HSBC HOLDINGS PLC Form 6-K March 06, 2006

FORM 6-K

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Report of Foreign Private Issuer
Pursuant to Rule 13a - 16 or 15d - 16 of
the Securities Exchange Act of 1934

For the month of March, 2006

HSBC Holdings plc

42nd Floor, 8 Canada Square, London E14 5HQ, England

(Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F).

Form 20-F X Form 40-F

(Indicate by check mark whether the registrant by furnishing the information contained in this Form is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934).

Yes..... No ${\tt X}$

(If "Yes" is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b): 82-)

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

FORM 8-K

PURSUANT TO SECTION 13 OR 15(D) OF THE SECURITIES EXCHANGE ACT OF 1934

DATE OF REPORT: MARCH 6, 2006

COMMISSION FILE NUMBER 1-8198

HSBC FINANCE CORPORATION (EXACT NAME OF REGISTRANT AS SPECIFIED IN ITS CHARTER)

DELAWARE (STATE OF INCORPORATION)

86-1052062 (IRS EMPLOYER IDENTIFICATION NUMBER)

2700 SANDERS ROAD, PROSPECT HEIGHTS,
ILLINOIS
(ADDRESS OF PRINCIPAL EXECUTIVE OFFICES)

60070 (ZIP CODE)

(847) 564-5000
REGISTRANT'S TELEPHONE NUMBER, INCLUDING AREA CODE

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 (see General Instruction A.2. below):

- () Written communications pursuant to Rule 425 under the Securities Act $(17\ \text{CFR}\ 230.425)$
- () 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 2.02. RESULTS OF OPERATIONS AND FINANCIAL CONDITION

Financial supplement pertaining to the financial results of HSBC Finance Corporation for the quarter and year ended December 31, 2005. The information included in the financial supplement is presented on a managed basis, which is a non-GAAP financial measure that assumes that securitized receivables have not been sold and remain on our balance sheet.

This information shall not be deemed to be "filed" for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the Exchange Act), or otherwise incorporated by reference into any filing pursuant to the Securities Act of 1933, as amended, or the Exchange Act except as otherwise expressly stated in such a filing.

ITEM 9.01. FINANCIAL STATEMENTS, PRO FORMA FINANCIAL INFORMATION AND EXHIBITS

- (a) Financial statements of businesses acquired.
 - Not applicable.
- (b) Pro forma financial information.
 - Not applicable.
- (c) Exhibits.
- NO. EXHIBIT

99 Quarterly Financial Supplement for the quarter and year ended December 31, 2005

SIGNATURE

Pursuant to the requirement 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/ Patrick D. Schwartz

Patrick D. Schwartz
Vice President-Deputy General
Counsel-Corporate

Dated: March 6, 2006

EXHIBIT 99

HSBC FINANCE CORPORATION

QUARTERLY FINANCIAL SUPPLEMENT -- DECEMBER 31, 2005

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HSBC Finance Corporation

BASIS OF REPORTING

NON-GAAP FINANCIAL MEASURES

This Quarterly Financial Supplement includes financial information which is presented on a non-GAAP basis as discussed below. Information included in this Quarterly Financial Supplement is intended to supplement and should not be considered a substitute for owned basis reporting. This Quarterly Financial Supplement should be read in conjunction with the owned basis information reported in our Annual Report on Form 10-K.

See "Reconciliations to GAAP Financial Measures" for quantitative reconciliations of non-GAAP financial information to the equivalent owned basis GAAP financial information.

MANAGED BASIS REPORTING We have historically monitored our operations and evaluated trends on a managed basis (a non-GAAP financial measure), which assumes that securitized receivables have not been sold and remain on our balance sheet. This is because the receivables that we securitize are subjected to underwriting standards comparable to our owned portfolio, are serviced by operating personnel without regard to ownership and result in a similar credit loss exposure for us. In addition, we fund our operations and make decisions about allocating resources such as capital on a managed basis.

When reporting on a managed basis, net interest income, provision for credit losses and fee income related to receivables securitized are reclassified from securitization related revenue in our owned statement of income into the appropriate caption. Additionally, charge-off and delinquency associated with these receivables are included in our managed basis credit quality statistics.

Debt analysts, rating agencies and fixed income investors have also historically evaluated our operations on a managed basis for the reasons discussed above and have historically requested managed basis information from us. We believe that managed basis information enables such investors and other interested parties to better understand the performance and quality of our entire loan portfolio and is important to understanding the quality of originations and the related credit risk inherent in our owned and securitized portfolios. As the level of our securitized receivables falls over time, managed basis and owned basis results will eventually converge.

OPERATING RESULTS, PERCENTAGES AND RATIOS Certain percentages and ratios have been presented on an operating basis and have been calculated using "operating net income", a non-GAAP financial measure. "Operating net income" is net income excluding certain nonrecurring items shown in the table below. These nonrecurring items are also excluded in calculating our operating basis efficiency ratios. We believe that excluding these nonrecurring items helps readers of our financial statements to better understand the results and trends of our underlying business. See our Annual Report for 2005 on Form 10-K for further discussion of these items.

