Stock Market GIC – Term Sheet For "Canadian"- Linked Non - Registered

This Term Sheet should be read together with HSBC's Standard Terms and Conditions ("Standard Terms") for all non-registered Stock Market GICs and with the Depositor's Receipt and any other documents given to you when you purchase your Stock Market GIC. Together this Term Sheet, the Standard Terms, the Depositor's Receipt (collectively, the "Stock Market GIC Terms") apply to and will govern the Stock Market GIC you are purchasing. For more information on this product, please refer to: www.hsbc.ca/markettracker.

A. Investment Details

1.	Stock Market GIC Option being Purchased:	CANADIAN
2.	Start Date:	May 28, 2012
3.	Applicable Indices:	S&P/TSX60® Index
4.	Index Description(s):	See Schedule "A" attached
5.	Index Set Date:	May 28, 2012
6.	Final Observation Date:	May 19, 2014
7.	Term	2 years from Start Date
8.	Maturity Date:	May 28, 2014
9.	Initial Interest Rate:	Not Applicable
10.	Customer Participation Rate:	35%
11.	Minimum Return Rate:	0 % (equal to 0 % compounded annually)
12.	Early Encashment/Redemption:	Not permitted
13.	GIC Issued By:	HSBC Bank Canada

B. Additional Terms And Conditions

Risks

HSBC guarantees repayment of principal and any interest earned on this HSBC Stock Market GIC in accordance with the Stock Market GIC Terms. However, there are risks associated with this GIC. Before making your purchase, you should read the Stock Market GIC Terms carefully and speak to your own financial advisor or an HSBC representative to ensure you understand the terms of this GIC and associated risks.

Index Information

The Index applicable to your GIC is indicated on the first page of this Term Sheet and is described in Schedule "A" attached to this Term Sheet. There are certain disclaimers and limitations relating to the Index and to HSBC's use of the Index with your GIC. These are also set out in Schedule "A". Please review Schedule "A" carefully.

Language

It is the express wish of the parties that this Term Sheet and all related documents be drafted in English. Les parties aux présentes conviennent et exigent que cette convention ainsi que tous les documents qui s'y rattachent soient rédigés en anglais.

Schedule "A" To HSBC's Stock Market GIC – Term Sheet For "Canadian"– linked

Index Descriptions

S&P/TSX60® Index

The S&P/TSX60® is a capitalization-weighted index. It consists of 60 of the largest and most liquid (heavily traded) stocks listed on the Toronto Stock Exchange ("**TSX**"). The stocks are usually domestic or multinational industry leaders. The stocks included in the S&P/TSX60® may change from time to time.

Index Trademarks And Disclaimers

S&P/TSX60® Index

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