

MiFID II product governance / Professional investors and ECPs only target market – Solely for the purposes of the manufacturer's product approval process, the target market assessment in respect of the Notes, taking into account the five categories referred to in item 18 of the Guidelines published by ESMA on 5 February 2018 has led to the conclusion that: (i) the target market for the Notes is eligible counterparties and professional clients only, each as defined in Directive 2014/65/EU (as amended, **MiFID II**); and (ii) all channels for distribution of the Notes to eligible counterparties and professional clients are appropriate. Any person subsequently offering, selling or recommending the Notes (a **distributor**) should take into consideration the manufacturer's target market assessment; however, a distributor subject to MiFID II is responsible for undertaking its own target market assessment in respect of the Notes (by either adopting or refining the manufacturer's target market assessment) and determining appropriate distribution channels.

Final Terms dated 23 August 2023



HSBC Continental Europe

LEI: F0HUI1NY1AZMJMD8LP67

Issue of EUR 209,000,000 4.180 per cent. Fixed Rate Notes due 25 August 2025

under the € 20,000,000,000

Euro Medium Term Note Programme

Issue Price: 100.00 per cent.

HSBC

PART A– CONTRACTUAL TERMS

Terms used herein shall be deemed to be defined as such for the purposes of the terms and conditions (the **Conditions**) set forth in the Base Prospectus dated 3 October 2022 which received approval number no. 22-407 from the *Autorité des marchés financiers* (the **AMF**) on 3 October 2022 and the supplements to the Base Prospectus dated 17 March 2023 and 9 August 2023 which together constitute a base prospectus for the purposes of the Prospectus Regulation, as amended from time to time (the **Base Prospectus**). The expression **Prospectus Regulation** means Regulation (EU) 2017/1129 (as amended).

This document constitutes the Final Terms of the Notes described herein for the purposes of Article 8 of the Prospectus Regulation, as amended from time to time and must be read in conjunction with such Base Prospectus as so supplemented in order to obtain all the relevant information. These Final Terms, the Base Prospectus and the supplements to the Base Prospectus are available for viewing on the websites of the *Autorité des marchés financiers* (www.amf-france.org) and the Issuer (<http://www.about.hsbc.fr/investor-relations/debt-issuance>) at least during a period of twelve months from the date of the Base Prospectus.

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|----|------|-----------------|------|
| 1. | (i) | Series Number: | 1384 |
| | (ii) | Tranche Number: | 1 |

(iii)	Date on which the Notes will be consolidated and form a single Series:	Not Applicable
2.	Specified Currency or Currencies:	Euro (EUR)
3.	Aggregate Nominal Amount of Notes:	
(i)	Series:	EUR 209,000,000
(ii)	Tranche:	EUR 209,000,000
4.	Issue Price:	100.00 per cent. of the Aggregate Nominal Amount
5.	Specified Denomination(s):	EUR 100,000
6.	(i) Issue Date:	25 August 2023
	(ii) Interest Commencement Date (<i>if different from the Issue Date</i>):	Issue Date
7.	Maturity Date:	25 August 2025
8.	Interest Basis:	4.180 per cent. per annum Fixed Rate <i>(further particulars specified below)</i>
9.	Redemption/Payment Basis: <i>(Condition 8)</i>	Subject to any purchase and cancellation or early redemption, the Notes will be redeemed on the Maturity Date at 100 per cent. of their nominal amount. <i>(further particulars specified below)</i>
10.	Change of Interest Basis:	Not Applicable
11.	Put/Call Options:	Not Applicable
12.	(i) Status of the Notes:	Senior preferred
	(ii) Date of Board approval for issuance of Notes obtained:	20 July 2023

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

13.	Fixed Rate Note Provisions:	Applicable
(i)	Rate of Interest:	4.180 per cent. per annum payable annually in arrear
(ii)	Interest Payment Date(s):	25 August in each year

(iii)	Fixed Coupon Amount:	EUR 4,180 per EUR 100,000 in Specified Denomination
(iv)	Broken Amount(s):	Not Applicable
(v)	Day Count Fraction:	Actual/Actual (ICMA)
(vi)	Determination Dates:	25 August in each year
14.	Floating Rate Note Provisions:	Not Applicable
15.	Zero Coupon Note Provisions	Not Applicable

PROVISIONS RELATING TO REDEMPTION

16.	Issuer's optional redemption (Call): (Condition 7(b))	Not applicable
17.	Noteholder's optional redemption (Put):	Not applicable
18.	Final Redemption Amount of each Note:	EUR 100,000 per Note of EUR 100,000 Specified Denomination
19.	Early Redemption Amount:	
	(i) Early Redemption Amount(s) of each Note payable on redemption for taxation reasons or on event of default:	As per the Conditions
	(ii) Early Redemption for taxation reasons on days other than Interest Payment Dates:	Yes