A reconciliation of net income to operating net income follows:

	THREI	E MONTHS E	NDED	TWELVE MON	NTHS END
	12/31/05	9/30/05	12/31/04	12/31/05	12/31/
Net income	\$393	\$281	(IN MILLION: \$712	\$1,772	\$1 , 94
Gain on bulk sale of private label receivables, after-tax			(423)		(42

domestic private label and MasterCard and					
Visa portfolios, after-tax			121		12
Operating net income	\$393	\$281	\$410	\$1 , 772	\$1 , 63
	====	====	====	======	=====

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HSBC Finance Corporation

CONSOLIDATED STATEMENTS OF INCOME -- OWNED BASIS

THREE MONTHS

	THREE MONTHS ENDED		% CHANG PRI		
			12/31/04	QTR.	YEAR
			ARE IN MILL		
Finance and other interest income	\$3 , 725	\$3,402	\$3,001	9.5%	24.1
Interest expense:					I
HSBC affiliates	206	222	130	(7.2)	58.5
Non-affiliates	1,221 	1,017	788	20.1	54 . 9
NET INTEREST INCOME	2,298	2,163	2,083	6.2	10.3
Provision for credit losses	1,310	1,361	1,286	(3.7)	1.9
NET INTEREST INCOME AFTER PROVISION FOR CREDIT					ĺ
LOSSES	988	802	797	23.2	24.0
Other revenues:	0.1	1.1	107		:== 6
Securitization related revenue	31	41	127	(24.4)	(75.6
Insurance revenue	239	229	221	4.4	8.1
Investment income	35	33	30	6.1	16.7
Derivative income (expense)	(34)	(53)	263	(35.8)	(100+
Fee income	469	439	282	6.8	66.3
Taxpayer financial services revenue					
(expense)	17	(1)	8	100+	100+
Gain on receivable sales to HSBC affiliates	105	99	677	6.1	(84.5
Servicing fees from HSBC affiliates	106	102	13	3.9	100+
Other income	175	213	137	(17.8)	27.7
TOTAL OTHER REVENUES	1,143	1,102	1,758	3.7	(35.0
Costs and expenses:					
Salaries and employee benefits	536	513	472	4.5	13.6
Sales incentives	108	117	104	(7.7)	3.8
Occupancy and equipment expenses	82	83	86	(1.2)	(4.7
Other marketing expenses	170	196	199	(13.3)	(14.6
Other servicing and administrative expenses	235	149	209	57.7	12.4
Support services from HSBC affiliates	237	226	194	4.9	22.2
Amortization of intangibles	65	90	85	(27.8)	(23.5
Policyholders' benefits	109	109	113		(3.5
TOTAL COSTS AND EXPENSES	1,542	1,483	1,462	4.0	5.5

<pre>Income before income tax expense</pre>	589	421	1,093	39.9	(46.3
Income tax expense	196	140	381	40.0	(48.6
NET INCOME	\$ 393	\$ 281	\$ 712	39.9%	(44.8
	=====	=====	=====	=====	=====
Gain on bulk sale of private label receivables, after-tax			(423)		100.0
Adoption of FFIEC charge-off policies for domestic private label and MasterCard and Visa					
portfolios, after-tax			121		(100.0
Operating net income(1)	\$ 393	\$ 281	\$ 410	39.9%	(4.2
	=====	======	======	=====	=====

(1) Operating net income is a non-GAAP financial measure which is provided for comparison of our operating trends and should be read in conjunction with our owned basis GAAP financial information. See "Basis of Reporting" for a discussion on the use of non-GAAP financial information and "Reconciliations to GAAP Financial Measures" for quantitative reconciliations to the equivalent GAAP basis financial measure.

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HSBC Finance Corporation

SECURITIZATION RELATED REVENUE

	THREE MONTHS ENDED			
	12/31/05	9/30/05	12/31/04	
	()	IN MILLION	S)	
Net initial gains(1)	\$	\$	\$	
Net replenishment gains (1)	19	38	69	
Servicing revenue and excess spread	12	3	58	
Total	\$31	\$41	\$127	
	===	===	====	

(1) Net of our estimate of probable credit losses under the recourse provisions.

RECEIVABLES SECURITIZED

	THREE MONTHS ENDED			
	12/31/05	9/30/05	12/31/04	
	,	IN MILLIONS	,	
Auto finance	\$	\$	\$	
MasterCard/Visa(1)				
Private label				

Total	\$	\$	\$
	=====	=====	=====

(1) MasterCard and Visa are registered trademarks of MasterCard International, Incorporated and VISA USA Inc., respectively.

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HSBC Finance Corporation

CONSOLIDATED STATEMENTS OF INCOME -- OWNED BASIS

TWELVE MONTHS

	TWELVE MONTHS ENDED			
	12/31/05	12/31/04	% CHANGE	
		ARE IN MI		
Finance and other interest income	\$13 , 216	\$10,945	20.7%	
HSBC affiliates	713	343	100+	
Non-affiliates	4,119	2,800	47.1	
NET INTEREST INCOME	8,384	7,802	7.5	
Provision for credit losses	4,543	4 , 334	4.8	
NET INTEREST INCOME AFTER PROVISION FOR CREDIT LOSSES		3,468	10.8	
Other revenues:				
Securitization related revenue	211	,	(79.1)	
Insurance revenue	918	839	9.4	
Investment income	134	137	(2.2)	
Derivative income	249	511	(51.3)	
Fee income	1,568	1,091	43.7	
Taxpayer financial services revenue	277	217	27.6	
Gain on bulk sale of private label receivables		663	(100.0)	
Gain on receivable sales to HSBC affiliates	413	39	100+	
Servicing fees from HSBC affiliates	409	24	100+	
Other income	652	544	19.9	
TOTAL OTHER REVENUES				
Costs and expenses:				
Salaries and employee benefits	2,072	1,886	9.9	
Sales incentives	397	363	9.4	
Occupancy and equipment expenses	334	323	3.4	
Other marketing expenses	731	636	14.9	
Other servicing and administrative expenses	785	868	(9.6)	
Support services from HSBC affiliates	889	750	18.5	
Amortization of intangibles	345	363	(5.0)	
Policyholders' benefits	456	412	10.7	

TOTAL COSTS AND EXPENSES	6 , 009	5 , 601	7.3
Income before income tax expense	2,663 891	2,940 1,000	(9.4) (10.9)
NET INCOME	\$ 1,772 ======	\$ 1,940 =====	(8.7)% =====
Gain on bulk sale of private label receivables, after-tax Adoption of FFIEC charge-off policies for domestic private		(423)	100.0
label and MasterCard and Visa portfolios, after-tax		121	(100.0)
Operating net income(1)	\$ 1 , 772	\$ 1,638	8.2%
	======	======	=====

(1) Operating net income is a non-GAAP financial measure which is provided for comparison of our operating trends and should be read in conjunction with our owned basis GAAP financial information. See "Basis of Reporting" for a discussion on the use of non-GAAP financial information and "Reconciliations to GAAP Financial Measures" for quantitative reconciliations to the equivalent GAAP basis financial measure.

