is divided into 34,088,053 shares. The shares are fully paid and are registered in the bearer's name.

Admission of the shares to trading on the regulated market of the Düsseldorf and Stuttgart stock exchanges was revoked on 27 January 2021.

### **12.2. Memorandum and articles of association of the Issuer**

The Issuer was created from the conversion of the limited partnership (*Kommanditgesellschaft* - KG) Trinkaus & Burkhardt into a partnership limited by shares (*Kommanditgesellschaft auf Aktien* - KGaA). It was entered as a KGaA in the commercial register of the Düsseldorf Local Court on 13 June 1985 under number HRB 20 004.

The company name was changed from "Trinkaus & Burkhardt Kommanditgesellschaft auf Aktien" to "HSBC Trinkaus & Burkhardt Kommanditgesellschaft auf Aktien", by resolution of the shareholders' meeting on 2 June 1999. This was entered in the commercial register on 17 June 1999.

A resolution to convert HSBC Trinkaus & Burkhardt KGaA into a stock corporation (*Aktiengesellschaft* - AG) was adopted at the annual general meeting on 30 May 2006. This was entered in the commercial register on 31 July 2006 under number HRB 54447.

According to the memorandum and articles of association (Section 2 Object of the Company), object of the Issuer is to conduct banking business and provide all manner of financial services. The Issuer is authorised, in Germany and abroad, to set up, acquire or hold interests in companies, and to set up branch offices.

### **13. Material contracts**

#### **13.1. Material contracts that are not entered into in the ordinary course of the Issuer's business**

There are no material contracts that were not entered into in the ordinary course of the Issuer's business, which could result in any member of the HSBC Trinkaus & Burkhardt Group being under an obligation or an entitlement that is material to the Issuer's ability to meet its obligations to security holders in respect of the securities being issued.

### **14. Documents available**

#### **14.1. Documents available for inspection**

The following documents are available for inspection during the validity of the Registration Document, which commences at the approval of the Securities Note on 9 June 2021 and ends on 9 June 2022:

##### **a) the up to date memorandum and articles of association of the Issuer**

The up to date memorandum and articles of association are available via the Issuer's website <https://www.about.hsbc.de/de-de/hsbc-in-germany/financial-and-regulatory-reports>.

##### **b) Statements or reports by experts**

Statements or reports by experts are not included in this Registration Document.

## TABLE OF CONTENTS OF FINANCIAL INFORMATION

### Annual Financial Statements 2020

#### HSBC Trinkaus & Burkhardt AG

Financial Statements prepared in accordance with the German Commercial Code (HGB)	F I. 1
Annual Balance Sheet of HSBC Trinkaus & Burkhardt AG as at 31 December 2020	F I. 2
Income Statement of HSBC Trinkaus & Burkhardt AG for the period from 1 January to 31 December 2020	F I. 6
Notes to the Annual Financial Statements 2020 of HSBC Trinkaus & Burkhardt AG	F I. 8
1. Basic Principles	F I. 9
2. Accounting And Valuation Methods	F I. 10
3. Balance Sheet Disclosures	F I. 21
4. Disclosures on Contingent Liabilities	F I. 36
5. Other Contingent Liabilities and Financial Commitments	F I. 37
6. Transactions Subject to Market Risk	F I. 38
7. Income Statement Disclosures	F I. 41
8. Other Disclosures	F I. 43
Statement of Changes in Fixed Assets	F I. 45
Independent Auditor's Report	F I. 47

### Consolidated Financial Statements 2020 (Consolidated Financial Statements in accordance with IFRS)

#### HSBC Trinkaus & Burkhardt Group

Consolidated Balance Sheet HSBC Trinkaus & Burkhardt	F II. 1
Consolidated Statement of Comprehensive Income HSBC Trinkaus & Burkhardt	F II. 3
Consolidated Statement of Changes in Capital HSBC Trinkaus & Burkhardt	F II. 5
Consolidated Cash Flow Statement HSBC Trinkaus & Burkhardt	F II. 6
Notes to the Consolidated Financial Statements	F II. 7
Fundamental Accounting Policies	F II. 9
Accounting, Valuation and Consolidation methods	F II. 11
Notes to the Consolidated Balance Sheet	F II. 30
Notes to the Consolidated Income Statement	F II. 59
Other Notes	F II. 68
Independent Auditor's Report	F II. 107
Five-year Comparison of Consolidated Figures in €m	F II. 115

