



**Bankinter, S.A. ("Bankinter")**, under the provisions of the Spanish Securities Market Act, and in continuation of the inside information announcement published today, with registration number 1750, also discloses:

### **OTHER IMPORTANT INFORMATION**

Bankinter announces that it has agreed an issue of perpetual securities potentially convertible into newly issued ordinary shares of Bankinter, without pre-emptive subscription rights for shareholders, (the "**Securities**"), for a total nominal amount of 300 million euros (the "**Issue**").

Once disbursed, the Securities are expected to be eligible as additional Tier 1 capital for Bankinter's Group under capital adequacy regulations.

The remuneration of the Securities has been set at 7.375% per year until 15 February 2029. It will subsequently be reviewed under the terms and conditions of the Issue, by applying a margin of 470.8 basis points to the 5-year Mid-Swap Rate. Payment of remuneration is discretionary and subject to certain conditions.

The Issue is aimed solely at qualified investors, without prejudice to the additional sale restrictions stipulated in the terms and conditions of the Issue.

Bankinter will apply for admission to trading of the Securities on the Global Exchange Market of the Irish stock exchange (Irish Stock Exchange plc).

It is also hereby announced that, under articles 286, 414, 417, 510 and 511 of the Spanish Companies Act, the report relating to the Issue has been issued by the directors. This report will be made available to shareholders at the first general meeting held after the Issue.

Madrid, 6 February 2023

***Important information:***

*This announcement does not constitute or form part of an offer to sell securities in the US or in any other jurisdiction. The Securities have not been, and will not be, registered in the US under the US Securities Act of 1933, as currently drafted (the "US Securities Act"). They cannot be offered or sold in the United States without prior registration under the Securities Act or without prior application for a registration exemption under the Act. Bankinter does not intend and is not seeking to register the Securities in the US under the US Securities Act, and it is not offering or selling the Securities in the US. This announcement does not solicit funds, securities or any other type of consideration from any person located in the US: any funds, securities or other consideration sent in response to this announcement will not be accepted. As stated in the documents for the Securities, there are also restrictions in other jurisdictions, including Spain, Hong Kong, Italy, the United Kingdom, Singapore, Canada and Switzerland.*

***PRIIPs Regulation / Prohibition of sales to EEA retail investors*** – *The Securities are not intended to be offered, sold or otherwise made available to and shall not be offered, sold or otherwise made available to any retail investor in the European Economic Area (the "EEA"). For these purposes, a "retail investor" means a person who is one (or more) of: (i) a retail client as defined in point (11) of Article 4(1) of Directive 2014/65/EU of the European Parliament and of the Council of 15 May 2014 on markets in financial instruments and amending Directive 2002/92/EC and Directive 2011/61/EU ("MiFID II"); or (ii) a customer within the meaning of Directive (EU) 2016/97 (the "Insurance Distribution Directive"), where that customer would not qualify as a professional client as defined in point (10) of Article 4(1) of MiFID II. Consequently, no key information document ("KID") required by Regulation (EU) No. 1286/2014 on key information documents for packaged and retail and insurance-based investment products (the "PRIIPs Regulation") for offering or selling the Securities or otherwise making them available to retail investors in the EEA has been prepared and therefore offering or selling the Securities or otherwise making them available to any retail investor in the EEA may be unlawful under the PRIIPs Regulation.*

***UK PRIIPs Regulation / Prohibition of sales to UK retail investors*** – *The Securities are not intended to be offered, sold or otherwise made available to and shall not be offered, sold or otherwise made available to any retail investor in the United Kingdom (the "UK"). For these purposes, a "retail investor" means a person who is one (or more) of: (i) a retail client as defined in point (8) of Article 2 of Regulation (EU) No 2017/565 as it forms part of UK domestic law by virtue of the European Union (Withdrawal) Act of 2018 ("EUWA"); or (ii) a customer within the meaning of the provisions of the Financial Services and Markets Act 2000 (the "FSMA") and any rules or regulations made under the FSMA to implement the Insurance Distribution Directive, where that customer would not qualify as a professional client as defined in point (8) of Article 2(1) of Regulation (EU) No 600/2014 as it forms part of UK domestic law by virtue of the EUWA ("UK MiFIR"). Consequently, no KID required by the PRIIPs Regulation as it forms part of UK domestic law by virtue of the EUWA (the "UK PRIIPs Regulation") for offering or selling the Securities or otherwise making them available to retail investors in the UK has been prepared and therefore offering or selling the Securities or otherwise making them available to any retail investor in the UK may be unlawful under the UK PRIIPs Regulation.*