



Independent Limited Assurance Report to the Directors of HSBC France S.A.

The Board of Directors of HSBC France S.A. ("HSBC") engaged us to provide limited assurance on the information described below and set out in the HSBC Green Bond Report dated October 2017 for the HSBC France Green Bond (ISIN FR0013064755) as at 30 June 2017 (the "Green Bond Report").

Our conclusion

Based on the procedures we have performed and the evidence we have obtained, nothing has come to our attention that causes us to believe that the Selected Information as at 30 June 2017 has not been prepared, in all material respects, in accordance with the Reporting Criteria.

This conclusion is to be read in the context of what we say in the remainder of our report.

Selected Information

The scope of our work was limited to assurance over the allocation of bond proceeds as stated within the "Use of Proceeds" section of the

Green Bond Report, marked with the symbol **(A)** (the "Selected Information"). The Reporting Criteria against which it was assessed are described in the section entitled "Reporting criteria for this Green Bond Report" on page 5 of the Green Bond Report.

Our assurance does not extend to information in respect of earlier periods or to any other information included in the Green Bond Report. We have not reviewed and do not provide any assurance over the individual project information reported, including estimates of sustainability benefits.

Professional standards applied and level of assurance

We performed a limited assurance engagement in accordance with International Standard on Assurance Engagements 3000 (Revised) 'Assurance Engagements other than Audits and Reviews of Historical Financial Information', issued by the International Auditing and Assurance Standards Board. A limited assurance engagement is substantially less in scope than a reasonable assurance engagement in relation to both the risk assessment procedures, including an understanding of internal control, and the procedures performed in response to the assessed risks.

Our Independence and Quality Control

We have complied with the independence and other ethical requirements of the Code of Ethics for Professional Accountants issued by the International Ethics Standards Board for Accountants, which is founded on fundamental principles of integrity, objectivity, professional competence and due care, confidentiality and professional behavior.

Our firm applies International Standard on Quality Control 1 and accordingly maintains a comprehensive system of quality control including documented policies and procedures regarding compliance with ethical requirements, professional standards and applicable legal and regulatory requirements.

Our work was carried out by an independent and multi-disciplinary team with experience in sustainability reporting and assurance.

Understanding reporting and measurement methodologies

The Selected Information needs to be read and understood together with the Reporting Criteria, which HSBC is solely responsible for selecting and applying. The absence of a significant body of established practice on which to draw to evaluate and measure non-financial information allows for different, but acceptable, measurement techniques and can affect comparability between

entities and over time. The Reporting Criteria used for the reporting of the Selected Information are as at 27 October 2017.

Work done

We are required to plan and perform our work in order to consider the risk of material misstatement of the Selected Information. In doing so, we:

- made enquiries of HSBC's management, including those with responsibility for green bond governance, management and reporting;
- evaluated the design of the key structures, systems, processes and controls for managing, recording and reporting the Selected Information;
- obtained the internal listing of assets allocated into the green bond, and confirmed that this was consistent with the proposed disclosure of the green bond;
- performed limited substantive testing on a sample basis of the Selected Information at corporate head office to check that the identified assets were in line with the HSBC Green Bond Framework and had been appropriately measured, recorded, collated and reported, including:
 - inspecting a sample of loan agreements to confirm that the use of proceeds of the asset was consistent with one of the categories in the HSBC Green Bond Framework; and
 - inspecting records maintained in HSBC's financial reporting systems to confirm the existence of the asset, and that it was recorded in the green bond listing accurately;
- made enquiries of HSBC's Corporate Sustainability team, and inspected evidence of the review performed of each of the proposed eligible green projects or businesses;
- vouched the exchange rates used to independent, external sources and confirmed the accuracy of foreign exchange translation calculations;
- inspected minutes of the Green Bond Committee to confirm that the allocated projects had been considered and approved; and
- considered the disclosure and presentation of the Selected Information.

