



*Commission de Surveillance
du Secteur Financier*

**Certificate of Approval of a Prospectus
in accordance with the Luxembourg Law on Prospectuses for Securities
(transposing Articles 17 and 18 of Directive 2003/71/EC)**

To:

Finanzmarktaufsicht (FMA) (Austria)
Autorité des Marchés Financiers (AMF) (France)
Autorité des services et marchés financiers (FSMA) (Belgium)
Finanstilsynet (Denmark)
Bundesanstalt für Finanzdienstleistungsaufsicht (BaFin) (Germany)
Finanssivalvonta (Finland)
Comisión Nacional del Mercado de Valores (CNMV) (Spain)
Autoriteit Financiële Markten (AFM) (The Netherlands)
Financial Services Authority (FSA) (United Kingdom)
Commissione Nazionale per le Società e la Borsa (Consob) (Italy)

From:

Commission de Surveillance du Secteur Financier

We hereby certify that the Prospectus detailed below has been drawn up in accordance with the Luxembourg Law on Prospectuses for Securities transposing Directive 2003/71/EC and was approved by us on 5 October 2011.

Name of Issuer(s):

HSBC France

Registered Office(s)/Seat(s):

Paris, France

Type of Securities:

€ 20,000,000,000 Euro Medium Term Note Programme

References to the annexes of Commission Regulation (EC) N° 809/2004 according to which the Prospectus was drawn up:

V, XI, XII, XIII

Guarantor(s) (if any):

Not applicable

For information purposes, we would like to draw your attention to the fact that the approved document has been drawn up in several languages.

Attachment(s):

Prospectus (which includes the French translation of the summary)

German translation of the summary

Finnish translation of the summary

Danish translation of the summary

Spanish translation of the summary

Italian translation of the summary

Ref.: C-11415

Luxembourg, 6 October 2011

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