Pricing Supplement dated 24 April 2020

HSBC France

Legal Entity Identifier (LEI): F0HUI1NY1AZMJMD8LP67

Issue of USD 5,000,000 Automatic Early Redemption Index Linked Certificates due 25 April 2025 linked to a Basket of Indices

Programme for the issue of Structured Notes and Certificates

Issue Price: 100 %

HSBC

Part A CONTRACTUAL TERMS

This document constitutes the pricing supplement ("**Pricing Supplement**") relating to the issue of the Tra nche of Certificates described herein for the purposes of listing on the Official List of Euronext Dublin an d must be read in conjunction with the Offering Memorandum dated 13 November 2019 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 Certificates (the "**Conditions**") set forth in such Offering Memorandum.

Full information on the Issuer and the offer of the Certificates is only available on the basis of the combination of this Pricing Supplement and the Offering Memorandum. The Offering Memorandum is available for viewing on the website of HSBC France (http://www.about.hsbc.fr/investor-relations/debt-issuance) and copies may be obtained from HSBC France, 103 avenue des Champs-Elysées, 75008 Paris, France.

The Offering Memorandum does not comprise (i) a prospectus for the purposes of Part VI of the Financial Services and Markets Act 2000 (as amended) or (ii) a base prospectus for the purposes of Regulation (EU) 2017/1129, as amended (the "Prospectus Regulation"). The Offering Memorandum has been prepared solely with regard to Certificates that are (i) not to be admitted to listing or trading on any regulated market for the purposes of Directive 2014/65/EU and not to be offered to the public in a Member State (other than pursuant to one or more of the exemptions set out in Article 3.2 of the Prospectus Regulation).

1. **HSBC** France **Issuer:** 2. Series Number: Not applicable (a) Tranche Number: (b) 1 Date on which the Certificates become Not applicable fungible **Specified Currency or Currencies:** 3. United States Dollar (USD) 4. **Aggregate Nominal Amount:**

	(a) Series:	USD 5,000,000		
	(b) Tranche:	USD 5,000,000		
5.	Issue Price:	100 per cent. of the Aggregate Nominal Amount		
6.	Specified Denomination (s):	USD 1,000		
7.	(a) Issue Date:	27 April 2020		
	(b) Interest Commencement Date (if different from the Issue Date):	The Issue Date		
8.	Minimum Trading Size:	Not Applicable		
9.	Maturity Date:	25 April 2025, subject to early redemption on an Automatic Early Redemption Date. See paragraph 27 below.		
10.	Interest Basis:	Variable Coupon linked to an Index Basket.		
		(further particulars specified below)		
11.	Redemption /Payment Basis: (Condition 7)	Redemption linked to an Index Basket		
12.	Change of Interest Basis or Redemption/ Payment Basis:	The Certificates are subject to early redemption on an Automatic Early Redemption Date. See paragraph 27 below.		
13.	Put/Call options:	Not applicable		
14.	Status of Certificates:	Senior preferred		
15.	Method of distribution:	Non-syndicated		
PROVISIO	ONS RELATING TO INTEREST PAYABLE	(IF APPLICABLE)		
16.	Provisions relating to Fixed Rate Certificates:	Not applicable		
17.	Provisions relating to Floating Rate Certificates:	Not applicable		
18.	Provisions relating to Zero Coupon Certificates:	Not applicable		
19.	Provisions relating to Certificates with a Coupon Linked to an Equity, Equity Basket, Index, Index Basket, ETF, ETF Basket, ADR/GDR or ADR/GDR Basket:	Applicable		

(a) Equity, Equity Basket, Index, Index
Basket, ETF unit, ETF Basket, ADR/
GDR, ADR/GDR Basket/formula/other
variable

The Basket of Indices as defined in paragraph 41(b) below

(b) Party responsible for calculating the Interest Rate(s) and/or Coupon Amount(s) (if not the Calculation Agent): Not applicable

(c) Provisions for determining the Coupon where calculated by reference to an Equity, Equity Basket, Index, Index Basket, ETF, ETF Basket, ADR/GDR, ADR/GDR Basket, a Formula or other variable:

Unless the Certificates have been previously redeemed, or purchased and cancelled in accordance with the Conditions:

(a) if the Calculation Agent determines that, on the Automatic Early Redemption Valuation Date (as defined in paragraph 27 below), WO_j (as defined in paragraph 27 below) is greater than or equal to **75.00** per cent., the Variable Coupon (the "Coupon_j") payable on the immediately succeeding Variable Coupon Payment Date shall be an amount in the Specified Currency determined by the Calculation Agent in accordance with the following formula:

Coupon_j =
$$i \times y \% - \sum_{k=0}^{j-1} Coupon_k$$

Otherwise, no Variable Amount Payable will be paid.

