#### **PRICING SUPPLEMENT**

#### Pricing Supplement dated 25 April 2024

#### **HSBC Continental Europe**

#### Programme for the Issuance of Notes and Warrants

### Issue of EUR 2,000,000 Variable Coupon Automatic Early Redemption Reverse Convertible Equity-Linked Notes due April 2030 linked to a Basket of Securities

#### PART A - CONTRACTUAL TERMS

This document constitutes the pricing supplement (the "**Pricing Supplement**") relating to the issue of the Tranche of Notes described herein for the purposes of listing on the Official List of the Irish Stock Exchange plc trading as Euronext Dublin ("**Euronext Dublin**") and must be read in conjunction with the offering memorandum dated 1 June 2023 as supplemented from time to time (the "**Offering Memorandum**") which, together with this Pricing Supplement, constitute listing particulars for the purposes of listing on the Global Exchange Market. Terms used herein shall be deemed to be defined as such for the purposes of the terms and conditions of the Notes including the Terms and Conditions of the Equity Linked Notes, Index Linked Notes and Inflation Rate-Linked Notes (the "**Conditions**") set forth in the Offering Memorandum. The Alternative Note General Conditions do not apply.

Full information on the Issuer and the offer of the Notes is only available on the basis of the combination of this Pricing Supplement and the Offering Memorandum. The Offering Memorandum is available for viewing at *HSBC Continental Europe, 38, avenue Kléber, 75116, Paris, France* and www.about.hsbc.fr/investor-relations/debt-issuance.

The Offering Memorandum does not comprise (i) a base prospectus for the purposes of Regulation (EU) 2017/1129 as it forms part of domestic law by virtue of the European Union (Withdrawal) Act 2018, as amended (the "EUWA") (the "UK Prospectus Regulation") or (ii) a base prospectus for the purposes of Regulation (EU) 2017/1129 (as amended, the "EU Prospectus Regulation"). The Offering Memorandum has been prepared solely with regard to Notes that are not to be admitted to listing or trading on any regulated market for the purposes of Directive 2014/65/EU (as amended, "MiFID II") or Regulation (EU) No 600/2014 as it forms part of domestic law by virtue of the EUWA ("UK MiFIR") and not to be offered to the public in the United Kingdom (the "UK") (other than pursuant to one or more of the exemptions set out in Section 86 of the Financial Services and Markets Act 2000 (as amended, the "FSMA")) or a Member State of the European Economic Area (other than pursuant to one or more of the exemptions set out in Article 1(4) of the EU Prospectus Regulation).

**PROHIBITION OF SALES TO SWISS PRIVATE CLIENTS** - The Notes are not intended to be offered, sold or otherwise made available to and should not be offered, sold or otherwise made available to investors that qualify as private (retail) clients according to Article 4 para. 2 Swiss Financial Services Act ("FinSA") and its implementing ordinance, the Swiss Federal Financial Services Ordinance ("FinSO"). Consequently, no key information document (or equivalent document) required by FinSA has been prepared and therefore offering or selling the Notes or otherwise making them available to any private (retail) client in, into or from Switzerland may be unlawful under FinSA.

It is advisable that investors considering acquiring any Notes understand the risks of transactions involving the Notes and it is advisable that they reach an investment decision after carefully considering, with their financial, legal, regulatory, tax, accounting and other advisers, the suitability of the Notes in light of their particular circumstances (including without limitation their own financial circumstances and investment objectives and

the impact the Notes will have on their overall investment portfolio) and the information contained in the Offering Memorandum and this Pricing Supplement. Investors should consider carefully the risk factors set forth under "*Part A - Risk Factors*" in the Offering Memorandum.

