Notes issued pursuant to these Final Terms are securities to be listed under Listing Rule 19

#### FINAL TERMS

Final Terms dated 16 November 2012

Series No.: NWP26345

Tranche No.: 1

### **HSBC** Bank plc

#### Programme for the Issuance of Notes and Warrants

Issue of 8,000 Notes (USD 40,750,880) Index-Linked Notes due November 2013 linked to the MSCI DAILY TR NET EMERGING MARKETS SOUTH AFRICA USD Index

#### 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 (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.

The Notes described herein have a scheduled maturity date at 19 November 2013, do not bear interest and are linked to the level performance of the MSCI DAILY TR NET EMERGING MARKETS SOUTH AFRICA USD Index defined as the Index herein, as determined by the Calculation Agent (as defined herein). The performance of the Index will determine the basis for redemption of the Notes at scheduled maturity. The Notes will be redeemed at scheduled maturity at an amount which could be less than their nominal amount, as determined by the Calculation Agent. The Notes are redeemable prior to scheduled maturity in certain circumstances at an amount determined by the Calculation Agent which may be less than their nominal amount.

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.

HSBC

1.	(i) Issuer	HSBC Bank plc		
	(ii) Arranger(s):	HSBC Bank plc		
2.	(i) Series number:	NWP26345		
	(ii) Tranche number:	1		
	(iii) Whether issue is of Notes or Certificates:	Notes		
3.	Specified Currency or Currencies:			
	(i) of denomination:	United States Dollars ("USD")		
	(ii) of payment:	USD		
4.	Aggregate Principal Amount:			
	(i) Series:	8,000 Notes (USD 40,750,880)		
	(ii) Tranche:	8,000 Notes (USD 40,750,880)		
5.	(i) Issue Price:	USD 5,093.86		
	(ii) Commission payable:	None		
	(iii) Selling concession:	None		
6.	(i) Denomination(s)	USD 5,093.86		
	( $Condition\ I(b)$ ):			
	(ii) Calculation Amount:	The Denomination		
7.	(i) Issue Date:	19 November 2012		
	(ii) Interest Commencement Date:	Not applicable		
8.	Maturity Date: (Condition 6(a))	19 November 2013		
9.	Interest basis: (Conditions 3 to 5)	Not applicable		
10.	Redemption basis: (Condition 6)	Index-Linked Redemption		
11.	Change of interest or redemption basis:	Not applicable		
12.	Put/Call options:	Not applicable		
13.	(i) Status of the Notes: (Condition 2)	Unsubordinated, unsecured		

(ii) Date Board approval for Not applicable

issuance of Notes obtained:

14. Method of distribution: Non-syndicated

## PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

15. Fixed Rate Note provisions: Not applicable

(Condition 3)

16. Floating Rate Note provisions: Not applicable

(Condition 4)

17. Variable Coupon Amount Note Not applicable

provisions: (Condition 5)

18. Zero Coupon Note provisions: Not applicable

(Condition 5)

19. Index-Linked Interest Note/other Not applicable

variable-linked interest Note

Provisions:

20. Dual Currency Note provisions/Multi- Not applicable

currency Note provisions:

## PROVISIONS RELATING TO REDEMPTION

21. Issuer's optional redemption (Call): Not applicable

(Condition 6(c))

22. Noteholder's optional redemption Not applicable

(Put):

(Condition 6(d))

23. Final Redemption Amount of each See paragraph 24 below.

Note:

(Condition 6(a))

24. Final Redemption Amount of each Applicable

Note in cases where the Final

Redemption Amount is Equity-Linked/ Index-Linked or other variable-linked:

(i) Index/Formula/other The Index as defined in paragraph 38(i) below

variable:

(ii) Calculation Agent responsible HSBC France

for calculating the Final Redemption Amount:

(iii) Provisions for determining
Final Redemption Amount
where calculated by reference
to Equity/Index and/or

Formula and/or other variable;

Unless the Notes have been previously redeemed, or purchased and cancelled in accordance with the Conditions and subject to the other provisions of these Final Terms and the Conditions, the Issuer shall redeem the Notes on the Maturity Date by paying an amount in the Specified Currency in respect of each Note determined by the Calculation Agent in accordance with the following formula:

10 × Final Index Level

Where:

"**Final Index Level**" means the level specified as such in the paragraph 38(vii) below.