HSBC's responsibilities

The Directors of HSBC are responsible for:

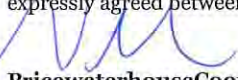
- designing, implementing and maintaining internal controls over information relevant to the preparation of the Selected Information that is free from material misstatement, whether due to fraud or error;
- establishing objective Reporting Criteria for preparing the Selected Information;
- measuring and reporting the Selected Information based on the Reporting Criteria; and
- the content of the Green Bond Report.

Our responsibilities

We are responsible for:

- planning and performing the engagement to obtain limited assurance about whether the Selected Information is free from material misstatement, whether due to fraud or error;
- forming an independent conclusion, based on the procedures we have performed and the evidence we have obtained; and
- reporting our conclusion to the Directors of HSBC.

This report, including our conclusions, has been prepared solely for the Board of Directors of HSBC in accordance with the agreement between us, to assist the Directors in reporting HSBC's green bond performance and activities. We permit this report to be disclosed in the Green Bond Report as at 30 June 2017, to assist the Directors in responding to their governance responsibilities by obtaining an independent assurance report in connection with the Selected Information. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Board of Directors and HSBC for our work or this report except where terms are expressly agreed between us in writing.




PricewaterhouseCoopers Audit

Nicolas Montillot

Partner

27 October 2017



HSBC GREEN BOND REPORT

OCTOBER 2017



HSBC 

SUPPORTING SUSTAINABLE GROWTH

INTRODUCTION

“HSBC stands ready to play its full part, and to work with all of our peers and partners to build the climate-friendly future to which we all aspire.”

Stuart Gulliver, HSBC, Group Chief Executive

Over the past decade green bonds have entered the corporate mainstream. As companies transition towards a low-carbon economy this is fuelling huge growth in the green bond market. The Climate Bond Initiative estimates that the total amount of green bonds issued in 2017 could reach \$130bn compared to \$82bn in 2016 and just \$4bn in 2010¹. HSBC's 2017 sustainable finance survey², conducted on issuers and investors, found that over half (53%) now have strategies in place to reduce the environmental impact of the organisation while 59% have investment plans in place to make their business more operationally sustainable, with strong growth noted in both Europe and Asia. However, it has been estimated that approximately \$100trillion of additional investment will be required between 2016 and 2030³ to meet global development needs in a way that is climate compatible through financing clean energy infrastructure, sustainable transport, energy efficiency and waste management. Further growth and diversification of the market remain key targets.

Since 2003, when HSBC was among the founding signatories of the Equator Principles, establishing an environmental risk management framework for banks, the bank has been at the forefront in supporting growth and innovation in the market for sustainable finance. HSBC remains committed to our membership of the ICMA Green Bond Principles having become one of the first banks to support those principles in 2014 working with others to establish clear and consistent rules for green investing. HSBC issued our first Green Bond in 2015 raising EUR 500 million. In 2018, HSBC will publish its annual report in accordance with the Task Force on Climate-related Financial Disclosures recommendations on governance, strategy and risk management, as part of our commitment to improve transparency on ESG investing.

HSBC aims to help the green bond market grow by facilitating market dialogue and helping clients find appropriate finance solutions to release their green potential. In 2016 the Group launched the quarterly Sustainable Financing Newsletter, providing comment and information on the latest developments in the market. The fifth edition of this newsletter is available at <http://www.gbm.hsbc.com/solutions/sustainable-financing> where you can also sign up to receive direct distribution.

GREEN BOND MARKET OVERVIEW


2017 has delivered another strong year for the Green, Social, Sustainability bond market. Total market volume sits at \$95.6bn from 245 deals, a 30% increase in terms of USD issuance value and 39% increase in terms of the number of deals. Europe remains the biggest market accounting for 61% of issuance, Asia accounts for 25%.