1.	Issuer:		HSBC Continental Europe		
2.	Tranche Number:		1		
3.	Currency:				
	(i) Settl	ement Currency:	Euro ("EUR")		
	(ii) Deno	omination Currency:	EUR		
4.	Aggrega	te Principal Amount:			
	(i) Series:		EUR 2,000,000		
	(ii) 7	Franche:	EUR 2,000,000		
5.	Issue Pri	ice:	100.00 per cent. of the Aggregate Principal Amount		
6.		Denomination(s): (Condition 2)	EUR 1,000		
	(ii) <b>(</b>	Calculation Amount:	The Denomination		
		Aggregate Outstanding Nominal Amount Rounding:	Not applicable		
7.	(i)	Issue Date:	26 April 2024		
	(ii)	Interest Commencement Date:	Issue Date		
	(iii)	Trade Date:	05 April 2024		
8.	<b>Maturity</b> (Condition		12 April 2030, adjusted in accordance with the Following Business Day Convention for the purposes of payment only and not for the accrual of interest, subject to early redemption on an Automatic Early Redemption Date. See paragraph 36(iii).		
9.	Change	of interest or redemption basis:	Not applicable		
DDAVI	ISTONS D	ELATINC TO INTEDEST (LE ANV.)	DAVADIE		
		ELATING TO INTEREST (IF ANY) ] ate Note provisions:	Not applicable		
10.	(Conditio	-			
11.	<b>Floating</b> (Condition	<b>Rate Note provisions:</b> <i>on 5</i> )	Not applicable		
12.	Zero Co (Conditio	upon Note provisions: on 6)	Not applicable		
13.	13. Equity-Linked/Index-Linked Interest Note/other variable-linked interest Note provisions:		Applicable		
	(i)	Index/formula/other variable:	The Basket as defined in paragraph 30(i)		

 Provisions for determining interest where calculated by reference to Equity/ Index and/or formula and/or other variable: Unless the Notes have been previously redeemed, or purchased and cancelled in accordance with the Conditions, the amount of interest payable on each Interest Payment Date shall be an amount in the Settlement Currency (the "Variable Coupon Amount") determined by the Calculation Agent in accordance with the following provisions:

(a) if the Calculation Agent determines that on the Variable Coupon Valuation Date<sub>j</sub> (as defined in the Annex(es)) occurring immediately prior to such Interest Payment Date, WO<sub>j</sub> is equal to or greater than the Coupon Trigger Level<sub>j</sub>:

Calculation Amount x Coupon<sub>j</sub>

(b) otherwise, zero.

Where:

"**Coupon**<sub>j</sub>" means j × 2.38%  $-\sum_{k=0}^{j-1}$ [Coupon<sub>k</sub>]

Where:

"Coupon<sub>0</sub>" means zero;

"**j**" means, in respect of each Variable Coupon Valuation Date<sub>j</sub>, the corresponding value set out in Annex 1 (from 1 to 24);

"**WO**<sub>j</sub>" means, with respect to a Variable Coupon Valuation Date<sub>j</sub>, the lowest performance (expressed as a percentage) among the Securities comprising the Basket, as determined by the Calculation Agent in accordance with the following formula:

$$WO_{j} = \min_{i=1 \text{ to } N} \left( \frac{S_{j}^{i}}{S_{initial}^{i}} \right)$$

"i" means each Security in the Basket, 1 to N

"N" means the total number of underlyings, 2

In respect of a Variable Coupon Valuation Date<sub>j</sub>,

" $S^{i}_{j}$ " means, in respect of a Security (Security<sub>i</sub>), the price of such Security<sub>i</sub> as determined by the Calculation Agent as of the Valuation Time on the relevant Exchange on such Variable Coupon Valuation Date<sub>j</sub>

(iii) Provisions for determining interest where calculation by reference to Equity/ Index and/or formula and/ or other variable is impossible or impracticable or otherwise disrupted:

Interest or Calculation Period(s):

Interest Payment Date(s):

" $S^{i}_{initial}$ " means, in respect of a Security (Security<sub>i</sub>) the Initial Price (as defined in paragraph 30(v))

"**Coupon Trigger Level**<sub>j</sub>" means the level (expressed as a percentage) specified as such in the Annex(es) in respect of the corresponding Variable Coupon Valuation Date<sub>j</sub>

