

Pricing Supplement dated 27 May 2019

HSBC France

Legal entity identifier (LEI): F0HUI1NY1AZMJMD8LP67

**Issue of EUR 30,000,000 Variable Coupon Automatic Early Redemption Equity Linked Certificates due June
2029 linked to Basket of Securities
Programme for the issue of Structured Notes and Certificates**

Issue Price: 100 %

PART A
CONTRACTUAL TERMS

This document constitutes the pricing supplement ("**Pricing Supplement**") relating to the issue of the Tranche of Certificates described herein for the purposes of listing on the Official List of Euronext Dublin and must be read in conjunction with the Offering Memorandum dated 14 November 2018 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 Directive 2003/71/EC as amended (the Prospectus Directive). 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 Directive).

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| 1. | Issuer: | HSBC France |
| 2. | (a) Series Number: | Not applicable |
| | (b) Tranche Number: | 1 |
| | (c) Date on which the Certificates become fungible: | Not applicable |
| 3. | Specified Currency or Currencies: | Euro (EUR) |
| 4. | Aggregate Nominal Amount: | |
| | (a) Series: | EUR 30,000,000 |
| | (b) Tranche: | EUR 30,000,000 |
| 5. | Issue Price: | 100 per cent. of the Aggregate Nominal Amount |
| 6. | Specified Denomination(s): | EUR 1,000 |
| 7. | (a) Issue Date: | 28 May 2019 |
| | (b) Interest Commencement Date: | The Issue Date |
| 8. | Minimum Trading Size: | Not applicable |

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| 9. | Maturity Date: | 04 June 2029 , subject to early redemption on an Automatic Early Redemption Date. See paragraph 27 below |
| 10. | Interest Basis: | Variable Coupon linked to an Equity Basket

<i>(further particulars specified below)</i> |
| 11. | Redemption/Payment Basis

<i>(Condition 7):</i> | Redemption linked to an Equity Basket

<i>(further particulars indicated below)</i> |
| 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 |

PROVISIONS RELATING TO INTEREST PAYABLE (IF APPLICABLE)

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| 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 Securities as defined in paragraph 39(a) 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 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 Valuation Date_j (as defined in Annex 2), WO_j (as defined in paragraph 27 below) is greater than or equal to 50 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 :
- $$\text{Coupon}_j = j \times 8.90 \% - \sum_{k=0}^{j-1} \text{Coupon}_k$$
- Otherwise, no Variable Coupon shall 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 50 per cent., the Variable Coupon Amount (the "**Coupon_{j=10}**") payable on the Maturity Date shall be an amount in the Specified Currency determined by the Calculation Agent in accordance with the following formula :
- $$\text{Coupon}_{j=10} = 10 \times 8.90 \% - \sum_{k=0}^9 \text{Coupon}_k$$
- Otherwise, no Variable Coupon shall be paid.
- Where:
- "j" means, for 1 to 10, each a Variable Coupon Payment Date_j.
- For avoidance of doubt, "Coupon_{j=0}" means zero.
- (d) Determination Date(s) of the Coupon Amount: Not applicable
- (e) Provisions for determining Coupon when 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: Condition 17.9 applies
- (f) Interest or Calculation Period(s): Not applicable
- (g) Specified Interest Payment Dates: Each date specified as such in the Annex 2, each a "**Variable Coupon Payment Date_j**", subject (except in

		the case of the Maturity Date) to early redemption on an Automatic Early Redemption Date
(h)	Business Day Convention:	Modified Following Business Day Convention
(i)	Business Centre(s):	TARGET
(j)	Minimum Interest Rate:	Not applicable
(k)	Maximum Interest Rate:	Not applicable
(l)	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.	Redemption at the option of the Issuer: (Condition 7.3)	Not applicable
23.	Redemption at the option of the Certificate holders: (Condition 7.4)	Not applicable
24.	Redemption by Instalments:	Not applicable
25.	Final Redemption Amount of each Certificate:	
	In cases where the Final 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
(a)	an Equity, Equity Basket, Index, Index Basket, ETF, ETF Basket, ADR/GDR, ADR/GDR Basket, formula /other variable:	The Basket of Securities as defined in paragraph 39(a) below
(b)	Party responsible for calculating the 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 40 per cent, the Issuer shall redeem the Certificates on the Maturity Date at 100 per cent. of par; or