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HSBC Finance Corporation

SECURITIZATION RELATED REVENUE

	TWELVE MO	NTHS ENDED
		12/31/04
	(IN MI	LLIONS)
Net initial gains(1)	\$	\$ 25
Net replenishment gains(1)	154	414
Servicing revenue and excess spread	57	569
Total	\$211	\$1,008
	====	=====

(1) Net of our estimate of probable credit losses under the recourse provisions.

RECEIVABLES SECURITIZED

	TWELVE MONTHS ENDED		
	12/31/05 12/31,		
	(IN MI)	LLIONS)	
Auto finance	\$	\$	
MasterCard/Visa		550	
Private label		190	

Total.....\$ -- \$740 ==== ===

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HSBC Finance Corporation

RECEIVABLES ANALYSIS

END-OF-PERIOD RECEIVABLES

				% CHANG	
	12/31/05	9/30/05	12/31/04	QTR.	
		(DOLLARS	ARE IN MILL	 IONS)	
OWNED RECEIVABLES:					
Real estate secured	\$ 82,826	\$ 78,130	\$ 64,820	6.0%	27.8%
Auto finance	10,704	10,137	7,544	5.6	41.9
MasterCard/Visa	24,110	18,974	14,635	27.1	64.7
Private label(1)	2,520	2,777	3,411	(9.3)	(26.1)
Personal non-credit card	19,545	18,484	16,128	5.7	21.2
Commercial and other	208	220	317	. ,	(34.4)
Total owned receivables	139,913	128,722	106,855	8.7	30.9
RECEIVABLES SERVICED WITH LIMITED RECOURSE:					
Real estate secured			81		(100.0)
Auto finance		1,474		(19.1)	(55.5)
MasterCard/Visa	1,875	3,615		, ,	(75.3)
Private label(1)					
Personal non-credit card	1,007	1,670	•	(39.7)	(74.1)
Total receivables serviced with limited					
recourse	4,074	6 , 759	14,225	(39.7)	(71.4)
MANAGED RECEIVABLES: (2)					
Real estate secured	82,826	78,130	64,901	6.0	27.6
Auto finance	11,896		10,223	2.5	16.4
MasterCard/Visa	25,985	•	22,218	15.0	17.0
Private label(1)	2,520	•	•	(9.3)	(26.1)
Personal non-credit card(3)	20,552	•	20,010	, ,	2.7
Commercial and other	20,332	20,134	•	(5.5)	(34.4)
Commercial and other	208	220	31/	(5.5)	(34.4)
Total managed receivables	\$143 , 987	\$135,481	\$121,080	6.3%	18.9%
		======	======	=====	

⁽¹⁾ On December 29, 2004, we sold \$12.2 billion of domestic private label receivables (\$15.6 billion on a managed basis) to HSBC Bank USA, N.A.

⁽²⁾ Managed basis reporting is a non-GAAP financial measure. See "Basis of Reporting" for a discussion on the use of non-GAAP financial information.

(3) Personal non-credit card receivables are comprised of the following:

	12/31/05	9/30/05	12/31/04	
	(IN MILLIONS)			
Domestic personal unsecured	\$12,190	\$11 , 571	\$10 , 725	
Union Plus personal unsecured	333	374	474	
Personal homeowner loans	4,384	4,360	4,582	
Foreign unsecured	,	,	,	
	3,645 	3 , 849	4,229 	
Total	\$20,552 =====	\$20,154 ======	\$20,010 =====	

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HSBC Finance Corporation

FINANCIAL HIGHLIGHTS -- MANAGED BASIS(1)

REVENUES, AVERAGE INTEREST-EARNING ASSETS AND NET INTEREST INCOME

THREE MONTHS

				THF	REE MONTI	HS ENDED				% FRC
	12	2/31/05	(2)	9/	′30/05	(2)				QTR.
					(DOLLAI	 RS ARE IN	 I M]	LLIONS)		
Finance and other interest										
income	\$	3,933	10.88%	\$	3,671	10.89%	\$	3,601	10.64%	7.
Interest expense		1,502				3.95				12.
NET INTEREST INCOME										3.
Provision for credit losses		1,358			1,338			1,305		1.
NET INTEREST INCOME AFTER										
PROVISION FOR CREDIT LOSSES	\$	1,073		\$	1,002		\$	1,246		7.
	==			==			==			
Other revenues:										
Insurance revenue	\$	239		\$	229		\$	221		4.
Investment income		35			33			30		6.
Fee income		510			497			437		2.
Securitization related revenue		(95)			(217)			(477)		(56.
Derivative income (expense)		(34)			(53)			263		(35.
Taxpayer financial services										
revenue (expense)		17			(1)			8		100