"Variable Coupon Valuation Date<sub>i</sub>" means each date specified as such in the Annex(es) (each a "Variable Coupon Valuation Date<sub>j</sub>"), provided that (a) if any such date does not constitute a Scheduled Trading Day in respect of a Security in the Basket then such date shall be postponed in respect of such Security only to the next date which is a Scheduled Trading Day in respect of such Security and the provisions of Condition 22(e) apply as if each reference to "Valuation Date" in such Condition (and in the definitions of "Scheduled Valuation Date" and "Disrupted Day Related Payment Date") was deemed to be a reference to "Variable Coupon Valuation Date<sub>i</sub>" and (b) if any such date is a Disrupted Day in relation to a Security in the Basket, then in respect of such Security only such date shall be subject to postponement in accordance with Condition 22(e) as if each reference to "Valuation Date" in such Condition (and in the definitions of "Scheduled Valuation Date" and "Disrupted Day Related Payment Date") was deemed to be a reference to "Variable Coupon Valuation Date<sub>i</sub>".

See adjustment provisions specified in paragraphs 30(ix), 30(x), 30(xi), 30(xiv) and 30(xv).

#### Not applicable

Each date specified as a Variable Coupon Payment  $Date_j$  in the Annex(es), adjusted in accordance with the Business Day Convention for the purposes of payment only, not for the accrual of interest and subject (except in the case of the Maturity Date) to early redemption on an Automatic Early Redemption Date.

Following Business Day Convention

TARGET Business Day

Not applicable

Not applicable

- (vi) Business Day Convention:
- (vii) Business Centre:

(iv)

(v)

- (viii) Minimum Interest Rate:
- (ix) Maximum Interest Rate:
- (x) Day Count Fraction: Not applicable

#### PROVISIONS RELATING TO REDEMPTION

- 14. **Issuer's optional redemption (Call Option):** (*Condition* 7(*c*))
- 15. Noteholders optional redemption (Put Not applicable Option):(*Condition 7(d)*)
- 16. **Final Redemption Amount of each Note:** See paragraph 17(ii) *(Condition 7(a))*
- 17. Final Redemption Amount of each Note in cases where the Final Redemption Amount is Equity-Linked, Index-Linked, Inflation Rate-Linked or other variable-linked:
  - (i) Index/formula/other variable:
  - Provisions for determining Final Redemption Amount where calculated by reference to Equity/ Index and/or formula and/or other variable:

Not applicable

Applicable

The Basket as defined in paragraph 30(i)

Unless the Notes have been previously redeemed, or purchased and cancelled in accordance with the Conditions, if the Calculation Agent determines that:

- (a) If a Barrier Event has not occurred, the Issuer shall redeem the Notes on the Maturity Date by paying an amount in the Settlement Currency in respect of each Note (of the Calculation Amount) equal to 100 per cent. of the Calculation Amount; or
- (b) If a Barrier Event has occurred, the Issuer shall redeem the Notes on the Maturity Date by paying an amount in the Settlement Currency in respect of each Note (of the Calculation Amount) determined by the Calculation Agent in accordance with the following formula:

Calculation Amount 
$$\times \frac{WO_{final}}{Strike}$$

Where:

"**WO**final" means the lowest performance (expressed as a percentage) among the Basket as determined by the Calculation Agent in accordance with the following formula:

$$WO_{final} = \min_{i=1 \text{ to } N} \left( \frac{S_{final}^{i}}{S_{initial}^{i}} \right)$$

"i" means each Security in the Basket, 1 to N

"N" means the total number of underlyings, 2

" $S^{i}_{final}$ " means, in respect of a Security<sub>i</sub> and the Final Valuation Date, the Final Price (as defined in paragraph 30(vii)) of such Security

" $S^{i}_{initial}$ " means, in respect of a Security<sub>i</sub> the Initial Price (as defined in paragraph 30(v)) of such Security

"Strike" means 100.00%

"**Barrier Event**" means, with respect to the Securities, that the Final Price of any Security on the Final Valuation Date, as determined by the Calculation Agent, is less than the Barrier Price

"**Barrier Price**" means 50.00% of the Initial Price with respect to such Security as specified in the Annex(es)

See adjustment provisions specified in paragraphs 30(ix), 30(x), 30(xii), 30(xiv) and 30(xv).