### Consolidated Financial Statements 2019 (Consolidated Financial Statements in accordance with IFRS)

#### HSBC Trinkaus & Burkhardt Group

Consolidated Balance Sheet HSBC Trinkaus & Burkhardt	F III. 1
Consolidated Statement of Comprehensive Income HSBC Trinkaus & Burkhardt	F III. 3
Consolidated Statement of Changes in Capital HSBC Trinkaus & Burkhardt	F III. 5
Consolidated Cash Flow Statement HSBC Trinkaus & Burkhardt	F III. 6
Notes to the Consolidated Financial Statements	F III. 7
Fundamental Accounting Policies	F III. 9
Accounting, Valuation and Consolidation methods	F III. 10
Notes to the Consolidated Balance Sheet	F III. 26
Notes to the Consolidated Income Statement	F III. 51
Other Notes	F III. 60
Independent Auditor's Report	F III. 100
Five-year Comparison of Consolidated figures in €m	F III. 108

**LAST PAGE**



**Registration Document dated 9 June 2021**

**of**

**HSBC Trinkaus & Burkhardt AG**  
Düsseldorf

Düsseldorf, 9 June 2021

**HSBC Trinkaus & Burkhardt AG**

## **Appendix 1**

### **Key information on the Issuer**

#### **Who is the issuer of the securities?**

HSBC Trinkaus & Burkhardt AG, Königsallee 21/23, 40212 Düsseldorf; LEI: JUNT405OW8OY5GN4DX16; the Issuer is subject to German law; it is entered in the commercial register of Düsseldorf Local Court, Federal Republic of Germany.

#### **The Issuer's principal activities**

As a universal bank, the Issuer offers financial services for corporate customers, institutional clients and high net worth private clients. The Issuer's principal activities are primarily focused on the German market.

#### **The Issuer's major shareholders**

The Issuer is part of the HSBC Group, of which HSBC Holdings plc, London is the parent company. It is directly controlled by HSBC Germany Holdings GmbH, Düsseldorf, and indirectly controlled by HSBC Holding plc and HSBC Bank plc. HSBC Germany Holdings GmbH, Düsseldorf directly holds 100% of the Issuer's share capital. There is no control or profit and loss transfer agreement between the Issuer and HSBC Germany Holdings GmbH, Düsseldorf, HSBC Bank plc, London, or HSBC Holdings plc, London.

#### **The identity of its key managing directors**

Management Board: Nicolo Salsano (Chairman of the Management Board), Dr Rudolf Apenbrink, Dr Andreas Kamp, Thomas Runge, Nikolas Speer

#### **The identity of its statutory auditors**

PricewaterhouseCoopers GmbH Wirtschaftsprüfungsgesellschaft, Moskauer Str. 19, 40227 Düsseldorf, Germany, Tel. +49 (0)211/981 0

### **What is the key financial information regarding the Issuer?**

*Table 1*

#### **Income statement for credit institutions**

	31 Dec. 2020	31 Dec. 2019
Net interest income (in €m)	226.50	228.1
Net fee income (in €m)	494.00	453.1
Net loan impairment provisions in the lending and securities business (in €m)	83.70	45.1
Net trading income (in €m)	159.80	70.4
Pre-tax profit (in €m)	187.00	144.8
Net profit (in €m)	129.50	97.5

*Table 2*

#### **Balance sheet for credit institutions**

	31 Dec. 2020	31 Dec. 2019	Value as outcome from the most recent Supervisory Review and Evaluation

			Process ("SREP")
Total assets (in €m)	29,467.00	26,592.8	–
Loans and advances to banks and customers (in €m)	10,084.30	12,853.50	–
Subordinated debt	–	–	–
Loans and advances to customers (in €m)	8,516.80	10,866.5	–
Customer accounts (in €m)	18,131.60	17,650.8	–
Shareholders' equity (in €m)	2,594.50	2,488.6	–
Common Equity Tier 1 capital (CET1) ratio	–	10.7%	
Regulatory capital ratio	15.7%	14.6%	9.0%*
Regulatory leverage ratio	–	5.0%	–

\* Figure from 2019. BaFin did not send any new SREP decisions to banks in 2020 because of the COVID-19 pandemic.

### **What are the key risks that are specific to the Issuer?**

#### **Issuer default risk (insolvency risk)**

The security holder bears the risk of the Issuer's insolvency. This may occur if the Issuer is insolvent (*zahlungsunfähig*) or overindebted (*überschuldet*), or is likely to become insolvent or overindebted. In the event of the Issuer's insolvency, the investor is exposed to the risk of total loss of the Capital Employed.

#### **Risks relating to resolution measures imposed on the Issuer by the resolution authority**

In the event of that the continued existence of the Issuer is endangered, the security holder may be subject to various resolution measures in accordance with banking supervision regulations. The resolution authority is entitled to undertake the resolution measures even before an insolvency of the Issuer. The security holder may have to sustain losses up to total loss of the Capital Employed.