affiliates	105	99	677	6.
Servicing fees from HSBC	100	1.00	1.0	
affiliates	106	102	13	3.
Other income	175	213	137	(17.
TOTAL OTHER REVENUES	\$ 1,058	\$ 902 ======	\$ 1,309 ======	17.
Average managed receivables	======	=======	======	====
Real estate secured	\$ 81,332	\$ 74,369	\$ 61,543	9.
Auto finance	11,771	11,230	10,052	4.
MasterCard/Visa	24,248	22,536	21,221	7.
Private label	2,708	2,840	17,858	(4.
Personal non-credit card	20,324	19,944	19,593	1.
Commercial and other	20,324	234	321	(7.
Purchase accounting fair value	211	234	321	(/ •
adjustments	83	116	243	(28.
ad justilients	0.5	110	243	(20.
Average managed receivables Average noninsurance	\$140,683	\$131,269	\$130,831	7.
investments	3,176	2,868	3,889	10.
Other interest-earning assets	686	680	660	•
Average managed interest-earning				
assets	•	\$134,817	\$135,380	7.
CHIROTED HIMANGIAL DATEO	======	======	======	====
SELECTED FINANCIAL RATIOS:				
Return on average managed	1 010	7.50	1 070	2.4
assets	1.01%	.75%	1.87%	34.
Efficiency ratio	42.40	43.86	36.00	(3.
Net interest margin	6.73	6.94	7.54	(3.
Risk adjusted revenue	6.81	7.34	8.37	(7.
	=======	=======	=======	====

(1) Managed basis reporting is a non-GAAP financial measure. See "Basis of Reporting" for a discussion on the use of non-GAAP financial information and "Reconciliations to GAAP Financial Measures" for quantitative reconciliations to the equivalent GAAP basis financial measure.

(2) % Columns: comparison to average managed interest-earning assets, annualized

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HSBC Finance Corporation

FINANCIAL HIGHLIGHTS -- MANAGED BASIS(1)

REVENUES, AVERAGE INTEREST-EARNING ASSETS AND NET INTEREST INCOME

TWELVE MONTHS

TW	ELVE MOI	NTHS ENDED			
12/31/05	12/31/05 (2) 12/31/04 (2)				

		(DOLLARS	ARE IN MII	LLIONS)	
Finance and other interest income	\$ 14,483	10.83%	\$ 13,928	10.83%	4.0%
Interest expense	5 , 207	3.89	3,671	2.86	41.8
NET INTEREST INCOME	9,276	6.94%	10,257	7.97%	(9.6)
Provision for credit losses	4,650		4,522		2.8
NET INTEREST INCOME AFTER PROVISION FOR CREDIT					
LOSSES	4,626		\$ 5,735		(19.3)%
					=====
Other revenues:					
Insurance revenue	\$ 918		\$ 839		9.4%
Investment income	134		137		(2.2)
Fee income	1,831		1,836		(.3)
Securitization related revenue (expense)	(837)		(2,004)		(58.2)
Derivative income	249		511		(51.3)
Taxpayer financial services revenue Gain on receivable sales to HSBC	277		217		27.6
affiliates	413		702		(41.2)
Servicing fees from HSBC affiliates	409		24		100+
Other income	652		544		19.9
Other income					
TOTAL OTHER REVENUES	\$ 4,046		\$ 2,806		44.2%
					=====
Average managed receivables					
Real estate secured	\$ 73 , 120		\$ 56 , 462		29.5%
Auto finance	10,937		9,432		16.0
MasterCard/Visa	22,694		20,674		9.8
Private label	2,948		17 , 579		(83.2)
Personal non-credit card	19 , 956		18 , 986		5.1
Commercial and other Purchase accounting fair value	255		354		(28.0)
adjustments	134		319		(58.0)
Average managed receivables	\$130,044		\$123 , 806		5.0%
Average noninsurance investments	3,018		4,203		(28.2)
Other interest-earning assets	676		650		4.0
Average managed interest-earning assets			\$128 , 659		3.9%
SELECTED FINANCIAL RATIOS:	======		======		=====
Return on average managed assets	1.19%		1.33%		(10.5)%
	43.16		41.02		5.2
Efficiency ratio					
Net interest margin	6.94		7.97		(12.9)
Risk adjusted revenue	7.18		7.30		(1.6)

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HSBC Finance Corporation

⁽¹⁾ Managed basis reporting is a non-GAAP financial measure. See "Basis of Reporting" for a discussion on the use of non-GAAP financial information and "Reconciliations to GAAP Financial Measures" for quantitative reconciliations to the equivalent GAAP basis financial measure.

^{(2) %} Columns: comparison to average managed interest-earning assets, annualized.

CREDIT QUALITY/CREDIT LOSS RESERVES -- MANAGED BASIS(1)

TWO-MONTHS-AND-OVER CONTRACTUAL DELINQUENCY

AS A PERCENT OF MANAGED CONSUMER RECEIVABLES, EXCLUDES COMMERCIAL.	, - ,	-,,	, - , -
Real estate secured		2.51% 2.67	2.97% 2.96
MasterCard/Visa(2)	3.52 5.43	4.13	3.98 4.13
Personal non-credit card	9.54	9.36	9.30
TOTAL	3.89%	3.87%	4.24%

QUARTER-TO-DATE CHARGE-OFFS, NET OF RECOVERIES

AS A PERCENT OF AVERAGE MANAGED CONSUMER RECEIVABLES, ANNUALIZED, EXCLUDES COMMERCIAL.	
Real estate secured	.66% 4.40
MasterCard/Visa(3)	7.85
Private label(3) Personal non-credit card	5.60 7.59
TOTAL	 3.31%
Real estate charge-offs and REO expense as a percent of average managed real estate	====
secured receivables	.78%
	====

CREDIT LOSS RESERVES

	12/31/05	9/30/05	12/31/04
	(5)	
Reserves for managed receivables at beginning of quarter	\$ 4,571	\$ 4,281	\$ 5,199
Provision for credit losses	1,358	1,338	1,305
Charge-offs	(1,297)	(1, 185)	(1,632)
Recoveries	134	133	130
Other, net	(30)	4	(487)
Reserves for managed receivables at end of quarter	\$ 4,736	\$ 4,571	\$ 4,515
Reserves as a percent of managed receivables	3.29%		3.73%
NONPERFORMING ASSETS			
	12/31/05	9/30/05	12/31/04