- WO_{final} is less than 40 per cent., the Issuer will redeem the Certificates by 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:

$$\text{Specified Denomination} \times WO_{final} / 40\%$$

Where :

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

$$\text{Min}_{i=1 \text{ to } 4} \left(\frac{S_{Final}^i}{S_0^i} \right)$$

Where:

" i " means each Security in the Basket, 1 to 4.

" S_{Final}^i " means, in respect of a Security ($Security_i$) and the Valuation Date, the Final Price (as defined in paragraph 39(e) below) of such $Security_i$.

" S_0^i " means, in respect of a Security ($Security_i$), the Initial Price (as defined in paragraph 39(d) below) of such $Security_i$.

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 Security for which the performance is the lowest in accordance with the definition of WO_{final} .

- Trigger Event:	Not applicable
Barrier Period:	Not applicable
Trigger Level:	Not applicable
- Knock-in Event:	Not applicable
- Knock-out Event:	Not applicable

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| (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 |
| (g) | Minimum Final Redemption Amount: | Not applicable |
| (h) | Maximum Final Redemption Amount: | 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
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Early Redemption Amount(s) of each Certificate paid on redemption for taxation reasons or an event of default or other early redemption events and/or the method of calculating the amount (if required or if different from that set out in Condition 7.5):	Fair Market Value
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Other redemption provisions:	Not applicable
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27. **Automatic Early Redemption:**

Applicable

Automatic Early Redemption Event:

If 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 the lowest performance (expressed as a percentage) among the Securities as determined by the Calculation Agent in accordance with the following formula:

$$\text{Min}_{i=1 \text{ to } 4} \left(\frac{S_j^i}{S_0^i} \right)$$

Where:

"**S_jⁱ**" means, in respect of a Security (Security_i) and an Automatic Early Redemption Valuation Date_j, the price of such Security_i on the relevant Exchange at the Valuation Time on such Automatic Early Redemption Valuation Date_j, as determined by the Calculation Agent.

"**S₀ⁱ**" means, in respect of a Security (Security_i), the Initial Price of such Security_i

Automatic Early Redemption Amount: Each amount specified as such in the Annex 2, (each an "**Automatic Early Redemption Amount_j**") ("j" ranking from 1 to 9)

Automatic Early Redemption Dates: Each date specified as such in the Annex 2 (each an "**Automatic Early Redemption Date_j**") ("j" ranking from 1 to 9), subject to adjustment in accordance with the Modified Following Business Day Convention

Automatic Early Redemption Price/Level: Each level specified as such in the Annex 2, (each an "**Automatic Early Redemption Level_j**") ("j" ranking from 1 to 9)

Automatic Early Redemption Rate: Not applicable

Automatic Early Redemption Valuation Date(s): Each date specified as such in the Annex 2 (each an "**Automatic Early Redemption Valuation Date_j**") ("j" ranking from 1 to 9).

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 Condition 6.3(j):** Not applicable