	(iv)	Minimum Final Redemption Amount:	Not applicable		
	(v)	Maximum Final Redemption Amount:	100.00 per cent. per Calculation Amount		
18.		tent Notes: ion 7(a))	Not applicable		
19.	Early F	Redemption:	Applicable		
	(i)	Early Redemption Amount (upon redemption for taxation reasons or illegality): ( <i>Conditions 7(b) or 7(f)</i> )	Fair Market Value		
	(ii)	Early Redemption Amount (upon redemption following an Event of Default): ( <i>Condition 11</i> )	Fair Market Value		
	(iii)	Early Redemption Amount (upon redemption following an FX Disruption Event or Benchmark Trigger Event): ( <i>Conditions</i> $9(f)(Y)$ or $15A$ )	Fair Market Value		
	(iv)	Other redemption provisions:	Not applicable		

determining Final

impracticable

or

(iii)

Provisions

impossible

otherwise disrupted:

for

or

Redemption Amount where calculation

by reference to Equity/Index and/ or formula and/or other variable is

## GENERAL PROVISIONS APPLICABLE TO THE NOTES

	20.			Bearer Dematerialised Notes		
	21.	New G	lobal Note:	Not applicable		
	22.	If issue	d in bearer form:	Not applicable		
	23.	<ul> <li>22. If issued in bearer form:</li> <li>23. Exchange Date for exchange of Tem Global Note:</li> <li>24. If issued in registered form (other Uncertificated Registered Notes):</li> <li>25. Masse (Condition 15 of Part B3 – Terr Conditions of the Notes issued by HBC (i) Representative: (ii) Alternative Representative: (iii) Remuneration of Representative:</li> <li>26. Payments: (Condition 9) <ul> <li>(i) Relevant Financial Centre Day:</li> <li>(ii) Payment of Alternative P Currency Equivalent:</li> <li>(iii) Conversion provisions:</li> <li>(iv) Underlying Currency Pair provisions:</li> <li>(v) Price Source Disruption:</li> <li>(vi) LBMA Physical Settlement provisions:</li> </ul> </li> <li>27. Redenomination: (Condition 10)</li> <li>28. Other terms:</li> </ul>		Not applicable		
	24.		-	Not applicable		
	25.		•	Condition 15 applies		
		(i)	Representative:	DIIS Group, 12 rue Vivienne, 75002 Paris		
		(ii)	Alternative Representative:	Not applicable		
		(iii)	Remuneration of Representative:	Euro 150 (exclusive of VAT) per year		
	26.	-				
		(i)	Relevant Financial Centre Day:	TARGET Business Day		
		(ii)	Payment of Alternative Payment Currency Equivalent:	Not applicable		
		(iii)	Conversion provisions:	Not applicable		
		(iv)	Underlying Currency Pair provisions:	Not applicable		
		(v)	Price Source Disruption:	Not applicable		
		(vi)	LBMA Physical Settlement provisions:	Not applicable		
		(vii)	Physical Settlement provisions:	Not applicable		
	27.	Redeno	omination: (Condition 10)	Not applicable		
<ul> <li>24. If issued in registered form (other Uncertificated Registered Notes):</li> <li>25. Masse (Condition 15 of Part B3 – Terms Conditions of the Notes issued by HBCE <ul> <li>(i) Representative:</li> <li>(ii) Alternative Representative:</li> <li>(iii) Remuneration of Representative:</li> </ul> </li> <li>26. Payments: <ul> <li>(Condition 9)</li> <li>(i) Relevant Financial Centre Day:</li> <li>(ii) Payment of Alternative Pay Currency Equivalent:</li> <li>(iii) Conversion provisions:</li> <li>(iv) Underlying Currency Pair provision</li> <li>(v) Price Source Disruption:</li> <li>(vi) LBMA Physical Settlement provisions:</li> <li>(vii) Physical Settlement provisions:</li> </ul> </li> <li>27. Redenomination: (Condition 10)</li> <li>28. Other terms:</li> </ul>	terms:	See Annex(es).				
PRO	<ul> <li>24. If issued in registered form (other the Uncertificated Registered Notes):</li> <li>25. Masse (Condition 15 of Part B3 – Terms a Conditions of the Notes issued by HBCE): <ul> <li>(i) Representative:</li> <li>(ii) Alternative Representative:</li> <li>(iii) Remuneration of Representative:</li> </ul> </li> <li>26. Payments: <ul> <li>(Condition 9)</li> <li>(i) Relevant Financial Centre Day:</li> <li>(ii) Payment of Alternative Paym Currency Equivalent:</li> <li>(iii) Conversion provisions:</li> <li>(iv) Underlying Currency Pair provision</li> <li>(v) Price Source Disruption:</li> <li>(vi) LBMA Physical Settlement provisions:</li> <li>(vii) Physical Settlement provisions:</li> </ul> </li> <li>27. Redenomination: (Condition 10)</li> <li>28. Other terms:</li> </ul>	PPLICABLE TO INDEX-LINKED NO	TES AND EQUITY-LINKED NOTES			
	<ul> <li>(ii) Payment of Alternative Payment Currency Equivalent:</li> <li>(iii) Conversion provisions:</li> <li>(iv) Underlying Currency Pair provisions:</li> <li>(v) Price Source Disruption:</li> <li>(vi) LBMA Physical Settlement provisions:</li> <li>(vi) Physical Settlement provisions:</li> <li>27. Redenomination: (Condition 10)</li> <li>28. Other terms:</li> </ul>		al Delivery:	Not applicable		