(b) if the Calculation Agent determines that, on the Valuation Date (as defined in paragraph 42 below), WO_{Final} (as defined in paragraph 25(c) below) is greater than or equal to **75.00** per cent., the Variable Coupon Amount (the "Coupon_{j=20}") payable on the Maturity Date shall be an amount in the Specified Currencydetermined by the Calculation Agent in accordance with the following formula:

Coupon_{j=20} = 20 × y %
$$-\sum_{k=0}^{20} Coupon_k$$

Otherwise, no Variable Coupon will be paid.

Where:

"y" equals 2.2000%

"i" means, for 1 to 20, each a Variable Coupon Payment Date;

For avoidance of doubt, "Coupon_{i=0}" means zero.

(d) Determination Date(s) of the Coupon Amount:

Not applicable

Provisions for determining the Coupon Condition 17.9 applies (e) where calculation by reference to an Equity, Equity Basket, Index, Index Basket, ETF, ETF Basket, ADR/GDR, ADR/GDR Basket, a Formula or other variable is impossible or impracticable:

Interest or Calculation Period(s): Not applicable (f)

Specified Interest Payment Dates: (g) Each date specified as such in Annex 2, each a

> "Variable Coupon Payment Date;", subject (except in the case of the Maturity Date) to early redemption

on an Automatic Early Redemption Date

Business Day Convention: Following Business Day Convention (h)

Not applicable Business Centre(s): (i)

Minimum Interest Rate: Not applicable (j)

Maximum Interest Rate: Not applicable (k)

Day Count Fraction: Not applicable

20. **Provisions relating to Dual Currency**

Certificates:

Not applicable

21. **Provisions relating to Physical Delivery**

Certificates:

Not applicable

PROVISIONS RELATING TO REDEMPTION

22. Not applicable Redemption at the option of the Issuer:

(Condition 7.3)

23. Redemption at the option of the Certificate Not applicable holders:

(Condition 7.4)

24. Not applicable **Redemption by Instalments:**

25. **Final Redemption Amount of each** Certificate:

> In cases where the Final Redemption Amount Applicable is linked to an Equity, Equity Basket, Index, Index Basket, ETF, ETF Basket, ADR/GDR, ADR/GDR Basket or any other variable

an Equity, Equity Basket, Index, Index (a) Basket, ETF, ETF Basket, ADR/GDR, ADR/GDR Basket, formula/other variable:

The Basket of Indices as defined in paragraph 41(b) below

Party responsible for calculating the (b) Interest Rate(s) and Final Redemption Amount (if not the Calculation Agent):

Not applicable

(c) Provisions for determining the Final Redemption Amount when calculated by reference to an Equity, an Equity Basket, an Index, an Index Basket, an ETF, an ETF Basket, an ADR/GDR, an ADR/GDR Basket and/or Formula and/or other variable:

Unless previously redeemed or purchased and cancelled, if, on the Valuation Date, the Calculation Agent determines that :

- WO_{final} is greater than or equal to 75 per cent, the Issuer shall redeem the Certificates on the Maturity Date at 100 per cent. of par; or
- WO_{final} is less than 75 per cent. and a Trigger Event has not occurred with respect to any of the Indices, the Issuer shall redeem the Certificates on the Maturity Date at 100 per cent. of par;
- WO_{final} is less than 75 per cent.and a Trigger Event has occurred with respect to one or more of the Indices, the Issuer will redeem the Certificates by paying paying on the Maturity Date an amount in the Specified Currency in respect of each Certificate determined by the Calculation Agent in accordance with the following formula:

Specified Denomination x WO_{final} /100.00%

"WO_{final}" means, in respect of the Valuation Date, the lowest performance (expressed as a percentage) among the Indices as determined by the Calculation Agent in accordance with the following formula:

$$\underset{\text{Min}_{i} = 1 \text{ to } 3.00}{\text{Min}_{i}} \left(\frac{S_{\text{Final}}^{i}}{S_{0}^{i}} \right)$$

Where:

"i" means each Security in the Basket, 1 to 3.00

"Sⁱ Final" means, in respect of an Index (Index_i) and the Valuation Date, the Final Index Level (as defined in paragraph 41(e) below) of such Index_i.