GENERAL PROVISIONS APPLICABLE TO THE CERTIFICATES

29. **Form of Certificates:** Dematerialised Certificates

(a) Form of Dematerialised Certificates: Bearer form

	(b) Registration Agent:	Not applicable
30.	Payment of Alternative Payment Currency Equivalent:	Not applicable
31.	Underlying Currency Pair provisions:	Not applicable
32.	Price Source Disruption:	Not applicable
33.	Financial Centre(s) or other special provisions relating to Payment Dates for the purposes of Condition 8.5:	TARGET
34.	Provisions relating to Partly Paid 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:	Not applicable
35.	Provisions relating to Instalment Certificates: amount of each instalment, date on which each payment is to be made:	Not applicable
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 Certificates only):	Not applicable
39.	Provisions relating to Equity Linked Certificates, ADR/GDR Linked Certificates and ETF Linked Certificates:	Applicable
	(a) Securities/ADR/GDR Securities/ETF:	The Securities comprised in the Basket specified in Annex 1
	(b) Underlying company or Securities Issuing Company(ies)/ADR/GDR Issuer:	The Securities comprised in the Basket specified in Annex 1
	(c) Unit:	Not applicable
	(d) Initial Price:	As defined in Condition 17.1
	(e) Final Price:	As defined in Condition 17.1

(f)	Exchange:	With respect to each Security, each Exchange, Related Exchange or quotation system specified as such in respect of such Security in the Annex 1
(g)	Related Exchange:	With respect to each Security, each Exchange, Related Exchange or quotation system specified as such in respect of such Security in the Annex 1
(h)	Securities Transfer Amount:	Not applicable
(i)	Settlement Date:	Condition 17.1 does not apply
(j)	Settlement Disruption Event:	Condition 17.1 does not apply
(k)	Disruption Period (if other than as specified in Condition 17.2(b)):	Not applicable
(l)	Potential Adjustment Event:	Condition 17.9(a) applies
(m)	Weighting:	Not applicable
(n)	Strike Price:	40 per cent. of the Initial Price
(o)	Strike Date:	28 May 2019
(p)	Scheduled Trading Day Convention:	Applicable
(q)	Additional Disruption Event:	Change in Law, Insolvency Filing, Hedging Disruption, Increased Cost of Hedging
40.	Additional Provisions relating to Equity Linked Certificates:	Not applicable
41.	Provisions relating to Index-Linked Certificates:	Not applicable
42.	Valuation Date(s):	28 May 2029, subject to postponement in accordance with Condition 17.5
43.	Valuation Time:	Condition 17.1 applies
44.	Averaging Dates:	Not applicable
	Averaging Date in the event of Market Disruption:	Not applicable
45.	Reference Prices:	No
46.	Other provisions relating to Index-Linked Certificates, Equity Linked Certificates and ETF Linked Certificates:	Not applicable

47. **Provisions relating to Inflation Rate-Linked Certificates:** Not applicable

DISTRIBUTION

48. **If syndicated, names and addresses of the Managers and the underwriting commitments:** Not applicable

49. (a) **Date of Subscription Agreement:** Not applicable

- (b) **Stabilising Manager(s) (if any):** Not applicable

If not syndicated, name and address of Dealer: HSBC Bank plc
8 Canada Square
London E14 5HQ
United Kingdom

50. **Total Commission and concession:** Not applicable

51. **Prohibition of Sales to EEA Retail Investors:** Not applicable

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

54. **U.S. Tax Considerations:** Not applicable

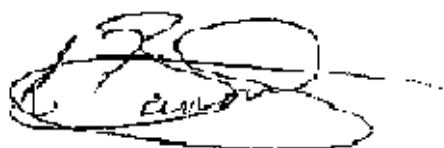
55. **GENERAL**

The aggregate principal amount of Certificates issued has been translated into euro at the rate of [●], producing a sum of (solely for Certificates not denominated in euro): Not applicable

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.

Signed on behalf of the Issuer:

A handwritten signature in black ink, appearing to be 'E. Aguilera', written over a faint, circular stamp or seal.

By:

Duly authorised

**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 Certificates to listing on the Official List of Euronext Dublin. No assurance will be given as to whether or not, or when, such application will be granted
- (b) Admission to trading: Application will be made for the Certificates to be admitted to trading on the Global Exchange Market with effect from the Issue Date. No assurance will 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 1,000

3. RATINGS

Ratings: The Certificates have not been specifically rated.

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

Save as indicated in the "Subscription and Sale" section, so far as the Issuer is aware, no person involved in the offer of the Certificates has an interest material to the offer.

