

Final Terms dated 15 April 2016



HSBC France

Issue of EUR 50,000,000 Zero Coupon Callable Notes due 18 April 2046
under the € 20,000,000,000
Euro Medium Term Note Programme

Issue Price: 100.00 per cent.

HSBC Bank plc

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 7 January 2016 which received visa no. 16-011 from the *Autorité des marchés financiers* (the **AMF**) on 7 January 2016 which constitutes a base prospectus for the purposes of the Prospectus Directive, as amended from time to time (the **Base Prospectus**). The expression **Prospectus Directive** means Directive 2003/71/EC (as amended), and includes any relevant implementing measure in the Relevant Member State.

This document constitutes the Final Terms of the Notes described herein for the purposes of Article 5.4 of the Prospectus Directive, as amended from time to time and must be read in conjunction with such Base Prospectus. 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. These Final Terms and 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, 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.

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|----|------|--|--|
| 1. | (i) | Series Number: | 1346 |
| | (i) | Tranche Number: | 1 |
| | (ii) | 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 50,000,000 |
| | (ii) | Tranche: | EUR 50,000,000 |
| 4. | | Issue Price: | 100.00 per cent. of the Aggregate Nominal Amount |

5.	Specified Denomination(s):	EUR 100,000
6.	(i) Issue Date:	18 April 2016
	(i) Interest Commencement Date (if different from the Issue Date):	Not Applicable
7.	Maturity Date:	18 April 2046
8.	Interest Basis:	Zero Coupon (further particulars specified below)
9.	Redemption/Payment Basis: (Condition 8)	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. (further particulars specified below)
10.	Change of Interest Basis:	Not Applicable
11.	Put/Call Options:	Issuer Call
12.	(i) Status of the Notes:	Unsubordinated
	(i) Date of Board approval for issuance of Notes obtained:	22 July 2015

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

13.	Fixed Rate Note Provisions:	Not Applicable
14.	Floating Rate Note Provisions:	Not Applicable
15.	Zero Coupon Note Provisions	Applicable
	(i) Amortisation Yield:	2.50 per cent.
	(ii) Day Count Fraction:	Actual/Actual-ICMA

PROVISIONS RELATING TO REDEMPTION

16.	Issuer's optional redemption (Call): (Condition 7(b))	Applicable
	(i) Optional Redemption Amount (Call):	EUR 144,829.816 per EUR 100,000 Specified Denomination
	(ii) Series redeemable in part:	Not applicable

(iii) Optional Redemption Date:	18 April 2031
(iv) Notice periods:	Minimum Period: 15 days Maximum Period: 30 days
17. Noteholder's optional redemption (Put):	Not applicable
18. Final Redemption Amount of each Note:	EUR 209,756.7579 per 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:	EUR 100,000 per Note of EUR 100,000 Specified Denomination
(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.
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 <i>Code monétaire et financier</i>	Applicable
25. Consolidation provisions:	Not Applicable
26. Masse (Condition 12):	As long as the Notes are held by a single Noteholder, such Noteholder will exercise directly the powers delegated to the Representative and general meetings of Noteholders under the Conditions. The sole Noteholder (or its agent on its behalf) shall keep a record of the decisions taken in such capacity, which shall be available, upon request, to

any future Noteholders. A Representative shall be appointed when the Notes of a Series are held by more than one Noteholder.

Signed on behalf of the Issuer:

By:

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Duly authorised



XAVIER BOISSEAU
MANAGING DIRECTOR
DEPUTY HEAD OF GLOBAL BANKING
AND MARKETS FRANCE

PART B – OTHER INFORMATION

1. LISTING AND ADMISSION TO TRADING

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|-------|---|---|
| (i) | Listing(s): | Euronext Paris |
| (ii) | (a) Admission to trading: | Application is expected to be made by the Issuer (or on its behalf) for the Notes to be admitted to trading on Euronext Paris with effect from 18 April 2016. |
| | (a) 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 9,400.00 |

2. RATINGS

Ratings: The Notes to be issued have not been rated

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

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

Not applicable

5. Fixed Rate Notes only – YIELD

Not applicable

6. Floating Rate Notes only - HISTORIC INTEREST RATES

Not Applicable

7. OPERATIONAL INFORMATION

ISIN Code: FR0013153335

Common Code: 139509005

Depositaries:

(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 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 Dealer: HSBC Bank plc

(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