FINAL TERMS

Final Terms dated 15 January 2013

Series No.: NWP 26988

Tranche No.: 1

HSBC Bank plc

Programme for the Issuance of Notes and Warrants
Issue of

USD 30,000,000 Callable Accreting Notes

due January 2043

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"). 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 26988
	(ii)	Tranche number:	1
	(iii)	Whether issue is of Notes or	Notes

		Certificates:	
3.	Specified Currency or Currencies:		
	(i)	of denomination:	United States Dollars ("**USD**")
	(ii)	of payment:	USD
4.	Aggregate Principal Amount:		
	(i)	Series:	USD 30,000,000
	(ii)	Tranche:	USD 30,000,000
5.	(i)	Issue Price:	100 per cent. of the Aggregate Principal Amount
	(ii)	Commission payable:	None
	(iii)	Selling concession:	None
6.	(i) Denomination(s) (*Condition 1(b)*):		USD 200,000
	(ii) Calculation Amount:		USD 200,000
7.	(i)	Issue Date:	16 January 2013
	(ii)	Interest Commencement Date:	Not applicable
8.	Maturity Date: (*Condition 6(a)*)		16 January 2043 subject to adjustment in accordance with the Modified Following Business Day Convention and London and New York shall be the applicable Business Centre(s) for the definition of Business Day.
9.	Interest basis: (*Conditions 3 to 5*)		Not Applicable
10.	Redemption basis: (*Condition 6*)		See paragraph 23 and Annex 1
11.	Change of interest or redemption basis:		Not applicable
12.	Put/Call options:		Condition 6(c) will apply as specified below
13.	(i)	Status of the Notes: (*Condition 2*)	Unsubordinated, unsecured
	(iii)	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: (*Condition 3*)	Not applicable
16.	Floating Rate Note provisions: (*Condition 4*)	Not applicable
17.	Variable Coupon Amount Note provisions: (*Condition 5*)	Not applicable
18.	Zero Coupon Note provisions: (*Condition 5*)	Not applicable
19.	Index-Linked Interest Note/other variable-linked interest Note Provisions:	Not applicable
20.	Dual Currency Note provisions /Multi-currency Note provisions:	Not applicable

PROVISIONS RELATING TO REDEMPTION

21.	Issuer's optional redemption (Call): (*Condition 6(c)*)	Applicable
(i)	Redemption amount (Call):	The Redemption Amount (Call) in respect of each Calculation Amount on a particular Call Option Date shall be an amount equal to the Accreted Notional Amount (as specified against the relevant Call Option Date in Annex 1) divided by the number of Notes (being 150) (all as set out in Annex 1 below).
(ii)	Series redeemable in part:	No
(iii)	Call Option Date(s)/Call option period:	The Issuer may call the Notes on each Call Option Date as set out in Annex 1, such date being adjusted in accordance with the Modified Following Business Day Convention and London and New York shall be the applicable Business

		Centre(s) for the definition of Business Day, upon providing no less than five Business Days notice,
22.	Noteholder's optional redemption (Put): (*Condition 6(d)*)	Not applicable
23.	Final Redemption Amount of each Note: (*Condition 6(a)*)	Unless previously redeemed, or purchased and cancelled, the Final Redemption Amount payable by the Issuer in respect of each Calculation Amount on the Maturity Date shall be an amount equal to USD 98,715,145.77 divided by the number of Notes (being 150).
24.	Final Redemption Amount of each Note in cases where the Final Redemption Amount is Index-Linked or other variable-linked:	Not applicable
25.	Instalment Notes: (*Condition 6(a)*)	Not applicable
26.	Early redemption amount:	Not applicable
	(i) Early Redemption Amount (upon redemption for taxation reasons, a force majeure event, or following an Event of Default): (*Condition 6(b)*), 6(h) *and Condition 10*	100 per cent of calculation amount
	(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:	Registered
	(ii) Bearer Notes exchangeable for Registered Notes:	Not applicable

28.	Issued under the new safekeeping structure::	No
29.	If issued in bearer form:	Not applicable
30.	Exchange Date for exchange of Temporary Global Note:	Not applicable
31.	Payments: (*Condition 8*)	
	(i) Method of payment:	Condition 8 applies
	(ii) Relevant Financial Centre Day:	London and New York
	(iii) Local banking day specified for payments in respect of the Notes in global form:	No
32.	Partly Paid Notes: (*Condition 1*)	Not applicable
33.	Redenomination: (*Condition 9*)	Not applicable
	(i) Redenomination:	Not applicable
	(ii) Exchange:	Not applicable
34.	Other final terms:	Not applicable
35.	Valuation Date:	Not applicable

DISTRIBUTION

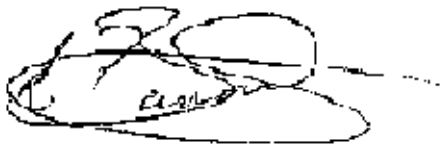
36.	(i) If syndicated, names of Relevant Dealer(s)/Lead Manager(s):	Not applicable
	(ii) If syndicated, names of other Dealers/Managers (if any):	Not applicable
	(iii) Date of Subscription Agreement:	Not applicable
	(iv) Stabilising Manager (if any):	Not applicable

37.	If non-syndicated, name and address of Relevant Dealer:	HSBC Bank plc 8 Canada Square, London E14 5HQ
38.	Total commission and concession:	Not applicable
39.	Selling restrictions:	Not Rule 144A **eligible**
	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 any U.S. Person (as defined in Regulation S).
	Non-exempt offer:	Not applicable
	Additional selling restrictions:	The Notes do not qualify as a collective investment scheme as per the Federal Act on Collective Investment Schemes (CISA) and is not subject to approval or supervision by the Swiss Federal Banking Commission.
40.	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.

CONFIRMED
HSBC BANK PLC



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. 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 at 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.

OPERATIONAL INFORMATION

3.	ISIN Code:	XS0872702039
4.	Common Code:	087270203
5.	CUSIP:	Not applicable
6.	SEDOL:	Not applicable
7.	New Global Note intended to be held in a manner which would allow Eurosystem eligibility:	No
8.	Any clearing system(s) other than Euroclear and Clearstream, Luxembourg and the relevant identification number(s):	None
9.	Delivery:	Delivery against payment
10.	Settlement procedures:	Medium Term Note

11.	(i) Principal Paying Agent / Registrar:	HSBC Bank plc
	(ii) Additional Paying Agent(s) (if any):	None
12.	Common Depositary:	HSBC Bank plc
13.	Agent Bank/Calculation Agent:	HSBC France
	— is Calculation Agent to make calculations?	Yes
	— if not, identify calculation agent:	Not applicable
14.	Notices: (*Condition 13*)	As per Condition 13
15.	City in which specified office of Registrar to be maintained: (*Condition 14*)	London
16.	Other Final Terms:	Not applicable
17.	ERISA Considerations:	Not applicable

ANNEX 1

Call Option Date	**Accreted Notional Amount (USD)**
16 Jan 2014	31,215,000.00
16 Jan 2019	38,069,201.01
16 Jan 2024	46,428,449.96
16 Jan 2029	56,623,225.82
16 Jan 2034	69,056,574.27
16 Jan 2039	84,220,041.86