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

***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

It is advisable that prospective investors considering acquiring any Certificates understand the risks of transactions involving the Certificates and it is advisable that they reach an investment decision after carefully considering, with their financial, legal, regulatory, tax, accounting and other advisers, the suitability of the Certificates in light of their particular circumstances (including without limitation their own financial circumstances and investment objectives and the impact the Certificates will have on their overall investment portfolio) and the information contained in the Offering Memorandum and this Pricing Supplement. Prospective investors should consider carefully the risk factors set forth under "Risk Factors" in the Offering Memorandum.

Details of the past and future performance and volatility of the Securities can be obtained from Bloomberg.

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**

EXPLANATION OF EFFECT ON THE VALUE OF THE INVESTMENT

Not applicable

10. **SETTLEMENT PROCEDURE FOR DERIVATIVE INSTRUMENTS**

Not applicable

11. **INFORMATION CONCERNING THE UNDERLYING**

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**

The Issuer will not provide any post-issuance information, unless so required by any applicable laws and regulations.

13. **OPERATIONAL INFORMATION**

ISIN Code: FR0013417995

Common Code: Available from the Euroclear Bank website - www.euroclear.com/site/public/EB/

Depositories:

(a) Euroclear France to act as Central Depository: Yes

(b) Common Depository for Euroclear Bank and Clearstream Banking, S.A.: Yes

Any clearing system(s) other than Euroclear Bank and Clearstream Banking, S.A. 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**

CONDITIONS, OFFER STATISTICS, EXPECTED TIMETABLE AND ACTION REQUIRED TO APPLY FOR THE OFFER

Not applicable

15. **PLAN OF DISTRIBUTION AND ALLOTMENT**

Not applicable

16. **PRICING**

Not applicable

17. **PLACING AND UNDERWRITING**

Not applicable

ANNEX 1

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

Information in relation to underlying Securities

"i"	Securities	Depository	Underlying company	Bloomberg Code	Exchange	Related Exchange
1	Ordinary shares of RENAULT SA		RENAULT SA	RNO FP	Euronext Paris	All Exchanges
2	Ordinary shares of KERING		KERING	KER FP	Euronext Paris	All Exchanges
3	Ordinary shares of BNP PARIBAS		BNP PARIBAS	BNP FP	Euronext Paris	All Exchanges
4	Ordinary shares of ENGIE		ENGIE	ENGI FP	Euronext Paris	All Exchanges

"**Securities**" means either (i) 'Ordinary shares of'; or (ii) 'Units of the'; or (iii) 'Depository Receipts' of each underlying security to this issue of Certificates as the case may be. Website for "Depository" if applicable: <http://www.bnymellon.com>

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	Valuation Date _j	Variable Coupon Payment Date _j	Automatic Early Redemption Level _j	Automatic Early Redemption Amount _j
1	28 May 2020	04 Jun 2020	28 May 2020	04 Jun 2020	85.00%	100.00%
2	28 May 2021	04 Jun 2021	28 May 2021	04 Jun 2021	81.00%	100.00%
3	30 May 2022	06 Jun 2022	30 May 2022	06 Jun 2022	77.00%	100.00%
4	29 May 2023	05 Jun 2023	29 May 2023	05 Jun 2023	73.00%	100.00%
5	28 May 2024	04 Jun 2024	28 May 2024	04 Jun 2024	69.00%	100.00%
6	28 May 2025	04 Jun 2025	28 May 2025	04 Jun 2025	65.00%	100.00%
7	28 May 2026	04 Jun 2026	28 May 2026	04 Jun 2026	61.00%	100.00%
8	28 May 2027	04 Jun 2027	28 May 2027	04 Jun 2027	57.00%	100.00%
9	29 May 2028	05 Jun 2028	29 May 2028	05 Jun 2028	53.00%	100.00%
10	None	None	None	The Maturity Date	None	None

* Subject to postponement in accordance with Condition 17.5