" S^{i} 0" means, in respect of a Index (Index_i), the Initial Index Level (as defined in Condition 41(d) below) of such Index_i.

For information purposes, if more than one Security has the same percentage, the Calculation Agent shall determine which Security is the Worst Performing Security in its sole and absolute discretion.

"Worst Performing Security" means the Index for which the performance is the lowest in accordance

with the definition of WO_{final}

Barrier Period: Not applicable

Trigger Event: In respect of an Index, the Final Index Level per

Index (at least one), as determined by the Calculation

Agent, is less than the Trigger Level

Trigger Level: In respect of a Security, 55 per cent. of the Initial

Level

Knock-in Event: Not applicable

Knock-out Event: Not applicable

(d) Determination Date(s): Not applicable

(e) Provisions for determining the Final Redemption Amount when calculation by reference to an Index and/or formula and/or other variable is impossible or impracticable:

Condition 17.9 applies

(f) Payment Date: Not applicable

Minimum Final Redemption Amount: Not applicable (g)

(h) Maximum Final Redemption Amount: Not applicable

In cases where the Final Redemption Amount Not applicable is linked to a Fund or Fund Basket:

In cases where the Final Redemption Amount Not applicable is linked to the credit of a reference entity/ obligation or a basket of reference entities/ obligations:

In cases where the Final Redemption Amount Not applicable is linked to a Preference Share:

Final Redemption Amount of each Note: Not applicable

26. **Early Redemption Amount**

In cases where the Early Redemption Amount is linked to an Equity, Equity Basket, Index, Index Basket, ETF, ETF Basket, ADR/GDR, ADR/GDR Basket or any other variable:

Applicable

Early Redemption Amount(s) of each Certificate paid on redemption for taxation reasons or an event of default or other early redemption cases and/or the method of calculating the amount (if required or if different from that set out in Condition 7.5): Fair Market Value

Early Redemption Amount (upon redemption 100 per cent. of the Specified Denomination following an FX Disruption Event or a Benchmark Trigger Event):

Other redemption provisions:

Not applicable

27. **Automatic Early Redemption:**

Applicable

Automatic Early Redemption Event:

If \mathbf{WO}_j is greater than or equal to the Automatic Early Redemption Level as of any Automatic Early Redemption Valuation Date_j

Where:

"WO_j" means , in respect of a Valuation Datej, the lowest performance (expressed as a percentage) among the Indices as determined by the Calculation Agent in accordance with the following formula:

$$\underset{\text{Min}_{i} = 1 \text{ to } 3}{\underbrace{\left(\frac{S_{j}^{i}}{S_{0}^{i}}\right)}}$$

Where:

" S_j^i " means, in respect of an Index (Index_i) and a Valuation Date_j, the level of such Index_i on the relevant Exchange at the Valuation Time on such Valuation Date_j, as determined by the Calculation Agent.

" S_0^i " means, in respect of an Index (Index_i), the Initial Index Level (as defined in paragraph 41(d) below) of such Index_i

Automatic Early Redemption Amount:

Each amount specified as such in Annex 2, (each an "Automatic Early Redemption Amount_j") (" $_{j}$ " ranking from 4 to 19)

Automatic Early Redemption Dates:

Each date specified as such in the Annex 2 (each an "Automatic Early Redemption Date_j") ("j" ranking from 4 to 19), subject to adjustment in accordance with the Following Business Day Convention

Automatic Early Redemption Price/Level: Each price specified as such in the Annex 2, (each an

"Automatic Early Redemption Level;")("j" ranking

from 4 to 19)

Automatic Early Redemption Rate: Not applicable

Automatic Early Redemption Valuation

Date(s):

Each date specified as such in Annex 2 (each an "Automatic Early Redemption Valuation Date_i")

("i" ranking from **4 to 19**).

