

Final Terms dated 23 January 2014



HSBC France

**Issue of EUR 2,000,000,000 Floating Rate Notes due January 2016
under the € 20,000,000,000
Euro Medium Term Note Programme**

Issue Price: 99,940 per cent.

**HSBC Bank plc
(the Sole Bookrunner and Lead Manager)**

**ABN AMRO Bank N.V.
Banca IMI S.p.A
Banco Bilbao Vizcaya Argentaria, S.A.
CIBC World Markets plc
Citigroup Global Markets Limited
Commerzbank Aktiengesellschaft
Credit Agricole Corporate and Investment Bank
Danske Bank A/S
Emirates NBD Capital
Lloyds Bank plc
Mizuho International plc
Natixis
Norddeutsche Landesbank Girozentrale
Raiffeisen Bank International AG
Santander Global Banking & Markets
The Royal Bank of Scotland plc
SEB
UniCredit Bank AG
(the Co-Lead Managers)**

		amount. (further particulars specified below)
10.	Change of Interest Basis:	Not Applicable
11.	Put/Call Options:	Not Applicable
12.	(i) Status of the Notes:	Unsubordinated
	(ii) Date of Board approval for issuance of Notes obtained:	Authorisation of the Board of Directors (<i>Conseil d'Administration</i>) of the Issuer dated 31 July 2013

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

13.	Fixed Rate Note Provisions:	Not Applicable
14.	Floating Rate Note Provisions:	Applicable
	(i) Interest Period(s):	As specified in the Conditions
	(ii) Specified Interest Payment Dates:	27 April, 27 July, 27 October and 27 January in each year subject in each case to adjustment in accordance with the applicable Business Day Convention specified in (iv) below.
	(iii) First Interest Payment Date:	27 April 2014
	(iv) Business Day Convention:	Modified Following Business Day Convention
	(v) Business Centre(s) (Condition 4):	TARGET
	(vi) Manner in which the Rate(s) of Interest is/are to be determined:	Screen Rate Determination
	(vii) Interest Period Dates:	Interest Payment Dates
	(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:	EURIBOR 3 months
	– Relevant Time:	11:00 a.m. (Brussels time)
	– Interest Determination Date(s):	Two TARGET Business Days prior to the first day of each Interest Accrual Period
	– Reference Banks (if applicable):	Not Applicable

22. Talons for future Coupons to be attached to Definitive Materialised Notes (and dates on which such Talons mature): Not Applicable
23. Redenomination, renominatisation and reconventioning provisions: Not Applicable
24. Purchase in accordance with Article L. 213-1 A and D. 213-1 A of the French *Code monétaire et financier*: Applicable
25. Consolidation provisions: Not Applicable
26. Masse (Condition 12): Contractual Masse shall apply Name and address of the Representative:
Christian Hochstrasser
2, rue du Général de Gaulle
54870 Cons La Grandville
- Name and address of the alternate Representative:
Sandrine d’Haussy
69 avenue Gambetta
94100 St Maur des Fossés
- The Representative will receive a remuneration of EUR 450 (VAT excluded) per year.

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 27 January 2014.
- (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 3,400

2. RATINGS

Ratings: The Notes to be issued have been rated:

Standard & Poor's Rating Services: AA-
Moody's Investors Service Ltd: A1
Fitch Ratings 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 Standard & Poor's Rating Services, Moody's Investors Services Inc. and Fitch Ratings are included in the list of credit rating agencies published by the European Security and Markets Authority on its website (www.esma.europa.eu/page/List-registered-and-certified-CRAs) in accordance with the CRA Regulation.

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

Save for any fees payable to the Managers 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 Managers and their 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. REASONS FOR THE OFFER, ESTIMATED NET PROCEEDS AND TOTAL EXPENSES

Not Applicable

The Royal Bank of Scotland plc
SEB
UniCredit Bank AG
(the Co-Lead Managers)

- (iii) Stabilising Manager(s) (including addresses) (if any): Not Applicable
- (iv) If non-syndicated, name of Dealer: Not Applicable
- (v) 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

9. TERMS AND CONDITIONS OF THE OFFER

Not Applicable

10. PLAN OF DISTRIBUTION AND ALLOTMENT

Not Applicable

11. PRICING

Not Applicable

12. PLACING AND UNDERWRITING

Not Applicable



Xavier BOISSEAU
Managing Director
Head of Global Markets France



Nathalie Gay-Guggenheim
Chief Operating Officer
Global Markets France