#### FINAL TERMS

Final Terms dated 2 November 2009

Series No.: NWP8245

Tranche No.: 1

#### **HSBC Bank plc**

#### Programme for the Issuance of Notes and Warrants

# Issue of Up to EUR 60,000,000 Variable Coupon Amount Equity-Linked Notes due March 2015 linked to a Basket of Securities

#### **PART A - CONTRACTUAL TERMS**

This document constitutes the Final Terms relating to the issue of the Tranche of Notes described herein. Terms used herein shall be deemed to be defined as such for the purposes of the Conditions set forth in the Base Prospectus dated 30 July 2009 in relation to the above Programme and the supplemental Prospectus dated 4 August 2009 which together constitute a base prospectus (the **"Prospectus"**) for the purposes of the Prospectus Directive (Directive 2003/71/EC) (the **"Prospectus Directive"**). This document constitutes the Final Terms of the Notes described herein for the purposes of Article 5.4 of the Prospectus Directive and must be read in conjunction with such 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 Prospectus. The Prospectus and the supplemental Prospectus are available for viewing at *HSBC Bank plc*, 8 *Canada Square, London E14 5HQ*.

The Notes described herein have a scheduled maturity on March 2015 and bear interest payable in arrears at maturity conditional on the performance of the basket of securities defined as the Basket herein. The amount payable on each Note on redemption at scheduled maturity will be equal to its nominal amount, plus any accrued interest. The Notes are redeemable prior to their scheduled maturity in certain circumstances at an amount determined by the Calculation Agent which may be less than their nominal amount.

Investing in the Notes involves substantial risks. As a consequence, prospective investors should be aware that the Notes are only intended for investors who have the knowledge and experience in financial and business matters necessary to enable them to evaluate the risks of an investment in the Notes. In purchasing any Notes, an investor will be deemed to represent that it is such an investor and has such knowledge and experience. Prospective investors should consider the risk factors set forth under "Risk Factors" in the Prospectus and the risks described herein.

HSBC

1.	(i)	Issuer	HSBC Bank plc
	(ii)	Arranger(s):	HSBC Bank plc
2.	(i)	Series number:	NWP8245
	(ii)	Tranche number:	1
	(iii)	Whether issue is of Notes or Certificates:	Notes
3.	Specifi	ied Currency or Currencies:	
	(i)	of denomination:	Euro ("EUR")
	(ii)	of payment:	EUR
4.		gate Principal Amount of Notes ed to trading:	
	(i)	Series:	Up to EUR 60,000,000
	(ii)	Tranche:	Up to EUR 60,000,000
5.	(i)	Issue Price:	100 per cent of the Aggregate Principal Amount
	(ii)	Commission payable:	None
	(iii)	Selling concession:	None
6.	(i)	Denomination(s):	EUR 1,000
	(Condi	ition 1(b))	
	(ii)	Calculation Amount:	Not applicable
7.	(i)	Issue Date:	18 March 2010
	(ii)	Interest Commencement Date:	Issue Date
8.	Maturi	ty Date:	24 March 2015
	(Condi	ition $6(a)$ )	
9.	Interes	t basis:	Variable Coupon Amount
	(Condi	itions 3 to 5)	(further particulars specified below)
10.	Redem	ption basis:	Redemption at par
	(Condi	ition 6)	
11.	Change	e of interest or redemption basis:	Not applicable
12.	Put/Ca	ll options:	Not applicable
13.	(i)	Status of the Notes:	Unsubordinated, unsecured
		(Condition 2)	

	(ii)	Date issuan	Board ce of Not	approval es obtained:		Not applicable
14.	Method	l of dist	ibution:			Non-syndicated
PROVISIO	ONS REI	LATIN	G TO IN	TEREST (I	F AN	Y) PAYABLE
15.	Fixed R	ate Not	e provisio	ons:		Not applicable
	(Condit	tion 3)				
16.	Floating	g Rate N	lote prov	isions:		Not applicable
	(Condit	tion 4)				
17.	Variabl provisio	-	on Amou	nt Note		Applicable
	(Condit	tion 5)				
	(i)	Interes	st Paymer	nt Date(s):		the Maturity Date

(ii) Method of calculating interest: Unless the Notes have been previously redeemed,

or purchased and cancelled in accordance with the Conditions, the amount of interest payable on the Interest Payment Date shall be an amount in the Specified Currency (the "Variable Coupon Amount") in respect of each Note determined by the Calculation Agent in accordance with the following formula:

Variable Coupon Amount = 
$$\sum_{j=1}^{5} Coupon_j$$

Where:

"j" means each Valuation  $Date_j$  (as defined in paragraph 40 below) and the relevant Coupon<sub>j</sub>, 1 to 5.

