

Notes issued pursuant to these Final Terms are securities to be listed under Listing Rule 17.

## FINAL TERMS

Final Terms dated 22 October 2012

Series No.: NWP 24950

### HSBC Bank plc Programme for the Issuance of Notes and Warrants

Issue of GBP 5,300,000

Notes linked to Eukairos Investments Ltd Class A Preference Shares Series 079

#### 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 terms and conditions of the Notes (the "**Conditions**") set forth in the Base Prospectus dated 19 June 2012 in relation to the above Programme which together with each supplemental prospectus relating to the above Programme published by the Issuer after 19 June 2012 constitute a prospectus ("**Prospectus**") for the purposes of the Prospectus Directive as amended (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 the Prospectus. 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 is available for viewing at HSBC Bank plc, 8 Canada Square, London E14 5HQ and <http://www.hsbc.com/1/2/investor-relations/fixed-income> and copies may be obtained from HSBC Bank plc, 8 Canada Square, London E14 5HQ.

**It is advisable that prospective investors considering acquiring any Notes understand the risks of transactions involving the Notes and it is advisable that they reach an investment decision after carefully considering, with their financial, legal, regulatory, tax, accounting and other advisers, the suitability of the Notes in light of their particular circumstances (including without limitation their own financial circumstances and investment objectives and the impact the Notes will have on their overall investment portfolio) and the information contained in the Prospectus and these Final Terms. Prospective investors should consider carefully the risk factors set forth under "Risk Factors" in the Prospectus.**

- |    |      |  |                                       |
|----|------|--|---------------------------------------|
| 1. | (i)  | Issuer:                                    | HSBC Bank plc                         |
|    | (ii) | Arranger(s):                               | HSBC Bank plc                         |
| 2. | (i)  | Series number:                             | NWP 24950                             |
|    | (ii) | Whether issue is of Notes or Certificates: | Notes                                 |
| 3. |      | Specified Currency or Currencies:          |                                       |
|    | (i)  | of denomination:                           | Great British Pounds (" <b>GBP</b> ") |
|    | (ii) | of payment:                                | GBP                                   |

4.	Aggregate Principal Amount of Notes:	GBP 5,300,000
5.	(i) Issue Price:	100 per cent. of the Aggregate Principal Amount
	(ii) Commission payable:	See paragraph 37 below
	(iii) Selling concession:	See paragraph 37 below
6.	(i) Denomination(s) ( <i>Condition 1(b)</i> ):	GBP 1.00
	(ii) Calculation Amount:	GBP 1.00
7.	Issue Date:	26 October 2012
8.	Maturity Date: ( <i>Condition 6(a)</i> )	<p>means (1) if the Preference Shares become subject to the auto-call provisions contained in the terms and conditions of the Preference Shares and redemption occurs (or would have become subject to such redemption but for the delay of the date for valuation or determination of the underlying asset or reference basis (or any part thereof) for the Preference Shares on or about such date):</p> <ul style="list-style-type: none"> <li>(i) in the year 2013, the 28 October 2013</li> <li>(ii) in the year 2014, the 27 October 2014</li> <li>(iii) in the year 2015, the 26 October 2015</li> <li>(iv) in the year 2016, the 26 October 2016</li> <li>(v) in the year 2017, the 26 October 2017</li> </ul> <p>or (2) otherwise 26 October 2018, or, in each case and if later, 2 (two) Business Days following the Valuation Date</p>
9.	Interest basis: ( <i>Conditions 3 to 5</i> )	Not applicable
10.	Redemption basis: ( <i>Condition 6</i> )	Preference Share-linked redemption (please see paragraph 22)
11.	Change of interest or redemption basis:	Not applicable
12.	Put/Call options:	Not applicable
13.	(i) Status of the Notes: ( <i>Condition 2</i> )	Unsubordinated, unsecured

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|-----|--|----------------|
|     | (ii) Date Board approval for issuance of Notes obtained: | Not applicable |
| 14. | Method of distribution:                                  | Non-syndicated |

**PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE**

- |     |   |                |
|-----|---|----------------|
| 15. | Fixed Rate Note provisions:<br>( <i>Condition 3</i> )             | Not applicable |
| 16. | Floating Rate Note provisions:<br>( <i>Condition 4</i> )          | Not applicable |
| 17. | Variable Coupon Amount Note provisions:<br>( <i>Condition 5</i> ) | Not applicable |
| 18. | Zero Coupon Note provisions:<br>( <i>Condition 5</i> )            | Not applicable |
| 19. | Dual Currency Note provisions/Multi-currency Note provisions:     | Not applicable |

