

Final Terms dated 8 February 2010

HSBC France

**Issue of EUR 750,000,000 Floating Rate Notes due February 2012
under the € 20,000,000,000
Euro Medium Term Note Programme**

Lead Manager:

HSBC Bank plc

Co-Managers:

Banca IMI S.p.A.
Canadian Imperial Bank of Commerce, London Branch

PART A – CONTRACTUAL TERMS

Terms used herein shall be deemed to be defined as such for the purposes of the Conditions set forth in the Base Prospectus dated 5 October 2009 and the supplement to the Base Prospectus dated 24 December 2009 which together constitute a base prospectus for the purposes of the Directive 2003/71/EC of the European Parliament and of the Council of 4 November 2003 (the "**Prospectus Directive**").

This document constitutes the Final Terms of the Notes described herein for the purposes of Article 5.4 of the Prospectus Directive and must be read in conjunction with such Base Prospectus as so supplemented. Full information on the Issuer and the offer of the Notes is only available on the basis of the combination of these Final Terms and the Base Prospectus as so supplemented. The Base Prospectus and the supplement to the Base Prospectus are available for viewing on the websites of the Luxembourg Stock Exchange (www.bourse.lu) and the Issuer (www.hsbc.fr) at least during a period of twelve months from the date of the Base Prospectus, and during normal business hours at the registered office of the Issuer and at the specified office of the Paying Agent(s) where copies may be obtained.

1.	Issuer:	HSBC France
2.	(i) Series Number:	1285
	(ii) Tranche Number:	1
3.	Specified Currency or Currencies:	Euro ("EUR")
4.	Aggregate Nominal Amount of Notes:	
	(i) Series:	EUR 750,000,000
	(ii) Tranche:	EUR 750,000,000
5.	Issue Price:	100 per cent. of the Aggregate Nominal Amount
6.	Specified Denominations:	EUR 50,000
7.	(i) Issue Date:	10 February 2010
	(ii) Interest Commencement Date (if different from the Issue Date):	Not Applicable
8.	Maturity Date:	Specified Interest Payment Date falling in or nearest to February 2012
9.	Interest Basis:	3 month EURIBOR + 0.15 per cent. Floating Rate (further particulars specified below)
10.	Redemption/Payment Basis: (Condition 7)	Redemption at par
11.	Change of Interest or Redemption/Payment Basis:	Not Applicable
12.	Put/Call Options:	Not Applicable
13.	(i) Status of the Notes:	Senior
	(ii) Date of Board approval for issuance of Notes obtained:	Authorisation of the <i>Conseil d'Administration</i> of the Issuer dated 29 July 2009

14. Method of distribution: Syndicated

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

15. Fixed Rate Note Provisions: Not Applicable

16. Floating Rate Note Provisions: Applicable

- (i) Interest Period(s): 3 months
- (ii) Specified Interest Payment Dates: 10 May, 10 August, 10 November and 10 February in each year commencing on 10 May 2010 subject in each case to adjustment in accordance with the applicable Business Day Convention specified in (iv) below
- (iii) First Interest Payment Date: 10 May 2010
- (iv) Business Day Convention: Modified Following Business Day Convention
- (v) Business Centre(s) (Condition 4(a)): TARGET
- (vi) Manner in which the Rate(s) of Interest is/are to be determined: Screen Rate Determination
- (vii) Interest Period Dates: Interest Payment Date
- (viii) Party responsible for calculating the Rate(s) of Interest and Interest Amount(s) (if not the Calculation Agent): Not Applicable
- (ix) Screen Rate Determination: Applicable
 - Reference Rate: 3 month EURIBOR
 - Interest Determination Date(s): Two TARGET Business Days prior to the first day of each Interest Accrual Period
 - Relevant Time: 11:00 a.m. (Brussels time)
 - Reference Banks (if Primary Source is "Reference Banks"): Not Applicable
 - Primary Source : Reuters
 - Representative Amount: Not Applicable
 - Relevant Financial Centre: Euro-zone
 - Effective Date: Not Applicable
 - Specified Duration: Not Applicable
 - Relevant Screen Page: EURIBOR01

	(x) ISDA Determination	Not Applicable
	ISDA Definitions (if different from those set out in the Conditions):	Not Applicable
	(xi) FBF Determination:	Not Applicable
	(xii) Margin(s):	+ 0.15 per cent. per annum
	(xiii) Minimum Rate of Interest:	Not Applicable
	(xiv) Maximum Rate of Interest:	Not Applicable
	(xv) Day Count Fraction:	Actual/360 adjusted
	(xvi) Fall back provisions, rounding provisions, denominator and any other terms relating to the method of calculating interest on Floating Rate Notes, if different from those set out in the Conditions:	As set out in Conditions
17.	Zero Coupon Note Provisions	Not Applicable
18.	Index-Linked Interest Note/other variable-linked interest Note Provisions:	Not Applicable
19.	Dual Currency Note Provisions:	Not Applicable
20.	Provisions relating to Physical Delivery Notes	Not Applicable
PROVISIONS RELATING TO REDEMPTION		
21.	Issuer's optional redemption (Call): (Condition 7(c))	Not applicable
22.	Noteholder's optional redemption (Put): (Condition 7(d))	Not applicable
23.	Final Redemption Amount of each Note:	EUR 50,000 per Note of EUR 50,000 Specified Denomination
24.	Early Redemption Amount: Early Redemption Amount(s) of each Note payable on redemption for taxation reasons or on event of default or other early redemption and/or the method of calculating the same and/or any other terms (if required or if different from that set out in Condition 7(e)):	As set out in Condition 7(e)