Each Automatic Early Redemption Valuation Date shall be subject to postponement in accordance with Condition 17.5 as if each reference to "Valuation Date" in such Condition was deemed to be a reference to "Automatic Early Redemption Valuation Date".

28. **Calculation Agent for the requirements of** Not applicable **Condition 6.3(j):**

GENERAL PROVISIONS APPLICABLE TO THE SECURITIES

29. Form of Certificates: Dematerialised Certificates

(a) Form of Dematerialised Certificates: Bearer form

(b) Registration Agent: Not applicable

30. Payment of Alternative Payment Currency Not applicable

Equivalent:

31. Underlying Currency Pair provisions: Not applicable

32. **Price Source Disruption:** Not applicable

33. Financial Centre(s) or other special New York

the purposes of Condition 8.5:

provisions relating to Payment Dates for

34. **Provisions relating to Partly Paid** Not applicable

Certificates: 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 Certificates and interest due on late

payment:

35. **Provisions relating to Instalment** Not applicable

Certificates: amount of each instalment, date on which each payment is to be made:

36. **Provisions relating to consolidation:** Not applicable

37. **Other Pricing Supplement:** Not applicable

PROVISIONS APPLICABLE TO CERTIFICATES LINKED TO AN EQUITY, EQUITY BASKET, INDEX, INDEX BASKET, ETF, ETF BASKET, ADR/GDR AND ADR/GDR BASKET

38. **Delivery of Securities (Equity Linked** Not applicable **Certificates only):** 39. **Provisions relating to Equity Linked Certificates ADR/GDR Linked Certificates** Not applicable and ETF Linked Certificates): 40. **Additional Provisions relating to Equity** Not applicable **Linked Certificates:** 41. Provisions relating to Index-linked Applicable **Certificates:** (a) Composite Index: Not applicable (b) Index(ices): The Indices comprising the Basket specified in Annex 1 below. Index Sponsor: (c) With respect to each Index, the entity specified as such in respect of such Index in Annex 1 (d) Initial Index Level: See the Annex Final Index Level: As defined in condition 17.1 (e) Index Rules: (f) Not applicable Exchange: With respect to each Index, each Exchange, or (g) quotation system specified as such in respect of such Index in Annex 1 (h) With respect to each Index, each Exchange or Related Exchange: quotation system specified as such in respect of such Index in Annex 1 (i) Weighting: Not applicable Strike Price: Not applicable (j) 9 April 2020 Strike Date: (k) (1) Scheduled Trading Day Not applicable Convention:

Additional Disruption Event:

Change in Law, Insolvency Filing, Hedging

Disruption, Increased Cost of Hedging

42. Provisions relating to Preference Share-Not applicable **Linked Certificates:** 43. **Valuation Date(s):** 9 April 2025, subject to postponement in accordance with Condition 17.5 44. Valuation Time: Condition 17.1 applies 45. **Averaging Dates:** Not applicable Averaging Date in the event of Market Not Applicable **Disruption:** 46. **Reference Prices:** No 47. Provisions relating to Inflation Rate-Not applicable **Linked Certificates:** DISTRIBUTION 48. If syndicated, names and addresses of the $\,$ $\,$ Not applicable **Members of the Distribution Syndicate** and the underwriting commitments: 49. (a) Date of Subscription Agreement Not applicable (b) Stabilising Manager(s) (if any): Not applicable If not syndicated, name and address of **HSBC** Bank plc Dealer: 8 Canada Square London E14 5HQ United Kingdom 50. **Total Commission and concession:** Not applicable 51. Not applicable **Prohibition of Sales to EEA Retail Investors:** 52. **Additional selling Restrictions:** Not applicable 53. **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 rules not applicable **U.S. Tax Considerations:** 54. Not applicable 55. **GENERAL** Not applicable The aggregate principal amount of Notes issued has been translated into euro at the rate of [.], producing a sum of (solely for Notes not denominated in euro):

RESPONSIBILITY

The Issuer accepts responsibility for the information contained in this Pricing Supplement.

