



HSBC Bank plc

(A company incorporated with limited liability in England with registered number 14259)

as Issuer

This base prospectus supplement (the "**Base Prospectus Supplement**") is supplemental to and must be read in conjunction with (i) the base prospectus dated 31 May 2018 relating to the issuance of Market Access Notes and Warrants under the Programme for the Issuance of Notes and Warrants (the "**Market Access Base Prospectus**"); (ii) the base prospectus dated 19 June 2018 relating to the issuance of Preference Share-Linked Notes under the Programme for the Issuance of Notes and Warrants (the "**Preference Share-Linked Base Prospectus**"); (iii) the base prospectus dated 29 June 2018 relating to the issuance of Interest Rate-Linked and Inflation-Linked Notes under the Programme for the Issuance of Notes and Warrants (the "**Interest Rate-Linked and Inflation-Linked Base Prospectus**"); and (iv) the base prospectus dated 13 April 2018 relating to the Debt Issuance Programme (the "**DIP Base Prospectus**") (the Market Access Base Prospectus, the Preference Share-Linked Base Prospectus, the Interest Rate-Linked and Inflation-Linked Base Prospectus and the DIP Base Prospectus together being hereafter referred to as the "**Base Prospectuses**") prepared by HSBC Bank plc (the "**Issuer**") in connection with the applications made for Notes, Warrants or Certificates (as applicable) to be admitted to listing on the Official List of the Financial Conduct Authority (in its capacity as competent authority for the purposes of Part VI of the Financial Services and Markets Act 2000 (the "**FSMA**")) and to trading on the regulated market of the London Stock Exchange plc and/or the offer of Notes, Warrants or Certificates to the public (as applicable).

This Base Prospectus Supplement constitutes a supplement for the purposes of Directive 2003/71/EC, as amended (the "**Prospectus Directive**") and a supplementary prospectus for the purposes of section 87G of the FSMA. Terms defined in the Base Prospectuses shall have the same meaning when used in this Base Prospectus Supplement.

To the extent that there is any inconsistency between any statement in this Base Prospectus Supplement and any other statement in, or incorporated by reference in, the Base Prospectuses, the statements in this Base Prospectus Supplement will prevail.

The purpose of this Base Prospectus Supplement is to:

- disclose that on 6 August 2018 the Issuer published its unaudited consolidated interim report for the six month period ended 30 June 2018 (the "**Unaudited Consolidated Interim Report**"). The Unaudited Consolidated Interim Report is available at <https://www.hsbc.com/investor-relations/subsidiary-company-reporting>. The Unaudited Consolidated Interim Report, other than information incorporated by reference therein, is hereby incorporated by reference into the Base Prospectuses;
- update the Summaries contained in the Market Access Base Prospectus, Preference Share-Linked Base Prospectus and Interest Rate-Linked and Inflation-Linked Base Prospectus (extracts of such revised elements to such Summaries being set out in Annex 1 hereto) with certain of the information disclosed in the Unaudited Consolidated Interim Report, namely:
 - updated trend information relating to the economic outlook in the UK and the eurozone as set out in Element B.4b (*Known trends affecting the Issuer and the industries in which it operates*); and
 - updated financial information relating to the six month period ended 30 June 2018, as set out in Element B.12 (*Selected key financial information, no material adverse change and no significant change statement*);

- replace paragraph 2 of the "*General Information*" section of the Registration Document (which is incorporated by reference into the Base Prospectuses) with the following statement:

"Save for the completion of the ring-fencing of the HSBC Group's UK retail banking activities on 1 July 2018, which is described on pages 3 to 6 of the Unaudited Consolidated Interim Report and in Note 12 to the Condensed Financial Statements contained therein, there has been no significant change in the financial or trading position of the Issuer and its subsidiary undertakings (the "**Group**") since 30 June 2018 nor any material adverse change in the prospects of the Issuer since 31 December 2017."; and

- replace each of paragraph 8 of the '*General Information*' section of the Market Access Base Prospectus, paragraph 8 of the '*General Information*' section of the Preference Share-Linked Base Prospectus and paragraph 10 of the '*General Information*' section of the Interest Rate-Linked and Inflation-Linked Base Prospectus with the following statement:

"Save for the completion of the ring-fencing of the HSBC Group's UK retail banking activities on 1 July 2018, which is described on pages 3 to 6 of the Unaudited Consolidated Interim Report and in Note 12 to the Condensed Financial Statements contained therein, there has been no significant change in the financial or trading position of the Issuer and its subsidiaries since 30 June 2018 nor any material adverse change in the prospects of the Issuer since 31 December 2017."

To the extent that any document or information incorporated by reference itself incorporates any information by reference, either expressly or impliedly, such information will not form part of this Base Prospectus Supplement or any of the Base Prospectuses for the purposes of the Prospectus Directive, except where such information or documents are stated within this Base Prospectus Supplement as specifically being incorporated by reference or where this Base Prospectus Supplement is specifically defined as including such information.