"**Coupon**<sub>j</sub>" means, with respect to a Valuation Date<sub>j</sub>, the amount determined by the Calculation Agent in accordance with the following formula:

$$Denomination \times Max \left[ 0; \frac{1}{20} \times \left( \sum_{i=1}^{20} Perf^{*}_{(i,j)} \right) \right]$$

Where:

"i" means each Security in the Basket (as defined in paragraph 36(i) below), 1 to 20.

"**Perf**<sup>\*</sup><sub>(i,j)</sub>" means, with respect to a Valuation Date<sub>j</sub> and a Security<sub>i</sub>, the value determined by the Calculation Agent in accordance with the

following provisions:

- if the Rank<sub>(i,j)</sub> of the Security<sub>i</sub> is equal to or less than 15, Perf<sup>\*</sup><sub>(i,j)</sub> shall be equal to + 10%; or
- if the Rank<sub>(i,j)</sub> of the Security<sub>i</sub> is greater than 15, Perf<sup>\*</sup><sub>(i,j)</sub> shall be equal to: Max (Perf<sub>(i,j)</sub>; 30%).

"**Perf**<sub>(i,j)</sub>" means, with respect to a Valuation Date<sub>j</sub> and a Security<sub>i</sub>, the performance determined by the Calculation Agent in accordance with the following formula:

$$Perf_{(i,j)} = \frac{S_{j}^{i} - S_{initial}^{i}}{S_{initial}^{i}}$$

"**Rank**<sub>(i,j)</sub>" means, with respect to a Valuation Date<sub>j</sub> and a Security<sub>i</sub>, the rank allocated to such Security by the Calculation Agent in accordance with the value of  $Perf_{(i,j)}$ , and for these purposes the Calculation Agent will classify the values of  $Perf_{(i,j)}$  by decreasing rank ( $Rank_{(i,j)}=1$  with respect to the highest one and  $Rank_{(i,j)}=20$  with respect to the lowest one).

" $S_{initial}$ " means, with respect to a Security<sub>i</sub>, the Initial Price (as defined in paragraph 36(v) below) of such Security.

" $S_{j}^{i}$ " means, with respect to a Valuation Date<sub>j</sub> and a Security<sub>i</sub>, the price of such Security on the Exchange at the Valuation Time on such Valuation Date<sub>j</sub>.

18.	Zero Coupon Note provisions:	Not applicable
	(Condition 5)	
19.	Index-Linked Interest Note/other variable-linked interest Note provisions:	Not applicable
20.	Dual Currency Note provisions/Multi- currency Note provisions:	Not applicable

#### **PROVISIONS RELATING TO REDEMPTION**

21.	Issuer's optional redemption (Call):	Not applicable	
	(Condition $6(c)$ )		

22.	Noteho	older's optional redemption (Put):	Not applicable
23.		<i>tion</i> $\delta(d)$ ) Redemption Amount of each	Redemption at par
24.	( <i>Condition 6(a)</i> ) Final Redemption Amount of each Note in cases where the Final Redemption Amount is Equity-Linked/Index-Linked or other variable-linked:		Not applicable
25.		nent Notes:	Not applicable
	(Condi	tion $6(a)$ )	
26.	Early r	edemption amount:	Yes
	(i)	Early redemption amount (upon redemption for taxation reasons, force majeure or following an Event of Default):	With respect to the Notes, the amount in the Specified Currency determined by the Calculation Agent in its sole and absolute discretion to be the fair market value of the Notes immediately prior
		(Condition 6(b), 6(h) or 10)	to the early redemption date, less any reasonable expenses and costs to the Issuer and/or any affiliate of the Issuer of unwinding any underlying and/or related hedging and/or funding arrangements
	(ii)	Other redemption provisions:	Not applicable
		(Condition $6(i)$ )	
GENERA	ERAL PROVISIONS APPLICABLE TO TH		E NOTES
27.	Form o	of Notes:	
	(Condi	<i>ition 1(a)</i> )	
	(i)	Form of Notes:	Bearer
	(ii)	Bearer Notes exchangeable for Registered Notes:	No
28.	New G	lobal Note:	No
29.	If issued in bearer form:		
	(i)	Initially represented by a Temporary Global Note or Permanent Global Note:	Temporary Global Note
	(i) (ii)	Temporary Global Note or	Temporary Global Note Yes Temporary Global Note exchangeable for Permanent Global Note which is exchangeable for Definitive Notes only in the limited circumstances specified in the Permanent Global