		IN MILLIONS	
Nonaccrual managed receivables	\$3 , 709	\$3,541	\$3 , 558
Accruing managed receivables 90 or more days delinquent	642	604	607
Renegotiated commercial loans			2
Total nonperforming managed receivables	4,351	4,145	4,167
Real estate owned	510	462	587
TOTAL NONPERFORMING ASSETS	\$4,861	\$4 , 607	\$4 , 754
Managed credit loss reserves as a percent of nonperforming	=====	=====	=====
managed receivables	108.8%	110.3%	108.4%

- (1) Managed basis reporting is a non-GAAP financial measure. See "Basis of Reporting" for a discussion on the use of non-GAAP financial information and "Reconciliations to GAAP Financial Measures" for quantitative reconciliations to the equivalent GAAP basis financial measure.
- (2) In December 2005, we completed the acquisition of Metris which included receivables of \$5.3 billion. Excluding the receivables from the Metris acquisition from this calculation, our consumer delinquency ratio for our MasterCard/Visa portfolio was 3.79% and total consumer delinquency was 3.95%.
- (3) The adoption of charge-off policies in accordance with the Uniform Retail Credit Classification and Account Management Policy issued by the Federal Financial Institutions Examination Council for our domestic private label (excluding retail sales contracts at our consumer lending business) and our MasterCard and Visa portfolios in December 2004 increased private label net charge-offs by \$197 million (442 basis points), MasterCard/Visa net charge-offs by \$5 million (10 basis points) and total consumer net charge-offs by \$202 million (62 basis points) during the quarter ended December 31, 2004.

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HSBC Finance Corporation

RECONCILIATION TO GAAP FINANCIAL MEASURES

REVENUES, AVERAGE INTEREST-EARNING ASSETS AND NET INTEREST INCOME

THREE MONTHS

THREE MONTHS	THREE	MONTHS ENDED 1	THREE 1	MONTHS E	
	OWNED	SERVICED WITH LIMITED RECOURSE(1)	H MANAGED	OWNED	SERVICE LIMI RECOUR
Finance and other interest income Interest expense		\$ 208 75	,	IN MILLIONS: \$ 3,402 1,239	\$

NET INTEREST INCOME	2,298	133	2,431	2,163	
Provision for credit losses	1,310	48	1,358	1,361	
NET INTEREST INCOME AFTER PROVISION for					
CREDIT LOSSES	\$ 988	\$ 85	\$ 1 , 073	\$ 802	\$
Other revenues:			•		·
Securitization related revenue	\$ 31	\$ (126)	\$ (95)	\$ 41	\$ (
Insurance revenue	239		239	229	
Investment income	35		35	33	
Fee income	469	41	510	439	
Derivative income (expense)	(34)		(34)	(53)	
Taxpayer financial services revenue	•			•	
(expense)	17		17	(1)	
Gain on receivable sales to HSBC					
affiliates	105		105	99	
Servicing fees from HSBC affiliates	106		106	102	
Other income	175		175	213	
Other Income					
TOTAL OTHER REVENUES	\$ 1,143	\$ (85)	\$ 1,058	\$ 1,102	\$ (
Average receivables:					
Real estate secured	\$ 81,332	\$	\$ 81,332	\$ 74,369	\$
Auto finance	10,420	1,351	11,771	9,585	1,
MasterCard/Visa	21,143	3,105	24,248	18,442	4,
Private label	2,708		2,708	2,840	·
Personal non-credit card	19,023	1,301	20,324	17,904	2,
Commercial and other	217		217	234	• ′
Purchase accounting fair value					
adjustments	83		83	116	
aa jasemenes					
Average receivables	\$134,926	\$5,757	\$140,683	\$123,490	\$ 7,
Average noninsurance investments	•			2,868	, ,
Other interest-earning assets	686		686	680	
other interest carning about					
Average interest-earning assets	\$138 , 788	\$5 , 757	\$144,545	\$127,038	\$ 7,
Net interest income as a percentage of	, = = = 7	10,101	1 = = 1, 0 = 0	, ,	, ,
average interest-earning assets	6.62%	9.24%	6.73%	6.81%	9
and a second continuing addition in the second seco	=======	=====	=======	======	====

THREE MONTHS ENDED 12/31/04

	OWNED		LIMITED RECOURSE(1)				NAGED	
Finance and other interest income Interest expense	\$	•				3,601 1,050		
NET INTEREST INCOME Provision for credit losses		2,083 1,286		468 19		2,551 1,305		
NET INTEREST INCOME AFTER PROVISION for CREDIT LOSSES	\$	797	\$	449	\$	1,246		
Securitization related revenue Insurance revenue Investment income	\$	127 221 30	\$	(604) 	\$	(477) 221 30		

Fee income	282	155	437
Derivative income (expense)	263		263
Taxpayer financial services revenue (expense)	8		8
Gain on receivable sales to HSBC	9		o o
affiliates	677		677
Servicing fees from HSBC affiliates	13		13
Other income	137		137
TOTAL OTHER REVENUES	\$ 1,758	\$ (449)	\$ 1,309
Average receivables:	¥ 1 , 700	Ψ (113)	ų 1 , 505
Real estate secured	\$ 61,445	\$ 98	\$ 61,543
Auto finance	7,191	2,861	10,052
MasterCard/Visa	13,009	8,212	21,221
Private label	14,349	3 , 509	17,858
Personal non-credit card	15 , 671	3,922	19,593
Commercial and other	321		321
Purchase accounting fair value			
adjustments	243		243
Average receivables	\$112,229	\$18,602	\$130,831
Average noninsurance investments	3,889		3,889
Other interest-earning assets	660		660
Average interest-earning assets Net interest income as a percentage of	\$116 , 778	\$18,602	\$135 , 380
average interest-earning assets	7.13%	10.06%	7.54%
	======	======	

(1) When reporting on a managed basis, finance and other interest income, interest expense, provision for credit losses and fee income related to securitized receivables are reclassified from securitization related revenue in our owned statements of income into the appropriate caption.