29.	9. Physical Delivery:		Not applicable			
30.	Provisi	ons for Equity-Linked Notes:	Applicable			
	(i)	Security(ies):	The Security or Securities specified in the Annex(es) (the "Basket")			
	(ii)	Underlying Company(ies):	The entities specified as such in the Annex(es)			

	(iii)	Exchange(s):	With respect to each Security, each exchange or quotation system specified as such in respect of such Security in the Annex(es)
	(iv)	Related Exchange(s):	With respect to each Security, each exchange or quotation system specified as such in respect of such Security in the Annex(es)
	(v)	Initial Price:	The definition in Condition 22(a) applies, the price in respect of a Security being the price specified as such in the Annex(es)
	(vi)	Strike Date:	05 April 2024
	(vii)	Final Price:	Condition 22(a) applies
	(viii)	Reference Price:	Not applicable
	(ix)	Potential Adjustment Event:	Condition 22(g)(i) applies
		- Extraordinary Dividend (if other than as specified in the definition Condition 22(a)):	Condition 22(a) applies
		<ul> <li>Additional Potential Adjustment</li> <li>Event (for purposes of paragraph</li> <li>(viii) of the definition there of):</li> </ul>	Not applicable
	(x)	Extraordinary Event:	Condition 22(g)(ii) applies
	(xi)	Conversion: (for Notes relating to Government Bonds and debt securities only)	Condition 22(g)(iii) does not apply
	(xii)	Correction of prices:	Condition 22(g)(iv) applies
	(xiii)	China Connect Underlying:	No
	(xiv)	Additional Disruption Events:	The following Additional Disruption Events apply: Change in Law, Insolvency Filing, Hedging Disruption, Increased Cost of Hedging
	(xv)	Substitution of Securities:	Applicable
31.	Additio Notes:	nal provisions for Equity-Linked	Not applicable
32.	Provisi	ons for Index-Linked Notes:	Not applicable
33.	Valuati	on Date(s):	05 April 2030 (the " <b>Final Valuation Date</b> "), each Variable Coupon Valuation Date <sub>j</sub> and each Automatic Early Redemption Valuation Date <sub>j</sub> or in each case, if any date is not a Scheduled Trading Day in respect of the relevant Exchange and the relevant Related Exchange(s) the next following Scheduled Trading Day, subject to adjustment in

accordance with the Disrupted Day provisions.