	(iii)	Permanent Global Note exchangeable at the option of the bearer for Definitive Notes and/or Registered Notes:	No
	(iv)	Coupons to be attached to Definitive Notes:	Yes
	(v)	Talons for future Coupons to be attached to Definitive Notes:	No
	(vi)	(a) Definitive Notes to be security printed:	Yes
		(b) if the answer to (a) is yes, whether steel engraved plates will be used:	Yes
	(vii)	Definitive Notes to be in ICMA or successor's format:	Yes
	(viii)	Issuer or Noteholder to pay costs of security printing:	Issuer
30.		ge Date for exchange of ary Global Note:	Not earlier than 40 days following the Issue Date
31.	Paymen ( <i>Condit</i>		
	(i)	Method of payment:	Not applicable
	(ii) Day:	Relevant Financial Centre	Not applicable
		Local banking day specified for payments in respect of the Notes in global form:	No
32.	Partly P ( <i>Condit</i>	aid Notes: ion 1)	No
	dates fo instalmo any f (includi	specify number, amounts and or, and method of, payment of ents of subscription monies and urther additional provisions ng forfeiture dates in respect of payments of partly paid ents)	Not applicable
33.	Redeno (Condit	mination: <i>ion 9</i> )	
	(i)	Redenomination:	Not applicable
	(ii)	Exchange:	Not applicable
34.	Other fi	nal terms:	Not applicable

# PROVISIONS APPLICABLE TO INDEX-LINKED NOTES, CASH EQUITY NOTES AND EQUITY-LINKED NOTES

35. Security Delivery (*for Equity-Linked Notes only*):

36. Provisions for Cash Equity Notes and Applicable Equity-Linked Notes:

(i) Securities:

Condition 21(b) does not apply

The Securities comprising the basket of Securities, as referred to in the table below (the **"Basket"**):

"i"	Securities	Underlying Company	Bloomberg Code	Weight
1	Ordinary shares of Mitsubishi Tokyo Financial Group Inc	Mitsubishi Tokyo Financial Group Inc	8306 JT	5%
2	Ordinary shares of Petrochina Co Ltd	Petrochina Co Ltd	857 HK	5%
3	Ordinary shares of Tokyo Electric Power Co Inc	Tokyo Electric Power Co Inc	9501 JT	5%
4	Ordinary shares of Apple Computer Inc	Apple Computer Inc	AAPL UQ	5%
5	Ordinary shares of BNP Paribas SA	BNP Paribas SA	BNP FP	5%
6	Ordinary shares of Carrefour SA	Carrefour SA	CA FP	5%
7	Ordinary shares of Chevron Texaco Corp	Chevron Texaco Corp	CVX UN	5%
8	Ordinary shares of E.ON AG	E.ON AG	EOAN GY	5%
9	Ordinary shares of Total SA	Total SA	FP FP	5%
10	Ordinary shares of Hewlett- Packard Co	Hewlett-Packard Co	HPQ UN	5%
11	Ordinary shares of Johnson & Johnson	Johnson & Johnson	JNJ UN	5%
12	Ordinary shares of Microsoft Corp	Microsoft Corp	MSFT UQ	5%
13	Ordinary shares of Nestle SA	Nestle SA	NESN VX	5%
14	Ordinary shares of Nokia OYJ	Nokia OYJ	NOK1V FH	5%
15	Ordinary shares of Novartis AG	Novartis AG	NOVN VX	5%
16	Ordinary shares of Procter & Gamble	Procter & Gamble	PG UN	5%
17	Ordinary shares of RWE AG	RWE AG	RWE GY	5%
18	Ordinary shares of Sanofi Aventis	SanofiAventis	SAN FP	5%
19	Ordinary shares of Vodafone Group PLC	Vodafone Group PLC	VOD LN	5%
20	Ordinary shares of Wal-Mart Stores Inc	Wal-Mart Stores Inc	WMT UN	5%

(ii) Underlying Company(ies):

