

**Final Terms dated 3 June 2011**

**HSBC France**

**Issue of EUR 100,000,000 Floating Rate Notes due June 2015  
under the € 20,000,000,000  
Euro Medium Term Note Programme**

**HSBC France**

**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 2010 and the supplement to the Base Prospectus dated 26 May 2011 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](http://www.bourse.lu)) and the Issuer ([www.hsbc.fr](http://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:	1317
	(ii) Tranche Number:	1
3.	Specified Currency or Currencies:	Euro ("EUR")
4.	Aggregate Nominal Amount of Notes:	
	(i) Series:	EUR 100,000,000
	(ii) Tranche:	EUR 100,000,000
5.	Issue Price:	100 per cent. of the Aggregate Nominal Amount
6.	Specified Denominations:	EUR 100,000
7.	(i) Issue Date:	7 June 2011
	(ii) Interest Commencement Date (if different from the Issue Date):	Not Applicable
8.	Maturity Date:	Specified Interest Payment Date falling in or nearest to 8 June 2015

9.	Interest Basis:	3 month EURIBOR + 0.80 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 27 July 2010
14.	Method of distribution:	Non-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):	As specified in the Conditions
	(ii) Specified Interest Payment Dates:	8 September, 8 December, 8 March and 8 June in each year commencing on 8 September 2011 subject in each case to adjustment in accordance with the applicable Business Day Convention specified in (iv) below
	(iii) First Interest Payment Date:	8 September 2011
	(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):	+ 0.80 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 100,000 per Note of EUR 100,000 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 (*au porteur*)
- (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. *Masse* (Condition 13): Applicable
- The Initial Representative will be:
- William EDIKO  
208, boulevard Gallieni  
92390 Villeneuve la Garenne

France

The alternative Representative will be:

Mohamed ROUACHE  
appartement n° 2  
4 Place Gentil Muiron  
59000 LILLE  
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 DEPOSITARY RECEIPT LINKED NOTES AND EQUITY LINKED NOTES**

34. Security Delivery (Equity Linked Notes only): Not Applicable

35. Provisions for Cash Equity Notes and Equity Linked Notes (excluding American Depositary Receipt Linked Notes): Not Applicable

36. Additional provisions for Equity Linked Notes: Not Applicable

37. Provisions for American Depositary 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: Not Applicable
44. If non-syndicated name of Dealer: HSBC Bank plc
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.

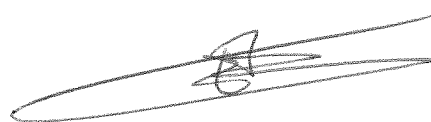
#### RESPONSIBILITY

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

Signed on behalf of the Issuer:

By:

  
X. Boisseau

  
E. Kaabachi

## 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 7 June 2011.

(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 2,240

(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: FR0011056803

Common Code: 063293504

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

**BNP Paribas Securities Services, Luxembourg Branch**  
33 rue de Gasperich, Howald – Hesperange  
L – 2085 Luxembourg  
Luxembourg

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