**PROVISIONS RELATING TO REDEMPTION**

- |     |  |   |
|-----|--|---|
| 20. | Issuer's optional redemption (Call):<br>( <i>Condition 6(c)</i> )    | Not applicable  |
| 21. | Noteholder's optional redemption (Put):<br>( <i>Condition 6(d)</i> ) | Not applicable  |
| 22. | Final Redemption Amount of each Note:<br>( <i>Condition 6(a)</i> )   | The product of:<br>(a) Denomination; and<br><br>(b) $\frac{\text{Share Value}_{\text{final}}}{\text{Share Value}_{\text{initial}}}$ |

per Calculation Amount  
Where:

"Share Value<sub>final</sub>" means the Preference Share Value on the Valuation Date; and "Share Value<sub>initial</sub>" means the Preference Share Value on the Initial Valuation Date.

Calculation Agent responsible for calculating the Final Redemption Amount:

HSBC France

- |     |  |                |
|-----|--|----------------|
| 23. | Instalment Notes:<br>( <i>Condition 6(a)</i> ) | Not applicable |
| 24. | Early Redemption Amount:                       | Yes            |

(i) Early Redemption Amount (upon redemption for taxation reasons, illegality, following redemption at the option of the Issuer, following an event of default, following the occurrence of a Preference Share Early Redemption Event, an Extraordinary Event or Additional Disruption Event) (Conditions 6(b), 6(h) 10, 22(b), 22(c) or 22(d))	Per Calculation Amount, an amount in GBP calculated by the Calculation Agent on the same basis as the Final Redemption Amount except that the definition of Share Value <sub>final</sub> shall be the Preference Share Value on the day falling 2 (two) Business Days before the due date for early redemption of the Notes.
(iii) Other redemption provisions: (Condition 6(i))	Not applicable

#### GENERAL PROVISIONS APPLICABLE TO THE NOTES

25.	Form of Notes: (Condition 1(a))	
	(i) Form of Notes:	Bearer
	(ii) Bearer Notes exchangeable for Registered Notes:	Not applicable
26.	New Global Note:	No
27.	If issued in bearer form:	Applicable
	(i) Initially represented by a Temporary Global Note or Permanent Global Note:	Temporary Global Note
	(ii) Temporary Global Note exchangeable for Permanent Global Note and/or Definitive Notes and/or Registered Notes: (Condition 1(a))	Yes Temporary Global Note exchangeable for a Permanent Global Note which is exchangeable for Definitive Notes only in the limited circumstances specified in the Permanent Global Note
	(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:	Not applicable
	(v) Talons for future Coupons to be attached to Definitive Notes:	Not applicable
	(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
28.	Exchange Date for exchange of Temporary Global Note:	Not earlier than 40 days following the Issue Date
29.	Payments: ( <i>Condition 8</i> )	
	(i) Method of payment:	See Condition 8
	(ii) Relevant Financial Centre Day:	London
	(iii) Local banking day specified for payments in respect of the Notes in global form:	Not applicable
30.	Partly Paid Notes: ( <i>Condition 1</i> )	No
31.	Redenomination: ( <i>Condition 9</i> )	
	(i) Redenomination:	Not applicable
	(ii) Exchange:	Not applicable
32.	Other final terms:	See Annex 1

#### **PROVISIONS APPLICABLE TO PREFERENCE SHARE-LINKED NOTES**

33.	Provisions for Preference Share-Linked Notes:	
	(i) Preference Shares:	Eukairos Investments Ltd Class A Preference Shares Series 079
	(ii) Preference Share Issuer:	Eukairos Investments Ltd
	(iii) Initial Valuation Date:	the Issue Date
	(iv) Valuation Date:	means the 8 <sup>th</sup> (eighth) Business Day following the Preference Share Valuation Date

(v) Preference Share Valuation Date: means (1) if the Preference Shares become subject to the auto-call provisions contained in the terms and conditions of the Preference Shares (or would have become subject to such auto-call provisions but for the delay of the date for valuation or determination of the underlying asset or reference basis (or any part thereof) for the Preference Shares on or about such date):

(i) in the year 2013, 14 October 2013

(ii) in the year 2014, 13 October 2014

(iii) in the year 2015, 12 October 2015

(iv) in the year 2016, 12 October 2016

(v) in the year 2017, 12 October 2017

or (2) otherwise 12 October 2018, or, in each case, if such date for valuation of or any determination of the underlying asset or reference basis (or any part thereof) for the Preference Shares falling on or about such day is to be delayed in accordance with the terms and conditions of the Preference Shares by reason of a disruption or adjustment event, the Preference Share Valuation Date shall be such delayed valuation or determination date, all as determined by the Calculation Agent.