Information relating to the Securities has been extracted from *Bloomberg*. The Issuer confirms that such information has been accurately reproduced and that, so far as it is aware and is able to ascertain from information published by *Bloomberg*, no facts have been omitted which would render the reproduced information inaccurate or misleading.

CONFIRMED

Signed on behalf of HSBC Bank France

N.S. Nowhins

N Raw	lings	
By:		
	Authorised Signatory	
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PART B

OTHER INFORMATION

1.	ISSUE- SPECIFIC RISK FACTORS	Not applicable			
2.	LISTING AND ADMISSION TO TRADING: (a) Listing:	Application has been made to admit the Certifica to listing on the Official List of Euronext Dublin or around the Issue Date. No assurance can be given as to whether or not, or when, such application volume be granted.			
	(b) Admission to trading:	Application has been made for the Certificates 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 application will be granted.			
	(c) Estimate of total expenses related to admission to trading:	EUR 1000.00			
3.	RATINGS				
	Ratings:	The Certificates have not been specifically rated.			
4.	INTERESTS OF NATURAL AND LEGAL	PERSONS INVOLVED IN THE ISSUE			
	Not applicable				
5.	REASONS FOR THE OFFER, ESTIMATED NET PROCEEDS AND TOTAL EXPENSES				
	(a) Reasons for the offer:	Not applicable			
	(b) Estimated net proceeds:	Not applicable			
	(c) Estimated total expenses:	Not applicable			
6.	Fixed Rate Certificates only – Yield				
	Not applicable				

 ${\it Floating \ Rate \ Certificates \ only-Information \ on \ Floating \ Rate \ Certificates}$

Not applicable

7. Index Linked or Other Variable-Linked Certificates only – PERFORMANCE OF INDEX/FORMULA/OTHER VARIABLE, EXPLANATION OF ITS EFFECT ON THE VALUE OF THE INVESTMENT AND THE ASSOCIATED RISKS, AND OTHER INFORMATION CONCERNING THE UNDERLYING

Not applicable

8. Dual Currency Certificates only – PERFORMANCE OF EXCHANGE RATE[S]
AND EXPLANATION OF EFFECT ON THE VALUE OF THE INVESTMENT

Not applicable

9. Derivative instruments only – EXPLANATION OF EFFECT ON THE VALUE OF THE INVESTMENT, THE YIELD ON THE DERIVATIVE INSTRUMENTS AND INFORMATION CONCERNING THE UNDERLYING

Not applicable

EXPLANATION OF EFFECT ON THE VALUE OF THE INVESTMENT

Not applicable

10. SETTLEMENT PROCEDURE FOR DERIVATIVE INSTRUMENTS

Not applicable

11. INFORMATION CONCERNING THE UNDERLYING

Not applicable

OTHER

Name and address of Calculation Agent: HSBC Bank plc

8 Canada Square London E14 5HQ United Kingdom

Information on taxes on the income from the Certificates withheld at source in the country where admission to trading (other than in Luxembourg and France) is sought:

Not applicable

12. Derivative instruments only – POST ISSUANCE INFORMATION CONCERNING THE UNDERLYING

Not applicable

13. OPERATIONAL INFORMATION

	ISIN Code:	FR0013508454			
	Common Code:	Available from the Euroclear Bank website - www.euroclear.com/site/public/EB/			
	Mnemonic Code: Depositaries:	Not Applicable			
	(a) Euroclear France to act as Central Depositary:	Yes			
	(b) Common Depositary for Euroclear Bank and Clearstream Banking, S.A.:	Yes			
	Any clearing system(s) other than Euroclear Bank and Clearstream Banking, <i>S.A.</i> and the corresponding identification number(s):	Not applicable			
	Delivery:	Delivery against payment			
	Names and addresses of initial Paying Agents designated for the Certificates:	BNP PARIBAS SECURITIES SERVICES 3-5-7 rue General Compans ACI-CPC03A2 93500 Pantin France			
	Names and addresses of additional Paying Agent(s) (if any):	None			
14.	TERMS AND CONDITIONS OF THE OFFER	R			
	CONDITIONS, OFFER STATISTICS, EXPECTED TIMETABLE AND ACTION REQUIR APPLY FOR THE OFFER				
	Not Applicable				
15.	PLAN OF DISTRIBUTION AND ALLOTME	NT			
	Not applicable				
16.	PRICING				
	Not applicable				
17.	PLACING AND UNDERWRITING				
	Not applicable				