If a Valuation Date is postponed due to the occurrence of a Disrupted Day, the due date for any related payment (Payment Date including the Maturity Date) may also be postponed, in accordance with the Conditions.

The definition in Condition 22(a) applies

- Related Payment Dates pursuant to Condition 22(e):
   The definition in Condition 22(a) applies

   34. Valuation Time:
   The definition in Condition 22(a) applies

   35. Averaging Dates:
   Not applicable

   36. Other terms or special conditions relating to Index-Linked Notes or Equity-Linked Notes:
   Applicable

   (i)
   Knock-in Event:
   Not applicable

   (ii)
   Knock-out Event:
   Not applicable
  - (iii) Automatic Early Redemption Event:

Specified

Disrupted Days:

(i)

(ii)

Maximum

Number of local banking days for the

purpose of postponing Disrupted Day

Number

of

3

An Automatic Early Redemption Event occurs if  $WO_j$  is equal to or greater than the Automatic Early Redemption Level<sub>j</sub> as of any Automatic Early Redemption Valuation Date<sub>j</sub>.

Where:

Applicable

"**WO**<sub>j</sub>" means, with respect to an Automatic Early Redemption Valuation Date<sub>j</sub>, the lowest performance (expressed as a percentage) among the Securities comprising the Basket, as determined by the Calculation Agent in accordance with the following formula:

$$WO_{j} = \min_{i=1 \text{ to } N} \left( \frac{S_{j}^{i}}{S_{initial}^{i}} \right)$$

"i" means each Security in the Basket, 1 to N

"N" means the total number of underlyings, 2

In respect of an Automatic Early Redemption Valuation Date<sub>j</sub>,

" $S^{i}_{j}$ " means, in respect of a Security (Security<sub>i</sub>), the price of such Security<sub>i</sub> as determined by the Calculation Agent as of

			the Valuation Time on the relevant Exchange on such Automatic Early Redemption Valuation Date <sub>j</sub> .
			" $S^{i}_{initial}$ " means, in respect of a Security (Security <sub>i</sub> ) the Initial Price (as defined in paragraph 30(v))
	-	Automatic Early Redemption Valuation Date(s):	Each date specified as such in the Annex(es) (each an "Automatic Early Redemption Valuation Date <sub>j</sub> ").
			Each Automatic Early Redemption Valuation Date shall be subject to postponement in accordance with Condition 22(e) as if each reference to " <b>Valuation Date</b> " in such Condition (and in the definitions of "Scheduled Valuation Date" and "Disrupted Day Related Payment Date") was deemed to be a reference to " <b>Automatic Early Redemption Valuation Date</b> ".
	-	Automatic Early Redemption Level:	In respect of the Automatic Early Redemption Valuation Date <sub>j</sub> , the level specified as such in the Annex(es) (each an "Automatic Early Redemption Level <sub>j</sub> ").
	-	Automatic Early Redemption Date(s):	Each date specified as such in the Annex(es) (each an "Automatic Early Redemption Date <sub>j</sub> "), subject to adjustment in accordance with the Following Business Day Convention.
	-	Automatic Early Redemption Rate:	In respect of an Automatic Early Redemption Valuation Date <sub>j</sub> , the rate specified as such in the Annex(es) (each an "Automatic Early Redemption Rate <sub>j</sub> ").
	-	Automatic Early Redemption Amount:	The definition in Condition 22(a) applies
	-	Accrued interest payable on Automatic Early Redemption Date:	No, interest does not accrue
	(iv)	Interest adjustment:	Not applicable
DISTRI	BUTION		
37.	(i)	If syndicated, names of Relevant Dealer(s):	Not applicable
	( <b>ii</b> )	If syndicated, names of other Dealers (if any):	Not applicable
38.	Prohibi	tion of Sales to EEA Retail Investors:	Not applicable
39.	Prohibi	tion of Sales to UK Retail Investors:	Not applicable
40.	Selling	Restrictions:	TEFRA Not applicable

