

HSBC Finance Corp
Form 8-K
November 30, 2010

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): November 30, 2010

Commission file number 1-8198

HSBC FINANCE CORPORATION
(Exact name of registrant as specified in its charter)

Delaware

86-1052062

(State of incorporation)

(IRS Employer Identification Number)

26525 N. Riverwoods Boulevard
Mettawa, Illinois

60045

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code (224) 544-2000

Not Applicable

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 8.01. Other Events.

On October 28, 2010 HSBC Finance (“HSBC Finance” or the “Company”) commenced private offers to exchange certain outstanding debt securities for, in each case, its senior subordinated notes due January 2021 (each, an “Exchange Offer” and together the “Exchange Offers”). The Exchange Offers are being conducted pursuant to Rule 144A and Regulation S of the Securities Act of 1933, as amended.

On November 30, 2010 HSBC Finance Corporation issued press releases announcing the expiration of each of the Exchange Offers at 8:00 a.m., New York City time on November 30, 2010. Copies of the press releases are attached as Exhibits 99.1 and 99.2 hereto and are incorporated herein by reference.

On December 3, 2010, the Company expects to deliver an aggregate principal amount of approximately \$1,938,669,000 of its 6.676% Senior Subordinated Notes due January 15, 2021 (the “New Notes”) for the Old Notes (as defined in the press releases incorporated herein) accepted for exchange pursuant to the Exchange Offers, plus accrued and unpaid interest on such Old Notes and cash in lieu of fractional portions of New Notes.

Each Exchange Offer is being conducted upon the terms and subject to the conditions set forth in the respective offering memorandum, each dated October 28, 2010. Each Exchange Offer is only made, and copies of the offering documents will only be made available, to a holder of the applicable old notes who has certified its status as (1) a “qualified institutional buyer” as defined in Rule 144A under the Securities Act of 1933 (the “Securities Act”), or (2) a person who is not a “U.S. person” as defined under Regulation S under the Securities Act.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

Exhibit No.	Description
99.1	Press Release dated November 30, 2010
99.2	Press Release dated November 30, 2010

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

HSBC FINANCE CORPORATION
(Registrant)

By: /s/ Mick Forde

Senior Vice President, General Counsel -
Treasury and Assistant Secretary

Dated: November 30, 2010

Exhibit Index

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