(iv) Provisions for determining Final Redemption Amount where calculation by reference to Equity/Index and/or Formula and/or other variable is impossible or impracticable or otherwise disrupted:

See Condition 21 and paragraph 38 below

(v) Minimum Final Redemption

Amount

Not applicable

(vi) Maximum Final Redemption

Amount:

Not applicable

Not applicable

25. Instalment Notes:

(Condition 6(a))

26. Early redemption amount:

Yes

 (i) Early redemption amount (upon redemption for taxation reasons, illegality or following an Event of Default:

(*Conditions* 6(*b*), 6(*h*) or 10)

With respect to each Note, the amount in the Specified Currency determined by the Calculation Agent in its sole and absolute discretion to be the fair market value of the Note immediately prior to the early redemption date, less any reasonable expenses and costs to the Issuer and/or any affiliate of the Issuer of unwinding any underlying and/or related hedging and/or funding arrangements

(ii) Other redemption provisions: (Condition 6(i))

Not applicable

# GENERAL PROVISIONS APPLICABLE TO THE NOTES

27. Form of Notes:

(Condition 1(a))

(i) Form of Notes:

Bearer Notes

(ii) Bearer Notes exchangeable for

Registered Notes:

Not applicable

28. New Global Note

No

29. If issued in bearer form:

(i) Initially represented by a Temporary Global Note or Permanent Global Note: Temporary Global Note

(ii) Temporary Global Note Temporary Global Note exchangeable for a Permanent Global Note which is exchangeable for exchangeable for Permanent Global Note and/or Definitive Definitive Notes only in the limited circumstances Notes Registered specified in the Permanent Global Note Notes: (Condition 1(a)) (iii) Permanent Global Note Not applicable exchangeable at the option of the bearer for Definitive Notes and/or Registered Notes: (iv) Coupons to be attached to No **Definitive Notes:** Talons for future Coupons to (v) No attached to Definitive Notes: (vi) Definitive Notes to be Yes (a) security printed: (b) if the answer to (a) is Yes yes, whether steel engraved plates will be used: (vii) Definitive Notes to be in Yes ICMA or successor's format: (viii) Issuer or Noteholder to pay Issuer costs of security printing: Exchange Date for exchange of Not earlier than 40 days following the Issue Date Temporary Global Note: Payments: (Condition 8) (i) Method of payment: Not applicable

31. Payments:

30.

(ii) Relevant Financial Centre New York

Day:

(iii) Local banking day specified for No payments in respect of the Notes in global form:

32. Party Paid Notes: No

(Condition 1)

33. Redenomination: Not applicable

(Condition 9)