GENERAL PROVISIONS APPLICABLE TO THE NOTES

25.	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
26.	Financial Centre(s) or other special provisions relating to Payment Dates for the purposes of Condition 8(g):	Not Applicable
27.	Talons for future Coupons or Receipts to be attached to Definitive Materialised Notes (and dates on which such Talons mature):	Not Applicable.
28.	Details relating to Partly Paid Notes: amount of each payment comprising the Issue Price and date on which each payment is to be made and consequences (if any) of failure to pay, including any right of the Issuer to forfeit the Notes and interest due on late payment:	Not Applicable
29.	Details relating to Instalment Notes: amount of each instalment, date on which each payment is to be made:	Not Applicable
30.	Redenomination, renominatisation and reconventioning provisions:	Not Applicable
31.	Consolidation provisions:	Not Applicable
32.	<i>Masse</i> (Condition 13):	Applicable
		The Initial Representative will be:
		Aliénor ORGANOFF 31, avenue Théophile Gautier 75016 Paris France
		The alternative Representative will be:
		David BECHAR 9, rue de Lunéville résidence Lunéville Appt. 33 75019 Paris France
		The Representative will not be entitled to any remuneration.
33.	Other final terms:	Not Applicable

PROVISIONS APPLICABLE TO INDEX LINKED NOTES, CASH EQUITY NOTES, AMERICAN DEPOSITORY RECEIPT LINKED NOTES AND EQUITY LINKED NOTES

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|-----|--|----------------|
| 34. | Security Delivery (Equity Linked Notes only): | Not Applicable |
| 35. | Provisions for Cash Equity Notes and Equity Linked Notes (excluding American Depository Receipt Linked Notes): | Not Applicable |
| 36. | Additional provisions for Equity Linked Notes: | Not Applicable |
| 37. | Provisions for American Depository Receipt Linked Notes: | Not Applicable |
| 38. | Provisions for Index Linked Notes: | Not Applicable |
| 39. | Valuation Date(s): | Not Applicable |
| 40. | Valuation Time: | Not Applicable |
| 41. | Averaging Dates: | Not Applicable |
| 42. | Other terms or special conditions relating to Index Linked Notes, Cash Equity Notes or Equity Linked Notes: | Not Applicable |

DISTRIBUTION

- | | | |
|-----|-----------------------------------|--|
| 43. | If syndicated, names of Managers: | Banca IMI S.p.A.
Canadian Imperial Bank of Commerce, London Branch
HSBC Bank plc |
| 44. | If non-syndicated name of Dealer: | Not Applicable |
| 45. | Additional selling restrictions: | Not Applicable |

46. U.S. Selling Restrictions: The Issuer is Category 2 for the purposes of Regulation S under the United States Securities Act of 1933, as amended.
TEFRA not applicable

47. GENERAL
The aggregate principal amount of Notes issued has been translated into Euro at the rate of [●] per cent. producing a sum of: Not Applicable

PURPOSE OF FINAL TERMS

These Final Terms comprise the final terms required for issue and admission to trading on the Luxembourg Stock Exchange Regulated Market (Bourse de Luxembourg) of the Notes described herein pursuant to the Euro 20,000,000,000 Euro Medium Term Note Programme of HSBC France.


RESPONSIBILITY

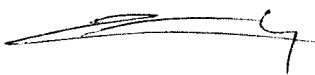
The Issuer accepts responsibility for the information contained in these Final Terms.

Signed on behalf of the Issuer:

By:

Duly authorised

X. Barrecau


F. Cominetti


PART B – OTHER INFORMATION

1. RISK FACTORS

Not Applicable

2. PUBLIC OFFER(S)

(i) Public offer(s): Not Applicable

(ii) Member State: Not Applicable

3. LISTING AND ADMISSION TO TRADING

(i) Listing: Official List of the Luxembourg Stock Exchange

(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 Luxembourg Stock Exchange Regulated Market (*Bourse de Luxembourg*) with effect from 10 February 2010.

(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:

Luxembourg Stock Exchange Regulated Market (*Bourse de Luxembourg*)

(iii) Estimate of total expenses related to admission to trading:

EUR 1,540

(iv) Additional publication of Base Prospectus and Final Terms:

Not Applicable

4. RATINGS

Ratings: The Notes to be issued have not been rated

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

Save as discussed in "Subscription and Sale", so far as the Issuer is aware, no person involved in the offer of the Notes has an interest material to the offer.

6. HISTORIC INTEREST RATES

Details of historic EURIBOR rates can be obtained from Reuters

7. OPERATIONAL INFORMATION

ISIN Code: FR0010855130

Common Code: 048608574

Depositories:

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

(ii) Common Depository for Euroclear Bank S.A./N.V. and Clearstream Banking, société anonyme: No

Any clearing system(s) other than Euroclear Bank S.A./N.V. and Clearstream Banking, société anonyme and the relevant identification number(s): Not Applicable

Delivery: Delivery against payment

Names and addresses of initial Paying Agents:

HSBC Bank plc
8 Canada Square
London E14 5HQ
United Kingdom

HSBC France
103, avenue des Champs Elysées
75008 Paris
France

BGL BNP Paribas
50, avenue John Fitzgerald Kennedy
L-2951 Luxembourg
Luxembourg

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