Save as disclosed in this Base Prospectus Supplement, no significant new factor, material mistake or inaccuracy relating to information included in each Base Prospectus has arisen since the publication of such Base Prospectus.

In circumstances where Article 16(2) of the Prospectus Directive (as implemented in the United Kingdom by Section 87Q(4) of the FSMA) applies, investors who have agreed to purchase or subscribe for any Notes, Warrants or Certificates prior to the publication of this Base Prospectus Supplement may have the right to withdraw their acceptance. Investors wishing to exercise any such right should do so by giving notice in writing to the person from whom they agreed to purchase or subscribe for such Notes, Warrants or Certificates no later than 10 August 2018, which is the final date for the exercise of such right to withdraw.

The Issuer accepts responsibility for the information contained in this Base Prospectus Supplement. To the best of the knowledge and belief of the Issuer (which has taken all reasonable care to ensure that such is the case) the information contained in this Base Prospectus Supplement is in accordance with the facts and does not omit anything likely to affect the import of such information.

ANNEX 1
EXTRACTS OF THE AMENDED ELEMENTS TO THE SUMMARIES OF THE MARKET ACCESS BASE PROSPECTUS, PREFERENCE SHARE-LINKED BASE PROSPECTUS AND INTEREST RATE-LINKED AND INFLATION-LINKED BASE PROSPECTUS

B.4b	Known trends affecting the Issuer and the industries in which it operates¹:	<p>UK</p> <p>UK real Gross Domestic Product ("GDP") growth slowed from 0.4% quarter-on-quarter in the fourth quarter of 2017 to 0.2% in the first quarter of 2018. Real UK GDP was 1.2% higher than the same quarter a year earlier. The unemployment rate stood at 4.2% in June, a 43-year low. Employment as a percentage of the workforce stood at a record high of 75.7%. Annual wage growth stood at 2.7% in June. The annual rate of growth of the Consumer Price Index ("CPI") measure of inflation stood at 2.4% in June 2018. Activity in the housing market softened, with price growth moderating but remaining positive.</p> <p>The outlook remains uncertain following the UK electorate's vote to leave the European Union ("EU") and the invocation of Article 50 (triggering a two-year countdown to leaving) in March 2017. The annual pace of UK real GDP growth is now expected to slow from 1.8% in 2017 to 1.3% in 2018. Investment could be hit by uncertainty over the UK's future relationship with the EU, and the risk of leaving without a transition deal. CPI inflation is expected to fall back, reflecting the waning impact of 2016's fall in the value of sterling. However, wages are expected to grow only slightly faster than inflation, meaning real income growth remains weak. This is expected to weigh on consumption. Given its outlook for consumer price inflation to run above its 2% target, the Bank of England's Monetary Policy Committee voted for a 25 basis point increase in Bank Rate in August 2018. However, due to soft growth and an uncertain outlook, Bank Rate is expected to remain at 0.75% until at least the end of 2018.</p> <p>Eurozone</p> <p>Economic growth in the eurozone has slowed. Real GDP grew by 0.4% in the first quarter of 2018, following three quarters of growth at 0.7%. Among the four largest eurozone countries, Spain continues to out-perform, with growth of 0.7% quarter-on-quarter in the first quarter of 2018. Germany and Italy grew by 0.3%, while France experienced an expansion of 0.2%. Growth was probably partly depressed by temporary factors, including wintry weather in northern Europe. Partly as a result of continued improvements in the labour market, household spending growth picked up in the first quarter of 2018 to 0.5% quarter-on-quarter. Meanwhile, low interest rates and limited levels of spare capacity are encouraging investment growth which, in year-on-year terms, rose by 3.6% in the first quarter of 2018.</p> <p>Following an expansion of 2.6% in 2017, HSBC Global Research expects GDP growth to decelerate to 2.0% in 2018, before easing further to 1.7% in 2019. The balance of risks – which include the threat of further trade protectionism and political uncertainty in Italy and Germany – is tilted to the downside.</p> <p>The CPI inflation rate rose from 1.2% to 1.9% in May, then to 2.0% in June, mainly reflecting the impact of recent oil price rises. But the core inflation rate remains low, at 0.9% in June. Given continued softness in underlying inflation, moves by the European Central Bank ("ECB") to tighten monetary</p>
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¹ Element B.4b (*Known trends affecting the Issuer and the industries in which it operates*) of the Summary has been amended for the updated trend information relating to the economic outlook predominately in the UK and the eurozone, as set out in the Issuer's unaudited consolidated interim report for the six month period ended 30 June 2018.