Since the inception of the Green Bond market, HSBC has played a pivotal role in supporting its establishment and in helping to enhance the market depth and diversification for the benefit of issuers and investors alike. Currently, HSBC ranks #2 in the Dealogic Green, Social, Sustainability Bond league tables, and #1 in the Dealogic Green Bond league tables in the 2017 YTD tables.⁴ HSBC has continued to drive market innovation during 2017 helping Poland to finance EUR750 million of green projects as part of the world's first Sovereign Green Bond. In March, we helped raise EUR 1BN through the launch of the first green Hybrid bond helping to finance renewable energy projects in

Germany and the Netherlands. March also saw HSBC help a financial institution raise \$300m as part of the world's first sustainable Tier 2 bond in Turkey.

2017 has seen HSBC continue its industry leadership role. Our award-winning Climate Change Centre of Excellence continues to inform efforts to create a green economy, ranked first for integrated climate change research in 2017 according to Extel.⁵ We also chair two of the six ICMA GBP Working Groups, acting as global coordinators of the New Markets Working Group and the Index and Database Group, as well as contributing to the Social Bonds working group. In June, the ICMA GBP AGM in Paris saw the launch of the Social Bond Principles. This follows a significant pick up in deals with 36 transactions with a combined deal value of \$11.9bn; this represents a significant increase from \$8bn in 2016. Social Bonds now represent 14% of the total sustainable bond market, up from 9% in 2016.


HSBC GREEN BOND FRAMEWORK SUMMARY

Pillar	
 <p>Use of proceeds</p>	<ul style="list-style-type: none"> • Renewable energy • Energy efficiency • Sustainable waste management • Sustainable land use • Efficient buildings • Clean transportation • Sustainable water management • Climate change adaptation
 <p>Evaluation</p>	<ul style="list-style-type: none"> • Agreed criteria for selecting Use of Proceeds and confirming eligibility • Relationship Managers propose the Use of Proceeds • Group Sustainability review for ESG factors and compliance with Green Bond Framework and form a recommendation • Green Bond Committee confirms eligibility
 <p>Funds tracking</p>	<ul style="list-style-type: none"> • Use of Proceeds tracked via register, ultimately will be tracked via internal loan management system
 <p>Reporting</p>	<ul style="list-style-type: none"> • The issuing entity will provide a Green Progress Report, annually until full allocation. Thereafter, the issuing entity will provide a Green Progress Report if there have been material updates made to the project allocation • The Green Bond Committee review and approve each Green Progress Report, which includes: <ul style="list-style-type: none"> – Aggregate amounts of funds allocated to each of the Eligible Sectors, followed by more detailed descriptions of the types of business and projects financed – The remaining balance of unallocated Green Bond proceeds at the reporting period end – Confirmation that the Use of Proceeds of the Green Bond(s) issued conform to the HSBC Green Bond Framework

Assurance obtained a second party opinion from CICERO on the HSBC Green Bond Framework and been certified as 'Dark Green'.

SUMMARY

Overall, HSBC's Green Bond framework and environmental policies provide a progressive framework for climate-friendly investments. The Green Bond framework lists eligible businesses and projects that are mainly supportive of the objective of promoting a transition to low-carbon and climate-resilient growth and is supported by a strong governance structure.



HSBC has engaged PwC as an independent assurance provider to provide assurance that selected information in this report has been prepared in line with the HSBC Green Bond Framework.


EXCLUDED USE OF PROCEEDS
As stated in our framework:



Nuclear Power



Weapons



Gambling



Alcohol

Furthermore no coal and Palm Oil related assets are or will be financed under this Green Bond Framework.

REPORTING EVALUATION AND SELECTION PROCEDURE

The cornerstone of every Green Bond is the verifiable use of its proceeds to support sustainable investment. To facilitate this, issuers need a robust and transparent framework detailing, among other aspects, a strong project evaluation and selection process.