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HSBC Finance Corporation

RECONCILIATION TO GAAP FINANCIAL MEASURES

REVENUES, AVERAGE INTEREST-EARNING ASSETS AND NET INTEREST INCOME

TWELVE MONTHS

	TWELVE	MONTHS ENDED 12	2/31/05	TWELVE	MONTHS ENDED 12,
	OUNED	SERVICED WITH LIMITED	MANACED	OUNED	SERVICED WITH LIMITED
	OWNED 	RECOURSE (1)	MANAGED	OWNED	RECOURSE(1)
Finance and other interest		(1	DOLLARS ARE	IN MILLIONS)	
income Interest expense	\$ 13,216 4,832	\$ 1,267 375	\$ 14,483 5,207	\$ 10,945 3,143	\$ 2 , 983 528

NET INTEREST INCOME	8,384	892	9,276	7,802	2,455
Provision for credit losses	4,543	107	4,650	4,334	188
NET INTEREST INCOME AFTER					
PROVISION FOR CREDIT LOSSES	\$ 3 9/11	\$ 785	\$ 4,626	\$ 3,468	\$ 2,267
Other revenues:	λ 2 , 041	Ų 705	γ 4,020	7 3,400	Ψ 2 , 201
Securitization related					
revenue	\$ 211	\$(1,048)	\$ (837)	\$ 1,008	\$(3,012)
Insurance revenue	918		918	839	
Investment income	134		134	137	
Fee income	1,568	263	1,831	1,091	745
Derivative income	249		249	511	
Taxpayer financial services					
revenue	277		277	217	
Gain on receivable sales to					
HSBC affiliates	413		413	702	
Servicing fees from HSBC					
affiliates	409		409	24	
Other income	652		652	544	
TOTAL OTHER REVENUES	\$ 4,831	\$ (785)	\$ 4,046	\$ 5 , 073	\$(2,267)
Average receivables:					
Real estate secured		\$ 23	\$ 73 , 120	\$ 56 , 303	\$ 159
Auto finance	9,074	1,863	10,937	5,785	3,647
MasterCard/Visa	17,823	4,871	22,694	11,575	9,099
Private label	2,948		2,948	13,029	4,550
Personal non-credit card	17,558	2,398	19,956	14,194	4,792
Commercial and other	255		255	354	
Purchase accounting fair	1 2 4		104	21.0	
value adjustments	134		134	319	
Average receivables		\$ 9,155	\$130,044		\$22,247
Average noninsurance	¥120 , 003	¥ 3 / 133	Ψ130 / 011	¥101 / 303	722 , 21,
investments	3,018		3,018	4,203	
Other interest-earning	0,010		0,010	1,200	
assets	676		676	650	
Average interest-earning					
assets	\$124 , 583	\$ 9,155	\$133 , 738	\$106,412	\$22,247
Net interest income as a					
percentage of average					
<pre>interest-earning assets</pre>	6.73%	9.74%	6.94%	7.33%	11.04%
	======	======	=======	======	======

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HSBC Finance Corporation

⁽¹⁾ When reporting on a managed basis, finance and other interest income, interest expense, provision for credit losses and fee income related to securitized receivables are reclassified from securitization related revenue in our owned statements of income into the appropriate caption.

SELECTED FINANCIAL RATIOS

	THREE MONTHS ENDED				TW		
	12/31/	12/31/05 9/30/05		12	/31/04		
				(DOLLARS			
RETURN ON AVERAGE COMMON SHAREHOLDER'S EQUITY:	\$ 3	93	\$	201	ċ	710	ċ
Net income	\$ 3 (21)	,			-	\$
Net income available to common shareholders				256		694	 \$
Gain on bulk sale of private label receivables, after-tax Adoption of FFIEC charge-off policies for domestic private						(423)	Ÿ
label and MasterCard and Visa portfolios, after-tax						121	
Operating net income available to common shareholders		72	\$	256	\$	392	\$
Average common shareholder's equity		32	\$	16 , 973	\$	16,838	\$
Return on average common shareholder's equity Return on average common shareholder's equity, operating				6.03%			
	8.			6.03		9.31	
RETURN ON AVERAGE ASSETS:							
Net income	\$ 3	93	\$	281	\$	712	\$
Operating net income	3	93		281		410	
Average assets:				44 865		04.016	4.1
Owned basisServiced with limited recourse	\$150,6 5,7	57	7,779 18,60		18,602	\$1	
Managed basis						52,918	\$1
Return on average owned assets	1.			.79%			
Return on average owned assets, operating basis	1.	04		.79		1.22	
Return on average managed assets	1.			.75		1.87	
Return on average managed assets, operating basis		01		.75 =====			==
EFFICIENCY RATIO:							
Total costs and expenses less policyholders' benefits	\$ 1,4	33 	\$ 	1,374 	\$ 	1,349	\$
Net interest income and other revenues less policyholders' benefits:							
Owned basis	\$ 3,3	32	\$	3,156	\$	3,728	\$
Serviced with limited recourse		48		(23)		19	
Managed basis		80	\$	3,133	\$	3,747	\$
Gain on bulk sale of private label receivables						(663)	
Owned basis						151	
Managed basis Net interest income and other revenues less policyholders'						107	
benefits, excluding nonrecurring items: Owned basis	\$ 3,3	32	Ś	3,156	Ś	3,216	\$
Serviced with limited recourse		48		(23)		(25)	Y
Managed basis				3,133		3,191	\$