		policy are likely to be very gradual. Its current guidance is that net asset purchases under its Quantitative Easing ("QE") programme will end this year and that interest rates will not rise until 'at least through the summer' of 2019. HSBC Global Research expects the first rate increase – a 15 basis point rise in the deposit rate, to -0.25% – to take place in October 2019.																																																																								
B.12	Selected key financial information, no material adverse change and no significant change statement:²	The selected key financial information regarding the Issuer set out below has been extracted without material adjustment from the audited consolidated financial statements of the Issuer for the year ended 31 December 2017 (in respect of the table of year-end figures) and the Unaudited Consolidated Interim Report of the Issuer for the six month period ended 30 June 2018 (in respect of the table of half-year figures).																																																																								
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		<p>¹ Adjusted performance is computed by adjusting reported results for the effect of significant items as detailed on pages 10 to 12 of the Issuer's Annual Report and Accounts for the year ended 31 December 2017.</p> <p>² Net operating income before loan impairment charges and other credit risk provisions is also referred to as revenue.</p> <p>³ Capital ratios are as detailed in the capital section on pages 56 to 58 of the Issuer's Annual Report and Accounts for the year ended 31 December 2017.</p> <p>⁴ The return on average ordinary shareholders' equity is defined as profit attributable to shareholders of the parent company divided by the average total shareholders' equity.</p> <p>⁵ Reported cost efficiency ratio is defined as total operating expenses (reported) divided by net operating income before loan impairment charges and other credit risk provisions (reported), while adjusted cost efficiency ratio is defined as total operating expenses (adjusted) divided by net operating income before loan impairment charges and other credit risk provisions (adjusted). Net operating income before loan impairment charges and other credit risk provisions (adjusted) is also referred to as revenue (adjusted).</p> <p>⁶ Adjusted jaws measures the difference between adjusted revenue and adjusted cost growth rates.</p>																																																																								

² Element B.12 (Selected key financial information, no material adverse change and no significant change statement) of the Summary has been amended for the updated financial information, as set out in the Issuer's unaudited consolidated interim report for the six month period ended 30 June 2018.

	Half-year to	
	30 June 2018	30 June 2017
For the period (£m)¹		
Profit/(loss) before tax (reported basis).....	1,659	1,858
Profit before tax (adjusted basis) ²	1,765	2,530
Net operating income before change in expected credit losses and other credit impairment charges ³	6,439	6,913
Profit attributable to shareholders of the parent company	1,203	1,370
At period-end (£m)¹		
Total equity attributable to shareholders of the parent company.....	46,947	41,493
Total assets.....	865,870	832,380
Risk-weighted assets.....	230,386	239,703
Loans and advances to customers (net of impairment allowances).....	278,682	278,214
Customer accounts.....	385,913	385,766
Capital ratios (%)^{1,4}		
Common equity tier 1.....	13.3	10.9
Tier 1.....	15.6	13.0
Total capital.....	19.0	16.4
Performance, efficiency and other ratios (annualised %)¹		
Return on average ordinary shareholders' equity ⁵	5.6	7.2
Return on average risk-weighted assets.....	1.4	1.5
Adjusted return on average risk-weighted assets.....	1.5	2.1
Cost efficiency ratio (reported basis) ⁶	72.2	73.3
Cost efficiency ratio (adjusted basis) ⁶	70.3	63.8
Jaws (adjusted basis) ⁷	(9.3)	0.5
Ratio of customer advances to customer accounts.....	72.2	72.1

¹ The group adopted IFRS 9, as well as the European Union's regulatory transitional arrangements for IFRS 9, on 1 January 2018. Comparative information has not been restated. For further details, refer to 'Changes to accounting from 1 January 2018' on page 7, 'Standards applied during the half-year to 30 June 2018 on page 39 and Note 11 'Effects of reclassifications upon adoption of IFRS 9' on page 57 of the Unaudited Consolidated Interim Report of the Issuer for the six month period ended 30 June 2018.

² Adjusted performance is computed by adjusting reported results for the effect of significant items as detailed on pages 9 to 12 of the Unaudited Consolidated Interim Report of the Issuer for the six month period ended 30 June 2018.

³ Net operating income before change in expected credit losses and other credit impairment charges is also referred to as revenue.

⁴ Capital ratios are as detailed in the Capital section on pages 22 to 30 of the Unaudited Consolidated Interim Report of the Issuer for the six month period ended 30 June 2018.

⁵ The return on average ordinary shareholders' equity is defined as profit attributable to shareholders of the parent company divided by the average total shareholders' equity.

⁶ Reported cost efficiency ratio is defined as total operating expenses (reported) divided by net operating income before change in expected credit losses and other credit impairment charges (reported), while adjusted cost efficiency ratio is defined as total operating expenses (adjusted) divided by net operating income before change in expected credit losses and other credit impairment charges (adjusted).

⁷ Adjusted jaws measures the difference between adjusted revenue and adjusted cost growth rates.

		<p>There has been no material adverse change in the prospects of the Issuer since 31 December 2017.</p> <p>Save for the completion of the ring-fencing of the HSBC Group's UK retail banking activities on 1 July 2018, which is described on pages 3 to 6 of the Unaudited Consolidated Interim Report and in Note 12 to the Condensed Financial Statements contained therein, there has been no significant change in the financial or trading position of the Issuer and its subsidiary undertakings since 30 June 2018.</p>
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