(iii) Exchange(s):

The entities specified as such in the table in paragraph 36(i) above

With respect to each Security, each exchange or quotation system in respect of such Security as below:

<i>"i"</i>	Underlying Company	Exchange
1	Mitsubishi Tokyo Financial Group Inc	The Tokyo Stock Exchange
2	Petrochina Co Ltd	Hong Kong Stock Exchange

3	Tokyo Electric Power Co Inc	The Tokyo Stock Exchange
4	Apple Computer Inc	The Nasdaq Stock Market, Inc
5	BNP Paribas SA	Euronext Paris, SA
6	Carrefour SA	Euronext Paris, SA
7	Chevron Texaco Corp	The New York Stock Exchange
8	E.ON AG	XETRA Trading Systems
9	Total SA	Euronext Paris, SA
10	Hewlett-Packard Co	The New York Stock Exchange
11	Johnson & Johnson	The New York Stock Exchange
12	Microsoft Corp	The Nasdaq Stock Market, Inc
13	Nestle SA	SIX Swiss Exchange
14	Nokia OYJ	Helsinki Stock Exchange
15	Novartis AG	SIX Swiss Exchange
16	Procter & Gamble	The New York Stock Exchange
17	RWE AG	XETRA Trading Systems
18	SanofiAventis	Euronext Paris, SA
19	Vodafone Group PLC	London Stock Exchange
20	Wal-Mart Stores Inc	The New York Stock Exchange

(iv) Related Exchange(s):

With respect to each Security, each exchange or quotation system in respect of such Security as below:

"i"	Underlying Company	Related Exchange
1	Mitsubishi Tokyo Financial Group Inc	The Osaka Securities Stock Exchange
2	Petrochina Co Ltd	Hong Kong Stock Exchange
3	Tokyo Electric Power Co Inc	The Osaka Securities Stock Exchange
4	Apple Computer Inc	Chicago Board Options Exchange
5	BNP Paribas SA	Euronext. liffe, Paris
6	Carrefour SA	Euronext. liffe, Paris
7	Chevron Texaco Corp	Chicago Board Options Exchange
8	E.ON AG	EUREX
9	Total SA	Euronext. liffe, Paris
10	Hewlett-Packard Co	Chicago Board Options Exchange
11	Johnson & Johnson	Chicago Board Options Exchange
12	Microsoft Corp	The Nasdaq Stock Market, Inc
13	Nestle SA	EUREX
14	Nokia OYJ	EUREX
15	Novartis AG	EUREX
16	Procter & Gamble	Chicago Board Options Exchange
17	RWE AG	EUREX
18	SanofiAventis	Euronext. Liffe, Paris
19	Vodafone Group PLC	Euronext. Liffe, Paris
20	Wal-Mart Stores Inc	Chicago Board Options Exchange

(v)	Initial Price:	"Initial Price" means, with respect to a Security, the price of such Security as determined by the
		Calculation Agent as of the Valuation Time on the relevant Exchange on the Strike Date.
(vi)	Strike Date:	18 March 2010
(vii)	Securities Transfer Amount:	Not applicable

(for Equity-Linked Notes only)

(viii)	Settlement Date:	Not applicable
	(for Equity-Linked Notes only)	
(ix)	Settlement Disruption Event:	Condition 21(b)(ii) does not apply
	(for Equity-Linked Notes only)	
-	Disruption Period (if other than as specified in Condition 21(b)(ii)):	Not applicable
(x)	Delivery Disruption Event: (for Equity-Linked Notes only)	Condition 21(b)(iii) does not apply
(xi)	Potential Adjustment Event:	Condition 21(g)(i) applies
	- Extraordinary Dividend (if other than as specified in the definition in Condition 21(a))	The definition in Condition 21(a) applies
	- additional Potential Adjustment Event (for purposes of paragraph (viii) of the definition thereof)	Not applicable
(xii)	Extraordinary Event:	Condition 21(g)(ii) applies
	- Additional Disruption Event	Not applicable
(xiii)	Conversion:	Condition 21(g)(iii) does not apply
	(for Notes relating to Government Bonds and debt securities only)	
(xiv)	Correction of prices:	Condition 21(g)(iv) applies
(xv)	Additional Disruption Event:	The following Additional Disruption Events apply: Change in Law, Insolvency Filing, Hedging Disruption, Increased Cost of Hedging
Additic Linked	onal provisions for Equity- Notes:	Not applicable
Provisi	ons for Index-Linked Notes:	Not applicable
For Equity-Linked and Credit-Linked Notes:		U.S. Federal Income Tax Considerations
Valuati	ion Date(s):	<ul> <li>18 March 2011, 19 March 2012, 18 March 2013,</li> <li>18 March 2014 and 18 March 2015 each a</li> <li>"Valuation Date<sub>j</sub>", subject to postponement in accordance with Condition 21(e)</li> </ul>
Valuation Time:		The definition in Condition 21(a) applies
Averag	ing Dates:	No
relating	terms or special conditions g to Index-Linked Notes, Cash Notes or Equity-Linked Notes:	Not applicable