(vi) Valuation Time: As per Condition 21(a)

(vii) Extraordinary Event: Condition 22(c) applies

(viii) Additional Disruption Event: Condition 22(d) applies. The following Additional Disruption Events apply: Change in Law and Insolvency Filing

34. Additional provisions for Preference Share-Linked Notes: Not applicable

#### **DISTRIBUTION**

35. (i) If syndicated, names, addresses and underwriting commitments of Relevant Dealer(s)/Lead Manager(s): Not applicable

	(ii) If syndicated, names, addresses and underwriting commitments of other Dealer(s)/Manager(s) (if any):	Not applicable
	(iii) Date of Subscription Agreement:	Not applicable
	(iv) Stabilising Manager (if any):	Not applicable
36.	If non-syndicated, name and address of Relevant Dealer:	HSBC Bank plc 8 Canada Square London E14 5HQ United Kingdom
37.	Total commission and concession:	Total fees and commissions within a range of 2.50 to 5.00 per cent. of the Aggregate Principal Amount of the Notes is expected to be paid in connection with the Notes.
38.	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 account or the benefit of, a US person (as defined in Regulation S)
	Non-exempt Offer:	An offer of the Notes may be made by the Arranger other than pursuant to Article 3(2) of the Prospectus Directive in the United Kingdom (the " <b>Public Offer Jurisdiction</b> "). See further paragraphs 21-32 of Part B below.
	Other:	Not applicable
39.	Stabilisation:	Not applicable

**LISTING AND ADMISSION TO TRADING APPLICATION**

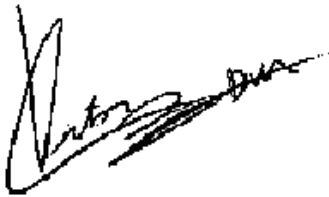
These Final Terms comprise the final terms required to list and have admitted to trading the issue of Notes described herein pursuant to the Programme for the Issuance of Notes and Warrants of HSBC Bank plc.

**RESPONSIBILITY**

The Issuer accepts responsibility for the information contained in these Final Terms. The information on the Preference Shares has been extracted from the constitutional documents of the Preference Share Issuer. Information on the Preference Share Underlying is extracted from the FTSE™ 100 Index. 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 the FTSE™ 100 Index no facts have been omitted which would render the reproduced inaccurate or misleading.

**CONFIRMED**

**HSBC BANK PLC**



Victor Delgado Melgares

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 London Stock Exchange on or around the Issue Date. No assurance can be given as to whether or not, or when, such application will be granted.

### 2. RATINGS

- Ratings: The Notes have not specifically been rated.

### 3. NOTIFICATION

Not applicable

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

Save as discussed in "Subscription and Sale of Notes" in the Prospectus, 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

- (i) Reasons for the offer: Not required to be disclosed
- (ii) Estimated net proceeds: Not required to be disclosed
- (iii) Estimated total expenses: Not required to be disclosed

### 6. PERFORMANCE OF THE PREFERENCE SHARES, EXPLANATION OF EFFECT ON VALUE OF INVESTMENT AND ASSOCIATED RISKS AND OTHER INFORMATION CONCERNING THE PREFERENCE SHARES AND THE PREFERENCE SHARE UNDERLYING

The Preference Share-Linked Notes relate to the Class A Preference Shares Series 079 of the Preference Share Issuer.

The Preference Share Value will be published on the following publicly available website (<http://www.hsbcnet.com/investor-solutions>).

The performance of the Preference Shares depends on the performance of the relevant underlying asset(s) or basis of reference to which the Preference Shares

are linked (the "**Preference Share Underlying**"). The Preference Share Underlying is the FTSE™ 100 Index. Information on the Preference Share Underlying (including past and future performance and volatility) is published on the website of Financial Times Limited.