GENERAL PROVISIONS APPLICABLE TO THE NOTES

20.	Form of Notes:	Dematerialised Notes
	(i) Form of Dematerialised Notes:	Bearer form (<i>au porteur</i>)
	(ii) Registration Agent:	Not Applicable
	(iii) Temporary Global Certificate:	Not Applicable
21.	Financial Centre(s) for the purposes of Condition 8(g):	Not Applicable
22.	Talons for future Coupons to be attached to Definitive Materialised Notes (and dates on which such Talons mature):	Not Applicable

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| 23. | Redenomination, renominalisation and reconventioning provisions: | Not Applicable |
| 24. | Purchase in accordance with applicable laws and regulations referred to in Condition 7(f) | Applicable |
| 25. | Consolidation provisions: | Not Applicable |
| 26. | <i>Masse</i> (Condition 12): | Name and address of the Representative:

DIIS Group
12, rue Vivienne
75002 Paris
France

rmo@diisgroup.com

The Representative will receive a remuneration of

EUR 350 (excluding VAT) per year |

Signed on behalf of the Issuer:

By: Harry-David Gauvin - Treasurer
Duly authorised

PART B – OTHER INFORMATION

1. LISTING AND ADMISSION TO TRADING

- (i) Listing(s): Euronext Paris
- (ii) (a) Admission to trading: Application has been made by the Issuer (or on its behalf) for the Notes to be admitted to trading on Euronext Paris with effect from the Issue Date.
- (b) Regulated Markets or equivalent markets on which, to the knowledge of the Issuer, securities of the same class of the Notes to be offered or admitted to trading are already admitted to trading: Not Applicable
- (iii) Estimate of total expenses related to admission to trading: EUR 2,900

2. RATINGS

Ratings: The Notes to be issued are expected to be rated:

S&P Global Ratings Europe Limited: A+

Fitch Ratings Ireland Limited: AA-

Each such credit rating agency is established in the European Union and is registered under Regulation (EU) N° 1060/2009 (as amended) (the CRA Regulation). Each of S&P Global Ratings Europe Limited, Moody's France S.A.S. and Fitch Ratings Ireland Limited are included in the list of credit rating agencies published by the European Security and Markets Authority on its website (www.esma.europa.eu/supervision/credit-rating-agencies/risk) in accordance with the CRA Regulation.

3. INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE

Save for any fees payable to the Manager in connection with the Issue of the Notes, so far as the Issuer is aware, no person involved in the offer of the Notes has an interest material to the offer. The Manager and its affiliates have engaged, and may in the future engage, in investment banking and/or commercial banking transactions with, and may perform other services for, the Issuer and its affiliates in the ordinary course of business.

4. USE AND ESTIMATED NET AMOUNT OF THE PROCEEDS

- (i) Use of proceeds: The net proceeds will be used for the Issuer's general corporate purposes

(ii) Estimated net amount of EUR 209,000,000 proceeds:

(iii) Estimated total expenses: Not Applicable

5. Fixed Rate Notes only – YIELD

Indication of yield: 4.180 per cent. per annum

The yield is calculated at the Issue Date on the basis of the Issue Price. It is not an indication of future yield.

6. Floating Rate Notes only - INFORMATION ON FLOATING RATE NOTES

Not Applicable

7. OPERATIONAL INFORMATION

ISIN Code: FR001400KEB8

Common Code: 267273189

Depositories:

(i) Euroclear France to act as Central Depositary: Yes

(ii) Common Depositary for Euroclear Bank SA/NV and Clearstream Banking S.A.: No

Any clearing system(s) other than Euroclear Bank SA/NV and Clearstream Banking S.A. and the relevant identification number(s):

Not Applicable

Delivery: Delivery against payment

Names and addresses of additional Paying Agent(s) (if any): Not Applicable

8. DISTRIBUTION

(i) Method of distribution: Non-syndicated

(ii) If syndicated, names of Managers:
Not Applicable

- (iii) Stabilising Manager(s) (including addresses) (if any): Not Applicable
- (iv) If non-syndicated, name of Manager: HSBC Continental Europe
- (v) U.S. Selling Restrictions: The Issuer is Category 2 for the purposes of Regulation S under the U.S. Securities Act of 1933, as amended.
TEFRA Not Applicable
- (vi) Prohibition of Sales to EEA Retail Investors: Not applicable
- (vii) Prohibition of Sales to UK Retail Investors: Not applicable

9. TERMS AND CONDITIONS OF THE OFFER

Not Applicable

CONDITIONS, OFFER STATISTICS, EXPECTED TIMETABLE AND ACTION REQUIRED TO PLAN OF DISTRIBUTION AND ALLOTMENT

Not Applicable

10. PRICING

Not Applicable

11. PLACING AND UNDERWRITING

Not Applicable