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# DISTRIBUTION

44.	(i) If syndicated, names of Relevant Dealer(s)/Lead Manager(s):		Not applicable		
	(ii)	If syndicated, names of other Dealers/Managers (if any):	Not applicable		
	(iii)	Date of Subscription Agreement:	Not applicable		
	(iv)	Stabilising Manager (if any):	Not applicable		
45.			<ul> <li>HSBC Financial Products (France) SNC</li> <li>103, avenue des Champs-Elysées</li> <li>75419 Paris Cedex 08 (the "Dealer");</li> </ul>		
			<ul> <li>♦ Generali Vie</li> <li>11, boulevard Haussmann</li> <li>75009 Paris (the "Distributor");</li> </ul>		
			(and together with the Dealer, the "Selling Group")		
46.			The Dealer shall pay a distribution fee of 1 per cent. of the Aggregate Principal Amount of the Notes to the Distributor once the Notes have been issued.		
			In addition, the Dealer shall pay a running fee to the Distributor annually in arrear. Such running fee will accrue from the Issue Date until the Maturity Date at a rate of up to 1.20 per cent. per annum depending on the final Aggregate Principal Amount of the Notes issued and will be calculated on the Aggregate Principal Amount of the Notes outstanding and the number of days elapsed.		
47.	Selling	restrictions:	TEFRA D Rules		
	United	States of America:	Notes may not be offered or sold within the United States of America or to or for the benefit of a U.S. person (as defined in Regulation S)		
		cempt Offer:	It is expected that all of the Notes will be purchased by Generali Vie for the purpose of backing certain insurance contracts to be offered to investors. An offer of the Notes may be made by the Selling Group other than pursuant to Article 3(2) of the Prospectus Directive in France (" <b>Public Offer Jurisdictions</b> ") during the period from 2 November 2009 until 5 March 2010 (" <b>Offer Period</b> "). See further paragraphs 25 - 36 of Part B below.		
	Other:		Not applicable		

48. Stabilisation:

Not applicable

#### LISTING AND ADMISSION TO TRADING APPLICATION

These Final Terms comprise the final terms required to list and have admitted to trading the issue of Notes described herein pursuant to the Programme for the Issuance of Notes and Warrants of HSBC Bank plc.

### RESPONSIBILITY

The Issuer accepts responsibility for the information contained in these Final Terms. Information relating to the Basket 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 inaccurate or misleading.

#### CONFIRMED

HSBC BANK PLC

Paul Friend.

By:

Authorised Signatory

Date:

#### **PART B - OTHER INFORMATION**

#### 1. LISTING (i) Listing Application will be made to admit the Notes to listing on the Official List of the Financial Services Authority pursuant to Listing Rule 17 on or around the Issue Date. No assurance can be given as to whether or not, or when, such application will be granted (ii) Admission to trading Application will be made for the Notes to be admitted to trading on the Regulated Market of the London Stock Exchange with effect from 18 March 2010. No assurance can be given as to whether or not, or when, such application will be granted 2. RATINGS Ratings: The long term senior debt rating of HSBC Bank plc has been rated:

S&P:	AA
Moody's:	Aa2

The Notes have not specifically been rated.

## 3. NOTIFICATION

The UK Listing Authority has provided the competent authority in France with a certificate of approval attesting that the Prospectus has been drawn up in accordance with the Prospectus Directive.