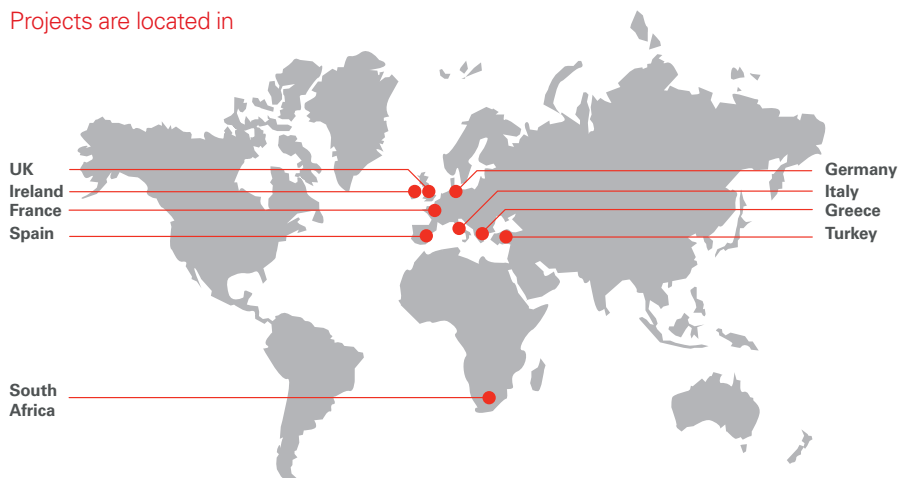
HSBC's Green Bond Framework is overseen and governed by the Green Bond Committee (GBC). The GBC is chaired by Group Treasury and consists of sustainability specialists and senior directors from across the businesses, including input from the HSBC Climate Change Centre of Excellence where appropriate.

The GBC has responsibility for the ratification of sustainable projects, which are initially proposed by local banking teams and evaluated by Group Sustainability via a highly-disciplined, multi-step process following clear and consistently applied guidelines, as defined below:

- A definition of green finance/lending has been developed and approved for the purposes of identifying, monitoring and reporting green finance activity across the bank
- Once a green project is identified by the local banker, if the finance/lending is considered to fit within the tighter green bond Eligible Sectors⁶ definitions of the Green Bond Framework, the bankers are prompted to complete a form that details the specifics of the client and the associated green finance/lending
- Once identified, green finance/lending is reviewed by Group Sustainability which considers conformity to HSBC's Green Bond Eligible Sectors. Sustainability risk including physical, transition and liability risk is also reviewed to ensure only those deemed acceptable are considered for HSBC Green Bond allocation recommendation
- Finally the project details, together with Group Sustainability recommendation are submitted to the GBC for their ratification of inclusion or exclusion as use of proceeds of the respective HSBC Green Bond.

REGIONAL BOND ALLOCATION WITHIN EMEA

Projects are located in



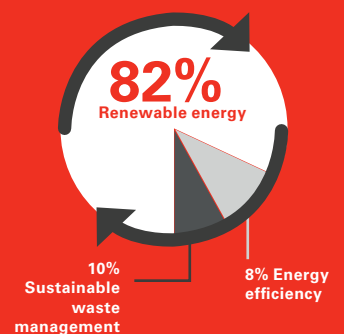
GREEN BOND ISSUED

On 25th November 2015 HSBC issued its inaugural Green Bond

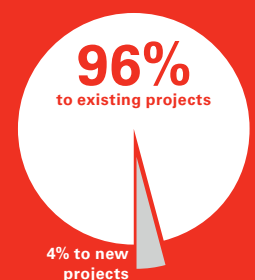
KEY STATS:

EUR 500 million of the inaugural HSBC Green Bond has been allocated to green projects since bond issuance

AMOUNT DISBURSED TO ELIGIBLE GREEN PROJECTS OR BUSINESSES



BOND ALLOCATION



REPORTING CRITERIA FOR THIS GREEN BOND REPORT

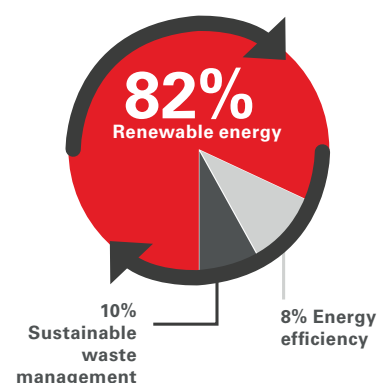
A summary of the selection process for these projects is noted below:

- HSBC finance/lending identified as green by Relationship Manager – noting whether the Use of Proceeds conform to HSBC Green Bond Framework
- Projects within the region of the issuing entity, in this case EMEA, are considered for potential inclusion
- The HSBC Green Bond Register tracks all projects identified by Relationship Managers within the region of the issuing entity and records the review/approval process performed by Group Sustainability and the Green Bond Committee as noted below
- All projects in the HSBC Green Bond Register are reviewed by Group Sustainability and if 'approved', they are 'ratified' for inclusion in the Green Bond by the Green Bond Committee
- If ratified by the Green Bond Committee, the projects outstanding commitments as per HSBC's financial reporting systems at 30 June 2017 (elected reporting date) are recorded within the HSBC Green Bond Progress Reported data
- Exchange rates are taken from HSBC internal conversion rates where project investments are made in alternative currencies
- For the purpose of this report new projects are those which were agreed and signed since the publication of the 2016 Green Bond report. All other projects are considered to be "existing" projects
- There is no direct financial link between the allocated assets and the green bond itself, i.e. this is an unsecured issuance
- The HSBC Green Bond Register forms the basis of the data in the table below:

HSBC INAUGURAL GREEN PROGRESS REPORT

Green Bonds Details		
Issuer	HSBC France SA	
Issue Date	25/11/2015	
Currency	EUR	
Tenor	5 years	
Issued Amount	500,000,000	
ISIN	FR0013064755	
Use of Proceeds		
	EUR (numbers are rounded to the nearest m)	
Reporting Date		
	30/06/2017	
(A) Amount Disbursed to Eligible Green Projects or Business	500	100%
(A) Renewable Energy (RE)	410	82%
(A) Energy Efficiency (EE)	38	8%
(A) Efficient Buildings (EB)	-	-
(A) Sustainable Waste Management (SWaste)	52	10%
(A) Sustainable Land Use (SLU)	-	-
(A) Clean Transport (CT)	-	-
(A) Sustainable Water Management (Swater)	-	-
(A) Climate Change Adaptation (CCA)	-	-
(A) Bond proceeds remaining to be used	0	0

AMOUNT DISBURSED TO ELIGIBLE GREEN PROJECTS OR BUSINESSES



Further Bond Information		
Number of projects/clients supported by HSBCs Inaugural Green Bond	17	
Allocation of bond proceeds to new projects (signed within 6 months of bond issue)	EUR 19m	4%
Allocation of bond proceeds to refinanced projects	EUR 481M	96%
Geographic allocation of projects	France, Greece, Ireland, Italy, Germany, South Africa, Spain, Turkey and the UK	
Allocation of bond proceeds to project and export finance	EUR 447m	89%
Allocation of bond proceeds to client loans	EUR 53m	11%