34. Other final terms: See Annexes

# PROVISIONS APPLICABLE TO INDEX-LINKED NOTES, CASH EQUITY NOTES, EQUITY-LINKED NOTES

35. Security Delivery (for Equity-Linked Not applicable Notes only):

36.	Provisions for Cash Equity Notes and Equity-Linked Notes:	Not applicable	
37.	Additional provisions for Equity- Linked Notes:	Not applicable	
38.	Provisions for Index-Linked Notes:	Applicable	
	(i) Index(ices):	The MSCI DAILY TR NET EMERGING MARKETS SOUTH AFRICA USD Index (Bloomberg Code: NDEUSSA Index)	
	(ii) Index Sponsor:	MSCI BARRA	
	(iii) Index Rules:	Not applicable	
	(iv) Exchange(s):	Johannesburg Stock Exchange	
	(v) Related Exchange(s):	South African Futures Exchange (Safex)  The definition in Condition 21(a) applies  The definition in Condition 21(a) applies  5 November 2012	
	(vi) Initial Index Level:		
	(vii) Final Index Level:		
	(viii) Strike Date:		
	(ix) Reference Level:	Not applicable	
	(x) Adjustments to Indices:	Condition 21(f) applies	
	(xi) Additional Disruption Event:	The following Additional Disruption Events apply: Change in Law, Hedging Disruption, Increased Cost of Hedging	
	(xii) Index Substitution:	Not applicable	
39.	For Equity-Linked and Credit-Linked Notes:	Not applicable	
40.	Valuation Date(s):	5 November 2013, subject to postponement in accordance with Condition 21(e)	
41.	Valuation Time:	The definition in Condition 21(a) applies	
42.	Averaging Dates:	eraging Dates: Not applicable	
43.	Other terms or special conditions relating to Index-Linked Notes, Cash Equity Notes or Equity-Linked Notes:	See Annex	
DISTRIBUT	TION		
44.	(i) If syndicated, names of Relevant Dealer(s)/Lead Manager(s):	Not applicable	
	(ii) If syndicated, names of other Dealers/Managers (if any):	Not applicable	
	(iii) Date of Subscription Agreement:	Not applicable	

(iv) Stabilising Manager (if any): Not applicableIf non-syndicated, name of Relevant HSBC Bank Plc

Dealer:

45.

46. Total commission and concession: Not applicable

47. Selling restrictions: TEFRA D Rules

United States of America: Notes may not be offered dos sold within the United

States of America or to or for the benefit of a U.S.

person (as defined in Regulation S).

Non-exempt Offer: Not applicable

Other: Not applicable

48. 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. Information relating to the Index has been extracted from *Bloomberg*. 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 *Bloomberg*, no facts have been omitted which would render the reproduced inaccurate or misleading.

#### **CONFIRMED**

HSBC BANK PLC

Victor Delgado Melgares

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 19. 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 Regulated Market with effect from 19 November 2012. 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", 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 applicable

(ii) Estimated net proceeds: Not applicable

(iii) Estimated total expenses: Not applicable

6. **YIELD** 

Indication of yield: Not applicable

7. HISTORIC INTEREST RATES

Not applicable

8. PERFORMANCE OF INDEX/FORMULA/OTHER VARIABLE, EXPLANATION OF EFFECT ON VALUE OF INVESTMENT AND ASSOCIATED RISKS AND OTHER INFORMATION CONCERNING THE UNDERLYING

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Calculation Agent. The Notes are redeemable prior to scheduled maturity in certain circumstances at an amount determined by the Calculation Agent which may be less than their nominal amount.

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.

Details of the past and future performance and volatility of the Index can be obtained from *Bloomberg*.

# 9. PERFORMANCE OF EXCHANGE RATE(S) AND EXPLANATION OF EFFECT ON VALUE OF INVESTMENT AND ASSOCIATED RISKS

Not applicable

## OPERATIONAL INFORMATION

10.	ISIN Code:	XS0854278578	
11.	Common Code:	085427857	
12.	CUSIP:	Not applicable	
13.	SEDOL:	Not applicable	
14.	Intended to be held in a manner which would allow Eurosystem eligibility:	No	
15.	Any clearing system(s) other than Euroclear None and Clearstream, Luxembourg and the relevant identification number(s):		
16.	Delivery:	Delivery against payment	
17.	Settlement procedures:	Medium Term Note	
18.	(i) Principal Paying Agent:	HSBC Bank plc	
	(ii) Additional Paying Agent(s) (if any):	None	
19.	Common Depositary: HSBC Bank plc		
20.	Agent Bank/Calculation Agent:	HSBC Bank plc / HSBC France	
	— is Calculation Agent to make calculations?	Yes	
	— if not, identify calculation agent:	Not applicable	
21.	Notices:	Applicable	

# (Condition 13)

**ERISA Considerations:** 

24.

22.	City in which specified office of Registrar to be maintained:	Not applicable	
	(Condition 14)		
23.	Other Final Terms:	See Annex	

No

#### **ANNEX**

(this annex forms part to the Final Terms to which it is attached)

# **Index Disclaimer**

# STATEMENTS REGARDING THE MSCI DAILY TR NET EMERGING MARKETS SOUTH AFRICA USD Index

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