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

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

# 5. REASONS FOR THE OFFER ESTIMATED NET PROCEEDS AND TOTAL EXPENSES

VIELD		
(iii)	Estimated total expenses:	Information not required to be provided
(ii)	Estimated net proceeds:	Information not required to be provided
(i)	Reasons for the offer:	Information not required to be provided

# 6. **YIELD**

Indication of yield:

Not applicable

#### 7. HISTORIC INTEREST RATES

Not applicable

# 8. PERFORMANCE OF INDEX/FORMULA/OTHER VARIABLE, EXPLANATION OF EFFECT ON VALUE OF INVESTMENT AND ASSOCIATED RISKS AND OTHER INFORMATION CONCERNING THE UNDERLYING

The Notes described herein have a scheduled maturity on March 2015 and bear interest payable in arrears at maturity conditional on the performance of the basket of securities defined as the Basket herein. The amount payable on each Note on redemption at scheduled maturity will be equal to its nominal amount, plus any accrued interest. The Notes are redeemable prior to their scheduled maturity in certain circumstances at an amount determined by the Calculation Agent which may be less than their nominal amount.

Investing in the Notes involves substantial risks. As a consequence, prospective investors should be aware that the Notes are only intended for investors who have the knowledge and experience in financial and business matters necessary to enable them to evaluate the risks of an investment in the Notes. In purchasing any Notes, an investor will be deemed to represent that it is such an investor and has such knowledge and experience. Prospective investors should consider the risk factors set forth under "Risk Factors" in the Prospectus and the risks described herein.

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

The Issuer does not intend to provide post-issuance information.

### 9. PERFORMANCE OF EXCHANGE RATE(S) AND EXPLANATION OF EFFECT ON VALUE OF INVESTMENT AND ASSOCIATED RISKS

Not applicable

#### **OPERATIONAL INFORMATION**

10.	ISIN Code:	XS0446041088
11.	Common Code:	044604108
12.	CUSIP:	Not applicable
13.	New Global Note intended to be held in a manner which would allow Eurosystem eligibility:	No
14.	Any clearing system(s) other than Euroclear and Clearstream, Luxembourg and the relevant identification number(s):	None
15.	Delivery:	Delivery against payment
16.	Settlement procedures:	Medium Term Note
17.	Additional Paying Agent(s) (if any):	None
18.	Common Depositary:	HSBC Bank plc
19.	Agent Bank/Calculation Agent:	HSBC France

	— is Calculation Agent to make calculations?	Yes
	— if not, identify calculation agent:	Not applicable
20.	Notices: ( <i>Condition 13</i> )	Applicable
21.	City in which specified office of Registrar to be maintained:	Not applicable
	(Condition 14)	
22.	Other relevant Terms and Conditions:	Condition 21 ( <i>Provisions relating to Equity-</i> <i>Linked Notes, Cash Equity Notes and Index-</i> <i>Linked Notes</i> )
23.	Other Final Terms:	Not applicable
24.	ERISA Considerations:	Not applicable
TERMS AN	ND CONDITIONS OF THE OFFER	
25.	Offer Price:	100 per cent.
26.	Conditions to which the offer is subject:	Not applicable
27.	Description of the application process:	Not applicable
28.	Description of possibility to reduce subscriptions and manner for refunding excess amount paid by applicants:	Not applicable
29.	Details of the minimum and/or maximum amount of application:	Not applicable
30.	Details of the method and time limits for paying up and delivering the Notes:	Not applicable
31.	Manner in and date on which results of the offer are to be made public:	The final size will be known at the end of the Offer Period.
		A copy of these Final Terms will be filed with the Financial Services Authority in the UK (the "FSA"). A notice pursuant to UK Prospectus Rule 2.3.2(2) of the final Aggregate Principal Amount of the Notes will be (i) sent to the document viewing facility to be filed with the FSA and (ii) published on or about the Issue Date in accordance with the method of publication set out in Prospectus Rule 3.2.4(2).
32.	Procedure for exercise of any right of pre-	Not applicable

emption, negotiability of subscription rights

and	treatment	of	subscription	rights	not	
exercised:						

33. Categories of potential investors to which the Notes are offered and whether tranche(s) have been reserved for certain countries: All of the Notes are to be offered to Generali Vie for the purpose of backing certain insurance policies to be offered by it to investors

- 34. Process for notification to applicants of the amount allotted and the indication whether dealing may begin before notification is made:
- 35. Amount of any expenses and taxes specifically charged to the subscriber or purchaser:
- 36. Name(s) and address(es), to the extent known to the Issuer, of the placers in the various countries where the offer takes place:

Not applicable

Not applicable

Generali Vie 11, boulevard Haussmann 75009 Paris