**A copy of the terms and conditions of the Preference Shares in draft form (subject to completion and / or amendment) shall also be published on the following publicly available website: <http://www.hsbc.com/1/2/investor-relations/fixed-income>.**

#### **OPERATIONAL INFORMATION**

7.	ISIN Code:	XS0824399439
8.	Common Code:	082439943
9.	CUSIP:	Not applicable
10.	SEDOL:	Not applicable
11.	Intended to be held in a manner which would allow Eurosystem eligibility:	No
12.	Any clearing system(s) other than Euroclear and Clearstream, Luxembourg and the relevant identification number(s):	No
13.	Delivery:	Delivery against payment
14.	Settlement procedures:	Medium Term Note
15.	(i) Principal Paying Agent/Registrar:	HSBC Bank plc
	(ii) Additional Paying Agent(s) (if any):	None
16.	Common Depository:	HSBC Bank plc
17.	Agent Bank/Calculation Agent:	HSBC France (as Calculation Agent)
	— is Calculation Agent to make calculations?	Yes
	— if not, identify calculation agent:	Not applicable
18.	Notices: ( <i>Condition 13</i> )	As per Condition 13
19.	City in which specified office of Registrar to be maintained: ( <i>Condition 14</i> )	Not applicable
20.	ERISA Considerations:	Not applicable

#### **TERMS AND CONDITIONS OF THE OFFER**

21.	Offer Price:	The Arranger has offered the Notes to Walker Crips Structured Investments of Finsbury Tower, 103-105 Bunhill Row, London EC1Y 8LZ (the “ <b>Distributor</b> ”) at an offer price of 100% of the Aggregate Principal Amount of the Notes.
22.	Conditions to which the offer is subject:	Not applicable
23.	Description of the application process:	<p>A prospective investor should contact the Distributor during the Offer Period. A prospective investor will subscribe for the Notes in accordance with the arrangements existing between the Distributor and its customers relating to the subscription of securities generally and not directly with the Issuer or the Arranger.</p> <p>Persons interested in purchasing Notes should contact their financial adviser. If an investor in any jurisdiction other than the United Kingdom wishes to purchase Notes, such investor should (a) be aware that sales in the relevant jurisdiction may not be permitted; and (b) contact its financial adviser, bank or financial intermediary for more information.</p> <p><b>Offer Period</b> means the period from and including 5 September 2012 to and including 19 October 2012.</p>
24.	Description of possibility to reduce subscriptions and manner for refunding excess amount paid by applicants:	Not applicable
25.	Details of the minimum and/or maximum amount of application:	Not applicable
26.	Details of the method and time limits for paying up and delivering the Notes:	Prospective Noteholders will be notified by the Distributor of their allocations of Notes and the settlement arrangements in respect thereof. The Notes will be issued on the Issue Date on a delivery against payment basis.
27.	Manner in and date on which results of the offer are to be made public:	<p>The final size will be known at the end of the Offer Period.</p> <p>A copy of these Final Terms will be filed with the Financial Services Authority in</p>

the UK (the "FSA"). A notice pursuant to Rule PR 2.3.2(2) of the Financial Services Authority Handbook, 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(3).

- |     |  |  |
|-----|--|--|
| 28. | Procedure for exercise of any right of pre-emption, negotiability of subscription rights and treatment of subscription rights not exercised: | Not applicable   |
| 29. | Categories of potential investors to which the Notes are offered and whether tranche(s) have been reserved for certain countries:            | The Notes are to be offered to retail investors in the United Kingdom.   |
| 30. | Process for notification to applicants of the amount allotted and the indication whether dealing may begin before notification is made:      | At the end of the Offer Period, the Distributor will proceed to notify the prospective Noteholders as to the amount of their allotment of the Notes. |
| 31. | Amount of any expenses and taxes specifically charged to the subscriber or purchaser:  | Not applicable   |
| 32. | Name(s) and address(es), to the extent known to the Issuer, of the placers in the various countries where the offer takes place.             | Walker Crips Structured Investments<br>Finsbury Tower,<br>103-105 Bunhill Row,<br>London EC1Y 8LZ  |

## ANNEX 1

(This Annex forms part of the Final Terms to which it is attached.)

### **Index Disclaimer**

#### **STATEMENTS REGARDING THE FTSE™ 100 INDEX**

Neither the Notes nor the Preference Shares are in any way sponsored by FTSE International Limited ("**FTSE**") or by The London Stock Exchange plc (the "**Exchange**") or by The Financial Times Limited ("**FT**") and neither FTSE or Exchange or FT makes any warranty or representation whatsoever, expressly or impliedly, either as to the results to be obtained from the use of the FTSE™ 100 Index (the "**Index**") and/or the figure at which the said Index stands at any particular time on any particular day or otherwise. The Index is compiled and calculated solely by FTSE. However, neither FTSE or Exchange or FT shall be liable (whether in negligence or otherwise) to any person for any error in the Index and neither FTSE or Exchange or FT shall be under any obligation to advise any person of any error therein.

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