REPORTING CRITERIA FOR THIS GREEN BOND REPORT

HSBC business area	Type of Project, per HSBC Green Bond Framework Eligible Sector List	Project description	Geography	Loan committed as at 30/06/2017 EUR (numbers are rounded to the nearest m)	Number of assets supported	Asset supported	Renewable Energy installed capacity – predictions/projections made by our clients in public sources for the full project	
Project finance	Renewable Energy	Financing construction and operation of an onshore wind farm	Turkey	4	1	Wind farm (onshore)	135MW	Total installed capacity
Project finance	Renewable Energy	Construction and operation of concentrated solar power plant	Spain	23	1	Solar power plant	49.9MW	Total installed capacity
Project finance	Renewable Energy	Construction of an onshore wind farm	UK	1	1	Wind farm	24MW	Total installed capacity
Project finance	Energy Efficiency	Acquisition and installation of Smart Grid Meters	UK	38	c.7.4m	Electricity and gas smart meters over a 5-year roll-out period	5.3MtCO2	Emissions reduced
Project finance	Renewable Energy	Financing the purchase of solar panels	South Africa	100	4	Large scale photovoltaic power projects	313.5MW	Total installed capacity
Project finance	Renewable Energy	Financing the construction and operation of an onshore wind farm	UK	1	1	Wind farm (onshore)	48MW	Total installed capacity
Project finance	Renewable Energy	Financing a portfolio of operational windfarms	Italy and Germany	23	41	Wind farm (onshore)	550MW	Total installed capacity
Project finance	Renewable Energy	Financing the construction and operation of a portfolio of wind farms	UK	17	4	Wind farms	315.5MW	Total installed capacity
Project finance	Sustainable Waste Management	Financing the development of waste treatment facilities	UK	49	1	Advanced Thermal Treatment ("ATT") plant	c.130ktpa	Waste processed per annum
Project finance	Renewable Energy	Purchase of wind turbines and construction of associated windfarms	Turkey	175	22	Wind turbine generators	50.6MW	Total installed capacity
Project finance	Renewable Energy	Refinancing a wind farm project expansion	Greece	8	2	Wind farms	34.85MW and additional 13.60MW	Total installed capacity
Loan	Sustainable Waste Management	Financing sustainable recovery of waste into raw materials	France	3	1	Energy from Waste ("EfW") plant	6mn tons of waste recycled, 3,23m t eq CO2 avoided in 2014	Emissions avoided
Loan	Renewable Energy	Financing the construction of solar farms	UK	16	4	Solar farms	4 x 5MW	Total installed capacity
Loan	Renewable Energy	Financing the construction of an Anaerobic digestion plant	UK	15	1	Anaerobic Digestion Plant	produces about 2.5% of UK's liquefied CO2	Processed liquified CO2
Project finance	Renewable Energy	Financing the construction of wind farms	UK and Ireland	8	1	Wind farms	450MW, 222 turbines	Total installed capacity
Loan	Renewable Energy	Financing to fund a new Biogas project	UK	9	1	New Biogas project	485KW listed capacity	Total installed capacity
Loan	Renewable Energy	Standby facility for investment in renewable projects	UK	10	Multiple	Renewable projects	Clean energy acquired in Europe is 205.4 MW in 2017	Total installed capacity

HSBC SUSTAINABLE FINANCING UPDATES

HSBC has created various platforms to facilitate enhanced communications of its Sustainable Financing activities. These are listed below:

- Sustainable Financing Website: <http://www.gbm.hsbc.com/solutions/sustainable-financing>
- HSBC Sustainable Financing Quarterly Newsletter (available on website above): <http://www.gbm.hsbc.com/solutions/sustainable-financing/edition5-newsletter-2017>
- HSBC Green Bonds Website: <http://www.hsbc.com/investor-relations/fixed-income-securities/green-bond-reports>
- HSBC/CBI State of the Market report 2017: https://www.climatebonds.net/files/files/CBI-SotM_2017-Bonds&ClimateChange.pdf

2015-2017YTD HSBC SUSTAINABLE FINANCING MILESTONES

HSBC is a member of several industry bodies focused on climate change, such as:

- The **ICMA Green Bond Principles Executive Committee** – HSBC was one of the initial banks to support the Green Bond Principles (GBP), run by ICMA and has been a member of the Executive Committee since June 2014
- **Social Bond Guidance Steering Committee** – HSBC helped establish the Social Bond Guidance (released by ICMA GBP in June 2016), and have been members of the Steering Committee since it was formed in February 2016. In June 2017, HSBC signed ICMA's Social Bond Principles, committing the bank to promote market transparency and disclosure, as well as maintain the integrity of the Social Bond Market
- **Green Growth Platform Financial Advisory Council** – HSBC joined the Advisory Council in 2015 which brings together ministers from European governments, businesses and the European Parliament to discuss and debate the economic opportunities and challenges involved in the transition to a low-carbon economy
- **HSBC is partner to the Climate Bonds Initiative** – HSBC is the sole sponsor of the only jointly published CBI/HSBC State of the Market report each year to help raise awareness of climate financing
- **Institutional members of China's Green Finance Committee (GFC)** – HSBC joined in June 2015 having representatives from HSBC's UK and China offices. The GFC includes members of China's financial community. The purpose is to identify practical steps to achieve economic growth and environmental improvements through reform of China's financial system
- **Accredited member of the Green Climate Fund** – HSBC is one of a handful of International Commercial Banks to be accredited by the Green Climate Fund, gaining accreditation in March 2016, thus allowing it to arrange GCF funding for projects
- The **Catalytic Finance Initiative** – HSBC joined the enlarged CFI in 2016. As part of the Secretariat Group HSBC has helped expand CFI's interest beyond Clean Energy financing into other Sustainable Project Financing
- The **Equator Principles Association** – HSBC was one of the early signatories of the Equator Principles in 2003. Starting in 2004, HSBC published its own internal Sustainability Policies. We consulted with customers, industry experts, shareholders and non-governmental organisation (NGOs), focusing on sectors which may have high adverse impact on people or the environment and in which we have a significant number of customers. We keep our policies under constant review, updating them wherever necessary
- The **WEF Climate Leaders CEO Group** – HSBC CEO Stuart Gulliver is a member and signed the Leader's statement in 2015 calling for ambitious climate change targets and delivering solutions in support of COP 21
- **HSBC Climate Change Centre of Excellence** – has again been voted by Extel as the Number 1 provider of climate change research, for the fifth year in a row, with specialist research teams in London and Hong Kong
- **Created the HSBC Centre of Sustainable Finance** - Appointed Global Head of Sustainable Finance and established sustainable finance hubs in Hong Kong, Paris, London, New York and Toronto
- **Adopted Task Force on Climate-related Financial Disclosures recommendations** - to improve transparency, HSBC's 2017 annual report will be published (in 2018) according to TCFD governance, strategy and risk management recommendations. HSBC also published a standalone ESG update in 2017
- **Launched world's first sovereign Green bond** - in December 2016, HSBC helped to raise Euro 750m to finance Green projects in Poland



SUPPORTING SUSTAINABLE GROWTH

CONCLUSION

HSBC maintains a **clear focus on helping clients** to reduce their environmental impact by investing more in **sustainable business models**.

Our shared challenge is to secure growth and diversification in what remains a market with huge untapped potential. Global climate leaders have set a target of achieving \$1trillion in green finance by 2020! This requires a ten-fold increase in green bond issuance.

As our own sustainable finance survey reveals, demand for green financing is growing rapidly. Most large corporates are already on a journey towards a low-carbon economy. To hit the 2020⁷ target, we must also encourage growth in the mid-cap market.

Diversifying the Green, Social, Sustainability bond market beyond project finance assets into corporate loans, and working more with mid-sized companies, forms a significant step towards realising that goal, one which is increasingly being reflected in HSBC's own Green Bond allocation. By working together with issuers and investors, of all sizes, HSBC is helping to make a low-carbon future a shared reality.

In support of our ongoing commitment to the robustness and transparency of the Green Bond market, we have appointed PwC as our independent third-party assurance provider of our Green Bond Progress Report and their full assurance statement is provided within this report.

Note: Estimates of sustainability benefit or impact included in this report are based on HSBC's clients "ex ante" assessment of benefits for the whole project that HSBC has supported financing of. HSBC has not independently validated these estimates.

1 CBI website as of 4 October 2017

2 HSBC Sustainable Finance survey 2017 conducted by East & Partners in June-July 2017

3 OECD, IEA, Investing in Climate, Investing in Growth, 23 May 2017

4 Dealogic website as of 4 October 2017

5 The Extel-UKSIF SRI & Sustainability Survey 2017

6 renewable energy; energy efficiency; efficient buildings; sustainable waste management; sustainable land use; clean transportation; sustainable water management; and climate change adaptation

7Mission 2020, 6 Milestones, as of 4 October 2017