ANNEX 1

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

Information in relation to underlying indices

" i "	Indicies	Index Sponsor	Exchange	Related Exchange	Initial Index Level	Trigger Level
1	EURO STOXX 50 (Bloomberg:SX5E)	STOXX Limited	The regulated markets or quotation systems (or any substituting market or system) on which the shares which compose the Index are mainly traded	All Exchanges	2892.79	55.0000% of the Initial Index Level
2	FTSE 100 (Bloomberg:UKX)	FTSE International Limited	London Stock Exchange	All Exchanges	5842.66	55.0000% of the Initial Index Level
3	S&P 500 (Bloomberg:SPX)	Standard & Poor's Corporation	The regulated markets or quotation systems (or any substituting market or system) on which the shares which compose the Index are mainly traded	All Exchanges	2789.82	55.0000% of the Initial Index Level

ANNEX 2
(This Annex forms part to the Pricing Supplement to which it is attached)

" j "	Automatic Early Redemption Valuation Date _j	Automatic Early Redemption Date _j	Automatic Early Redemption Level _j	Automatic Early Redemption Amount _j	Variable Coupon Payment Date _j
1	9 Jul 2020	None	None	None	23 Jul 2020
2	9 Oct 2020	None	None	None	26 Oct 2020
3	11 Jan 2021	None	None	None	26 Jan 2021
4	9 Apr 2021	23 Apr 2021	95.00%	100.00%	23 Apr 2021
5	9 Jul 2021	23 Jul 2021	95.00%	100.00%	23 Jul 2021
6	11 Oct 2021	25 Oct 2021	95.00%	100.00%	25 Oct 2021
7	10 Jan 2022	25 Jan 2022	90.00%	100.00%	25 Jan 2022
8	11 Apr 2022	27 Apr 2022	90.00%	100.00%	27 Apr 2022
9	11 Jul 2022	25 Jul 2022	90.00%	100.00%	25 Jul 2022
10	10 Oct 2022	24 Oct 2022	90.00%	100.00%	24 Oct 2022
11	9 Jan 2023	24 Jan 2023	85.00%	100.00%	24 Jan 2023
12	11 Apr 2023	25 Apr 2023	85.00%	100.00%	25 Apr 2023
13	10 Jul 2023	24 Jul 2023	85.00%	100.00%	24 Jul 2023
14	9 Oct 2023	23 Oct 2023	85.00%	100.00%	23 Oct 2023
15	9 Jan 2024	24 Jan 2024	80.00%	100.00%	24 Jan 2024
16	9 Apr 2024	23 Apr 2024	80.00%	100.00%	23 Apr 2024
17	9 Jul 2024	23 Jul 2024	80.00%	100.00%	23 Jul 2024
18	9 Oct 2024	24 Oct 2024	80.00%	100.00%	24 Oct 2024
19	9 Jan 2025	24 Jan 2025	75.00%	100.00%	24 Jan 2025
20	None	None	None	None	The Maturity Date

ANNEX 3

Index Disclaimer

(this Annex forms part to the Pricing Supplement to which it is attached)

STATEMENTS REGARDING THE EURO STOXX 50® INDEX AND STOXX INDEX

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- have any responsibility or liability for the administration, management or marketing of the Notes, Warrants or Certificates, as the case may be; or
- consider the needs of the Notes, Warrants or Certificates, as the case may be, or the owners of the Notes, Warrants or Certificates, as the case may be, in determining, composing or calculating the EURO STOXX 50® Index or STOXX Index or have any obligation to do so.

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- the accuracy, timeliness and completeness of the EURO STOXX 50® Index or the STOXX Index and its data:

- the merchantability and the fitness for a particular purpose or use of the EURO STOXX 50® Index or the STOXX Index and its data; or
- the performance of the Notes, Warrants or Certificates, as the case may be, generally.
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STATEMENTS REGARDING THE FTSE® 100 INDEX

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