Owned basis efficiency ratio	43.01%	43.54% 43.54		
Owned basis efficiency ratio, operating basis				
Managed basis efficiency ratio		43.86		
Managed basis efficiency ratio, operating basis		43.86		
MANAGED BASIS RISK ADJUSTED REVENUE:	======	======	======	==
Net interest income	\$ 2,431	\$ 2,340	\$ 2,551	\$
with qualifying hedges under SFAS No. 133	1,193	1,185	1,786	
Less: Net charge-offs	(1,163)	(1,052)	(1,502)	
Risk adjusted revenue		\$ 2,473 		\$
Adoption of FFIEC charge-off policies for domestic private				
label and MasterCard and Visa portfolios				
Risk adjusted revenue, excluding nonrecurring items	\$ 2,461		\$ 2,481	
Average interest-earning assets	\$144,545	\$134,817	\$135 , 380	\$1
Managed basis risk adjusted revenue	6.81%	7.34%	8.37%	
Managed basis risk adjusted revenue, operating basis				

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HSBC Finance Corporation

RECONCILIATION TO GAAP FINANCIAL MEASURES

CREDIT QUALITY/CREDIT LOSS RESERVES

	T	wo-Months-and-	Over			
	Cont	tractual Delin	quency	Qua		
	TWO-MONTHS-		TWO-MONTHS-		Net of Reco	
		CONSUMER RECEIVABLES	AND-OVER CONTRACTUAL		_	
	DELINQUENCY	OUTSTANDING	DELINQUENCY(1)	OFFS	RECEIVABLES	
			(DOLLARS ARE I	N MILLIONS)	
DECEMBER 31, 2005 OWNED:			,		,	
First mortgage	\$ 2	\$ 21	8.41%	\$	\$ 21	
Real estate secured	2,257	82 , 826	2.72	134	81,332	
Auto finance	250	10,704	2.34	89	10,420	
MasterCard/Visa	884	24,110	3.66	422	21,143	
Private label	137	2,520	5.43	38	2,708	
Personal non-credit card	1,836	19,545	9.40	361	19,023	
Total	\$5,366	\$139 , 726	3.84% =====	\$1,044	\$134 , 647	
SERVICED WITH LIMITED						

RECOURSE:					
Real estate secured	\$	\$	%	\$	\$
Auto finance	79	1,192	6.63	40	1,351
MasterCard/Visa	30	1,875	1.60	54	3,105
Personal non-credit card	125	1,007	12.41	25	1,301
Total	\$ 234	\$ 4,074	5.74%	\$ 119	\$ 5 , 757
	=====	=======	=====	=====	
MANAGED:					
First mortgage	\$ 2	21	8.41%	\$	\$ 21
Real estate secured	2,257	82,826	2.72	134	81,332
Auto finance	329	11,896	2.76	129	11,771
MasterCard/Visa	914	25,985	3.52	476	24,248
Private label	137	2,520	5.43	38	2,708
Personal non-credit card	1,961	20,552	9.54	386	20,324
Total	\$5,600	\$143,800	3.89%	\$1,163	\$140,404
	=====	======	=====	=====	=======
SEPTEMBER 30, 2005					
OWNED:					
First mortgage	\$ 1	\$ 22	6.04%	\$	\$ 23
Real estate secured	1,961	78,130	2.51	140	74,369
Auto finance	212	10,137	2.09	78	9,585
MasterCard/Visa	846	18,974	4.46	288	18,442
Private label	145	2,777	5.22	38	2,840
Personal non-credit card	1,696	18,484	9.18	358	17,904
Total	\$4,861	\$128,524	3.78%	\$ 902	\$123,163
	=====	=======	=====	=====	=======
SERVICED WITH LIMITED					
RECOURSE:					
Real estate secured	\$	\$	%	\$	\$
Auto finance	98	1,474	6.65	46	1,645
MasterCard/Visa	87	3,615	2.41	56	4,094
Personal non-credit card	191	1,670	11.44	48	2,040
reference non ereare eara					
Total	\$ 376	\$ 6,759	5.56%	\$ 150	\$ 7,779
	======	=======	=====	=====	=======
MANAGED:					
First mortgage	\$ 1	\$ 22	6.04%	\$	\$ 23
Real estate secured	1,961	78,130	2.51	140	74,369
Auto finance	310	11,611	2.67	124	11,230
MasterCard/Visa	933	22,589	4.13	344	22,536
Private label	145	2 , 777	5.22	38	2,840
Personal non-credit card	1,887	20,154	9.36	406	19,944
responds non escare eard					
Total	\$5 , 237	\$135 , 283	3.87%	\$1,052	\$130 , 942
10001	70,201	7100,200	3.070	71/002	7100,012

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HSBC Finance Corporation

⁽¹⁾ Certain percentages may not recompute from the dollar figures presented due to rounding.