## **Appendix 2 – Information for the purposes of Art. 26(4) of the Regulation (EU) 2017/1129**

**French language version (non-binding translation of the English language version):**

### **Informations de base sur l'émetteur**

#### **Qui est l'émetteur des valeurs mobilières ?**

HSBC Trinkaus & Burkhardt AG, Königsallee 21/23, 40212 Düsseldorf ; IEJ : JUNT405OW8OY5GN4DX16 ; l'émetteur est soumis au droit allemand; il est inscrit au registre du commerce auprès du tribunal de Düsseldorf, République fédérale d'Allemagne.

#### **Activités principales de l'émetteur**

En tant que banque universelle, l'émetteur fournit des services financiers aux entreprises, aux clients institutionnels et aux particuliers fortunés. Les domaines d'activité principaux de l'émetteur sont essentiellement axés sur le marché allemand.

#### **Actionnaire principal de l'émetteur**

L'émetteur fait partie du groupe HSBC, dont la société mère est HSBC Holdings plc, Londres. Il dépend directement de HSBC Germany Holdings GmbH, Düsseldorf et indirectement de HSBC Holding plc et de HSBC Bank plc. HSBC Germany Holdings GmbH, Düsseldorf, détient directement 100% du capital social de l'émetteur. L'émetteur n'a conclu aucun accord de contrôle et de transfert des bénéfices avec HSBC Germany Holdings GmbH, Düsseldorf, ni avec HSBC Bank plc, Londres ou HSBC Holdings plc, Londres.

#### **Identité des principaux dirigeants**

Directoire: Nicolo Salsano (porte-parole), Rudolf Apenbrink, Andreas Kamp, Thomas Runge, Nikolas Speer

#### **Identité des contrôleurs légaux des comptes**

PricewaterhouseCoopers GmbH Wirtschaftsprüfungsgesellschaft, Moskauer Straße 19, 40227 Düsseldorf, Tél.: +49 (0)211/981-0

### **Principales informations financières concernant l'émetteur**

*Tableau 1*

#### **Compte de résultat pour les établissements de crédit**

	31/12/2020	31/12/2019
Produit net d'intérêts (en millions EUR)	226,50	228,1
Produit net de commissions (en millions EUR)	494,00	453,1
Provisionnement pour risque lié à l'activité de crédit et aux opérations sur titres (en millions EUR)	83,70	45,1
Résultat des transactions (en millions EUR)	159,80	70,4
Résultat net avant impôts (en millions EUR)	187,00	144,8
Résultat net (en millions EUR)	129,50	97,5

*Tableau 2*

#### **Bilan pour les établissements de crédit**

	31/12/2020	31/12/2019	Valeur telle qu'elle ressort du dernier processus de contrôle et

			d'évaluation prudentiels (« SREP »)
Total du bilan (en millions EUR)	29.467,00	26.592,8	–
Créances sur les établissements de crédit et créances sur la clientèle (en millions EUR)	10.084,30	12.853,50	–
Créances subordonnées	–	–	–
Créances sur la clientèle (en millions EUR)	8.516,80	10.866,5	–
Dettes envers la clientèle (en millions EUR)	18.131,60	17.650,8	–
Fonds propres (en millions EUR)	2.594,50	2.488,6	–
Ratio de fonds propres Core Tier 1 (CET1)	–	10,7%	
Ratio de fonds propres	15,7%	14,6%	9,0%*
Ratio d'endettement réglementaire	–	5,0%	–

\*Valeur à 2019. En raison de la pandémie de Covid-19, la BaFin n'a pas adressé de nouvelles informations relatives au SREP aux banques en 2020.

### **Quels sont les principaux risques propres à l'émetteur ?**

#### **Risque de défaut de l'émetteur (risque d'insolvabilité)**

Le détenteur de titres est exposé au risque d'insolvabilité de l'émetteur. Cet événement peut se produire lorsque l'émetteur est insolvable (*zahlungsunfähig*) ou surendetté (*überschuldet*) ou qu'il risque de le devenir. En cas d'insolvabilité de l'émetteur, l'investisseur peut perdre l'intégralité des sommes investies.

#### **Risques en cas de mesures prises par l'autorité de résolution à l'égard de l'émetteur**

Si l'existence de l'émetteur est menacée, le détenteur de titres peut être soumis à différentes mesures de résolution conformément aux dispositions du droit bancaire. L'autorité de résolution peut procéder aux mesures de résolution avant que l'émetteur ne devienne insolvable. Le détenteur de titres peut subir des pertes allant jusqu'à la perte intégrale du capital investi.