t	United States of America:	Notes may not be offered or sold within the United States of America or to, or for the account or the benefit of a U.S. Person (as defined in Regulation S).
2	40-Day Distribution Compliance Period:	Not applicable
I	Exemption(s) from requirements under Regulation (EU) 2017/1129 (as amended, the <b>'EU Prospectus Regulation</b> "):	The offer is addressed to investors who will acquire Notes for a consideration of at least EUR 100,000 (or equivalent amount in another currency) per investor for each separate offer.
H c	Exemption(s) from requirements under Regulation (EU) 2017/1129 as it forms part of domestic law by virtue of the EUWA (the " <b>UK</b> <b>Prospectus Regulation</b> "):	The offer is addressed to investors who will acquire Notes for a consideration of at least EUR 100,000 (or equivalent amount in another currency) per investor for each separate offer.
	Additional U.S. federal income tax considerations:	The Notes are not Section 871(m) Notes for the purpose of Section 871(m).

44. Additional selling restrictions:

Not applicable

## CONFIRMED

# HSBC CONTINENTAL EUROPE:

By: ----

Yonathan EBGUY Deputy Head of Markets & Securities Services HSBC Continental Europe

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Authorised Signatory Paris 24th April 2024 Date: -----

#### **PART B - OTHER INFORMATION**

#### 1. LISTING

(i)	Listing:	Application will be made to admit the Notes to listing on the Official List of Euronext Dublin on or around the Issue Date.
(ii)	Admission to trading:	No assurance can be given as to whether or not, or when, such application will be granted. Application will be made for the Notes to be admitted to trading on the Global Exchange Market with effect from the Issue Date. No assurance can be given as to whether or not, or when, such
(iii)	Estimated total expenses of admission to trading:	application will be granted.

## 2. RATINGS

Ratings:

The Notes are not rated.

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

Save for any fees payable and/or discount to the Issue Price offered to the Dealer(s) and/or distributor(s) in respect of the Notes (the "**Distributors**"), so far as the Issuer is aware, no person involved in the issue of the Notes has an interest material to the issue. The Distributor(s) and its affiliates have engaged, and may in 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. PERFORMANCE OF INDEX/FORMULA/OTHER VARIABLE AND OTHER INFORMATION CONCERNING THE UNDERLYING

Details of past and future performance and volatility of the underlying can be obtained from *Bloomberg*.

## **OPERATIONAL INFORMATION**

5.	ISIN Code:	FR001400PFX8
6.	Common Code:	280278033
7.	CUSIP:	Not applicable
8.	Valoren Number:	128016211
9.	SEDOL:	Not applicable
10.	WKN:	Not applicable
11.	Other identifier code:	Not applicable
12.	Intended to be held in a manner which would allow Eurosystem eligibility:	Not applicable
13.	Any clearing system(s) other than Euroclear and Clearstream, Luxembourg and the relevant identification number(s):	Euroclear France
14.	Central Depositary:	Euroclear France

15. Delivery:	Delivery against payment
16. Settlement procedures:	Medium Term Note
17. Additional Paying Agent(s) (if any):	None
18. Common Depositary:	Not applicable
19. Calculation Agent:	HSBC Bank plc
20. ERISA Considerations:	ERISA prohibited