CREDIT QUALITY/CREDIT LOSS RESERVES (CONTINUED)

	TWO-MONTHS-A	QUA	RTER-TO-DA NET OF R		
		CONSUMER RECEIVABLES OUTSTANDING	TWO-MONTHS- AND-OVER CONTRACTUAL DELINQUENCY(1)		AVERAG CONSUME RECEIVAB
			(DOLLARS ARE IN	MILLIONS)	
DECEMBER 31, 2004					
OWNED:					
First mortgage	\$ 1	\$ 26	5.04%	\$	\$ 2
Real estate secured	1,920	64 , 820	2.96	159	61,44
Auto finance	156	7 , 544	2.07	49	7,19
MasterCard/Visa	714	14,635	4.88	275	13,00
Private label	141	3,411	4.13	328	14,34
Personal non-credit card	1,401	16 , 128	8.69	316	15,67
Total	\$4,333	\$106,564	4.07%	\$1,127	\$111 , 69
SERVICED WITH LIMITED RECOURSE:	=====	======	====	=====	
Real estate secured	\$ 10	\$ 81	12.35%	\$ 1	\$ 9
Auto finance	147	2 , 679	5.49	63	2,86
MasterCard/Visa	170	7,583	2.24	125	8,21
Private label				83	3,50
Personal non-credit card	461	3,882 	11.88	103	3,92
Total	\$ 788	\$ 14,225	5.54%	\$ 375	\$ 18,60
	=====	=======	=====	=====	
MANAGED:					
First mortgage	\$ 1	\$ 26	5.04%	\$	\$ 2
Real estate secured	1,930	64 , 901	2.97	160	61,54
Auto finance	303	10,223	2.96	112	10,05
MasterCard/Visa	884	22,218	3.98	400	21,22
Private label	141	3,411	4.13	411	17,85
Personal non-credit card	1,862	20,010	9.30	419	19,59
Total	\$5,121	\$120 , 789	4.24%	\$1 , 502	\$130 , 29
	=====	=======	=====	======	======

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HSBC Finance Corporation

RECONCILIATION TO GAAP FINANCIAL MEASURES

CREDIT QUALITY/CREDIT LOSS RESERVES (CONTINUED)

⁽¹⁾ Certain percentages may not recompute from the dollar figures presented due to rounding.

	SERVICED WITH			
		LIMITED RECOURSE		
		 LLARS ARE IN MILLIO		
REAL ESTATE CHARGE-OFFS AND REO EXPENSE:				
THREE MONTHS ENDED DECEMBER 31, 2005				
Real estate charge-offs and REO expense	\$ 158	\$	\$ 15	
Average real estate secured receivables	81,332		81 , 33	
Real estate charge-offs and REO expense as a percentage of				
average real estate secured receivables(1)	.78%		.7	
	======	===		
THREE MONTHS ENDED SEPTEMBER 30, 2005				
Real estate charge-offs and REO expense	\$ 163	\$	\$ 16	
Average real estate secured receivables	74,369		74,36	
Real estate charge-offs and REO expense as a percentage of				
average real estate secured receivables(1)	.88%		.8	
	======	===	=====	
THREE MONTHS ENDED DECEMBER 31, 2004				
Real estate charge-offs and REO expense		\$ 1	\$ 18	
Average real estate secured receivables	61,445	98	61 , 54	
Real estate charge-offs and REO expense as a percentage of				
average real estate secured receivables(1)	1.17%		1.1	

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HSBC Finance Corporation

RECONCILIATION TO GAAP FINANCIAL MEASURES

CREDIT QUALITY/CREDIT LOSS RESERVES (CONTINUED)

	OWNED	SERVICED WITH LIMITED RECOURS:	E MANAG
	(DOI	LARS ARE IN MILL	 IONS)
CREDIT LOSS RESERVES:			
THREE MONTHS ENDED DECEMBER 31, 2005			
Reserves for receivables at beginning of quarter	\$ 4,220	\$ 351	\$ 4,
Provision for credit losses	1,310	48	1,
Charge-offs, net of recoveries	(1,044)	(119)	(1,
Other, net	35	(65)	l
Reserves for receivables at end of quarter	\$ 4,521	\$ 215	\$ 4,
Receivables	\$139 , 913	\$ 4,074	\$143,

⁽¹⁾ Certain percentages may not recompute from the dollar figures presented due to rounding.

Credit loss reserves as a percent of receivables		5.28%	3
THREE MONTHS ENDED SEPTEMBER 30, 2005 Reserves for receivables at beginning of quarter Provision for credit losses	\$ 3,756 1,361 (902) 5	\$ 525 (23) (150) (1)	\$ 4, 1, (1,
Reserves for receivables at end of quarter Receivables Credit loss reserves as a percent of receivables	\$ 4,220 \$128,722 3.28%	\$ 351 \$ 6,759 5.19%	\$ 4, \$135, 3
THREE MONTHS ENDED DECEMBER 31, 2004 Reserves for receivables at beginning of quarter Provision for credit losses	\$ 3,953 1,286 (1,127) (487)	\$ 1,246 19 (375) 	\$ 5, 1, (1,
Reserves for receivables at end of quarter Receivables Credit loss reserves as a percent of receivables	•	\$ 890 \$14,225 6.26%	 \$ 4, \$121,
NONPERFORMING ASSETS: DECEMBER 31, 2005 Nonaccrual receivables	\$ 3,533 621 	\$ 176 21 	\$ 3,
Total nonperforming receivables	4,154 510	197 	4,
Total nonperforming assets Credit loss reserves as a percent of nonperforming receivables	\$ 4,664	\$ 197 	 \$ 4,
SEPTEMBER 30, 2005 Nonaccrual receivables	\$ 3,273 563 	\$ 268 41 	\$ 3,
Total nonperforming receivables	3,836 462	309	4,
Total nonperforming assets Credit loss reserves as a percent of nonperforming receivables	\$ 4,298	\$ 309	 \$ 4,
DECEMBER 31, 2004 Nonaccrual receivables	\$ 3,012 507 2	\$ 546 100 	 \$ 3,
Total nonperforming receivables	3,521 587	646	4,
Total nonperforming assets Credit loss reserves as a percent of nonperforming		\$ 646	\$ 4,
receivables	103.0%		10

SIGNATURE

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, thereunto duly authorized.

HSBC Holdings plc

Ву:

Name: P A Stafford

Title: Assistant Group Secretary

Date: 06 March, 2006