

**MIFID II product governance / Professional investors and ECPs only target market** – Solely for the purposes of each manufacturer's product approval process, the target market assessment in respect of the Notes, taking into account the five categories referred to in item 18 of the Guidelines published by ESMA on 5 February 2018 has led to the conclusion that: (i) the target market for the Notes is eligible counterparties and professional clients only, each as defined in Directive 2014/65/EU (as amended, **MiFID II**); and (ii) all channels for distribution of the Notes to eligible counterparties and professional clients are appropriate. Any person subsequently offering, selling or recommending the Notes (a **distributor**) should take into consideration the manufacturers' target market assessment; however, a distributor subject to MiFID II is responsible for undertaking its own target market assessment in respect of the Notes (by either adopting or refining the manufacturers' target market assessment) and determining appropriate distribution channels.

**Final Terms dated 30 August 2019**



**HSBC France**

***LEI: F0HUI1NYIAZMJMD8LP67***

**Issue of EUR 1,250,000,000 0.100 per cent. Notes due 3 September 2027  
under the € 20,000,000,000  
Euro Medium Term Note Programme**

**Issue Price: 99.849 per cent.**

**HSBC  
(the Lead Manager)**

Banca IMI  
Bankia  
BayernLB  
Bofa Merrill Lynch  
Crédit Agricole CIB  
Helaba  
KBC Bank NV  
Nordea  
Rabobank  
RBC Capital Markets  
RBI International  
Swedbank

**(the Co-Managers and together with the Lead Manager, the Managers)**

## 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 12 April 2019 which received visa no. 19-160 from the *Autorité des marchés financiers* (the **AMF**) on 12 April 2019 and the supplement to the Base Prospectus dated 26 August 2019 which together constitute 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 The expression **Prospectus Directive** means Directive 2003/71/EC (as amended or superseded), and includes any relevant implementing measure in the Relevant Member State.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Final Terms of the Notes described herein for the purposes of Article 5.4 of the Prospectus Directive, as amended or superseded from time to time and must be read in conjunction with such Base Prospectus as so supplemented.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. These Final Terms, the Base Prospectus and the supplement to the Base Prospectus are available for viewing on the websites of the *Autorité des marchés financiers* ([www.amf-france.org](http://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.

1. (i) Series Number: 1379
- (ii) Tranche Number: 1
- (iii) 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 1,250,000,000
  - (ii) Tranche: EUR 1,250,000,000
4. Issue Price: 99.849 per cent. of the Aggregate Nominal Amount
5. Specified Denomination(s): EUR 100,000
6. (i) Issue Date: 3 September 2019
- (ii) Interest Commencement Date: Issue Date
7. Maturity Date: 3 September 2027
8. Interest Basis: 0.100 per cent. Fixed Rate  
(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: Not Applicable
12. (i) Status of the Notes: senior preferred
- (ii) Date of Board approval for issuance of Notes obtained: Authorisation of the Board of Directors (*Conseil d'Administration*) of the Issuer dated 26 July 2019

#### PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

13. Fixed Rate Note Provisions: Applicable
- (i) Rate of Interest: 0.100 per cent. per annum payable annually in arrear
- (ii) Interest Payment Date(s): 3 September in each year
- (iii) Fixed Coupon Amount: EUR 100 per EUR 100,000 in Specified Denomination
- (iv) Broken Amount(s): Not Applicable
- (v) Day Count Fraction: Actual/Actual (ICMA)
- (vi) Determination Dates: 3 September in each year
14. Floating Rate Note Provisions: Not Applicable
15. Zero Coupon Note Provisions: Not Applicable

#### PROVISIONS RELATING TO REDEMPTION



16. Issuer's optional redemption (Call):  
(Condition 7(b)) Not Applicable
17. Noteholder's optional redemption (Put):  
(Condition 7(c)) Not Applicable
18. Final Redemption Amount of each Note: EUR 100,000 per Note of 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: 100 per cent. of their nominal amount.
- (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 (*au porteur*)
- (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 applicable laws and regulations referred to in Condition 7(f) Applicable
25. Consolidation provisions: Not Applicable
26. Masse (Condition 12):
- Name and address of the Representative:  
DIIS GROUP  
12 rue Vivienne  
75002 Paris  
[rms@diisgroup.com](mailto:rms@diisgroup.com)
- The Representative will receive a remuneration of EUR 350 (VAT excluded) per year.

Signed on behalf of the Issuer:

By:   
.....  
Duly authorised 



**Xavier BOISSEAU**  
Managing Director  
Head of Global Banking  
and Markets France

**YONATHAN EBGUY**  
Chief Operating Officer  
Global Markets France

## 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 3 September 2019.
- (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 6,325

### 2. RATINGS

- Ratings: The Notes to be issued have been rated
- S&P Global Ratings Europe Limited: AA- (Stable)  
Moody's Investors Service Ltd.: Aa3 (Stable)  
Fitch Ratings Limited: AA- (Negative)
- 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 S&P Global Ratings Europe Limited, Moody's Investors Service Ltd. and Fitch Ratings Limited are included in the list of credit rating agencies published by the European Security and Markets Authority on its website ([www.esma.europa.eu/supervision/credit-rating-agencies/risk](http://www.esma.europa.eu/supervision/credit-rating-agencies/risk)) 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

**5. Fixed Rate Notes only – YIELD**

Indication of yield: 0.119 per cent, per annum.

Calculated on the basis of the Issue Price on the Issue Date. It is not an indication of future yield.

**6. Floating Rate Notes only - INFORMATION ON FLOATING RATE NOTES**

Not Applicable

**7. OPERATIONAL INFORMATION**

ISIN Code: FR0013444304

Common Code: 204971781

Depositories:

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

(ii) Common Depositary for Euroclear Bank SA/NV and Clearstream Banking S.A.: No

Any clearing system(s) other than Euroclear Bank SA/NV and Clearstream Banking S.A. 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: Syndicated

(ii) If syndicated, names of Managers: HSBC Bank plc (the Lead Manager)  
Banca IMI S.p.a.  
Bankia, S.A.  
Bayerische Landesbank  
Coöperatieve Rabobank U.A.  
Crédit Agricole Corporate and Investment Bank  
KBC BANK NV  
Landesbank Hessen-Thüringen Girozentrale  
Merrill Lynch International  
Nordea Bank Abp  
Raiffeisen Bank International AG  
RBC Europe Limited

Swedbank AB (publ)  
(the **Co-Managers** and together with the Lead  
Manager, the **Managers**)

- (iii) Stabilising Manager(s) (including  
addresses) (if any): HSBC Bank plc  
8 Canada Square,  
London E14 5HQ  
United Kingdom
- (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 U.S. Securities Act of 1933, as  
amended.  
  
TEFRA not applicable
- (vi) Prohibition of Sales to EEA Retail Investors: 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