# ANNEX 1

j	Automatic Early Redemption Valuation Date <sub>j</sub> *	Automatic Early Redemption Date <sub>j</sub> *	Automatic Early Redemption Level <sub>i</sub>	Automatic Early Redemption Rate <sub>i</sub>	Variable Coupon Valuation Date <sub>j</sub> *	Variable Coupon Payment Date <sub>j</sub> *	Coupon Trigger Level <sub>j</sub>
1	-	-	-	-	05 Jul 2024	12 Jul 2024	60.00%
2	-	-	-	-	07 Oct 2024	14 Oct 2024	60.00%
3	-	-	-	-	06 Jan 2025	13 Jan 2025	60.00%
4	-	-	-	-	07 Apr 2025	14 Apr 2025	60.00%
5	-	-	-	-	07 Jul 2025	14 Jul 2025	60.00%
6	06 Oct 2025	13 Oct 2025	100.00%	100.00%	06 Oct 2025	13 Oct 2025	60.00%
7	05 Jan 2026	12 Jan 2026	100.00%	100.00%	05 Jan 2026	12 Jan 2026	60.00%
8	07 Apr 2026	14 Apr 2026	95.00%	100.00%	07 Apr 2026	14 Apr 2026	60.00%
9	06 Jul 2026	13 Jul 2026	95.00%	100.00%	06 Jul 2026	13 Jul 2026	60.00%
10	05 Oct 2026	12 Oct 2026	90.00%	100.00%	05 Oct 2026	12 Oct 2026	60.00%
11	05 Jan 2027	12 Jan 2027	90.00%	100.00%	05 Jan 2027	12 Jan 2027	60.00%
12	05 Apr 2027	12 Apr 2027	85.00%	100.00%	05 Apr 2027	12 Apr 2027	60.00%
13	05 Jul 2027	12 Jul 2027	85.00%	100.00%	05 Jul 2027	12 Jul 2027	60.00%
14	05 Oct 2027	12 Oct 2027	80.00%	100.00%	05 Oct 2027	12 Oct 2027	60.00%
15	05 Jan 2028	12 Jan 2028	80.00%	100.00%	05 Jan 2028	12 Jan 2028	60.00%
16	05 Apr 2028	12 Apr 2028	75.00%	100.00%	05 Apr 2028	12 Apr 2028	60.00%
17	05 Jul 2028	12 Jul 2028	75.00%	100.00%	05 Jul 2028	12 Jul 2028	60.00%
18	05 Oct 2028	12 Oct 2028	70.00%	100.00%	05 Oct 2028	12 Oct 2028	60.00%
19	05 Jan 2029	12 Jan 2029	70.00%	100.00%	05 Jan 2029	12 Jan 2029	60.00%
20	05 Apr 2029	12 Apr 2029	65.00%	100.00%	05 Apr 2029	12 Apr 2029	60.00%
21	05 Jul 2029	12 Jul 2029	65.00%	100.00%	05 Jul 2029	12 Jul 2029	60.00%
22	05 Oct 2029	12 Oct 2029	60.00%	100.00%	05 Oct 2029	12 Oct 2029	60.00%
23	07 Jan 2030	14 Jan 2030	60.00%	100.00%	07 Jan 2030	14 Jan 2030	60.00%
24	-	-	-	-	05 Apr 2030	12 Apr 2030	60.00%

# (This Annex forms part of the Pricing Supplement to which it is attached)

\*Subject to postponement in accordance with Condition 22(e)

# ANNEX 2

## (This Annex forms part of the Pricing Supplement to which it is attached)

## Information in relation to underlying Securities

i	Bloomberg Code	Securities	Exchange	Related Exchange	Currency of the Security	Initial Price	Barrier Price
1	CA FP	CARREFOUR SA	Euronext Paris	All Exchanges	EUR	15.635	7.8175
2	SGO FP	SAINT GOBAIN	Euronext Paris	All Exchanges	EUR	73.36	36.68

i	Bloomberg Code	Depositary	Underlying Company	Underlying Security	ISIN Code of the Securities
1	CA FP	Х	CARREFOUR SA	Х	FR0000120172
2	SGO FP	Х	SAINT GOBAIN	Х	FR0000125007

"Securities" means either (i) 'Ordinary Shares of'; (ii) 'Preference Shares of'; or (iii) 'Units of the'; or (iv) 'Depositary Receipts' of each Underlying Company or Underlying Security as the case may be.