

## PRICING SUPPLEMENT

Pricing Supplement dated 9 July 2013

**HSBC Bank plc**

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

**Issue of**

**19,000 European Style Call Warrants linked to S&P Europe 350 Daily Risk Control 10% Index, S&P Asia 50 Daily Risk Control 10% Index and S&P 500 Daily Risk Control 10% Index**

**expiring June 2020 issued pursuant to HSBC Bank plc's Programme for the Issuance of Notes and Warrants**

### **PART A - CONTRACTUAL TERMS**

This document constitutes the pricing supplement ("**Pricing Supplement**") relating to the issue of the Tranche of Warrants described herein for the purposes of listing on the Official List of the Irish Stock Exchange and must be read in conjunction with the Offering Memorandum dated 18 June 2013 as supplemented from time to time (the "**Offering Memorandum**") which, together with this Pricing Supplement, constitute listing particulars for the purposes of listing on the Global Exchange Market. Terms used herein shall be deemed to be defined as such for the purposes of the terms and conditions of the Warrants (the "**Conditions**") set forth in such Offering Memorandum.

Full information on the Issuer and the offer of the Warrants is only available on the basis of the combination of this Pricing Supplement and the Offering Memorandum. The Offering Memorandum is available for viewing at HSBC Bank plc, 8 Canada Square, London E14 5HQ, United Kingdom and [www.hsbc.com](http://www.hsbc.com) (please follow links to 'Investor relations', 'Fixed income securities', 'Issuer programmes') and copies may be obtained from HSBC Bank plc, 8 Canada Square, London E14 5HQ, United Kingdom.

**The Offering Memorandum does not comprise (i) a prospectus for the purposes of Part VI of the Financial Services and Markets Act 2000 (as amended) or (ii) a base prospectus for the purposes of Directive 2003/71/EC as amended (the "Prospectus Directive"). The Offering Memorandum has been prepared solely with regard to Warrants that are not to be admitted to listing or trading on any regulated market for the purposes of Directive 2004/39/EC and not to be offered to the public in a Member State (other than pursuant to one or more of the exemptions set out in Article 3.2 of the Prospectus Directive).**

**It is advisable that investors considering acquiring any Warrants understand the risks of transactions involving the Warrants 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 Warrants in light of their particular circumstances (including without limitation their own financial circumstances and investment objectives and the impact the Warrants will have on their overall investment portfolio) and the information contained in the Offering Memorandum and this Pricing Supplement. Investors should consider carefully the risk factors set forth under "*Risk Factors*" in the Offering Memorandum.**

1. Issuer: HSBC Bank plc

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2.	Tranche number:	1
3.	Settlement Currency:	Euro (“ <b>EUR</b> ”)
4.	Aggregate Number of Warrants in the:	
	(i) Series:	19,000 Warrants
	(ii) Tranche:	19,000 Warrants
5.	Face Value:	EUR 1,000 per Warrant
6.	Issue Date:	15 July 2013
7.	Issue Price:	6.98 per cent. of the Face Value per Warrant (EUR 69.80 per Warrant)
8.	Strike Price:	Not applicable
9.	Type of Warrants:	Index Basket Warrant
10.	Series represented by:	Unrestricted Global Registered Warrant
11.	Form of Warrant:	Registered Warrants
12.	Style of Warrants:	The Warrants are European Style Call Warrants. Condition 4(b) is applicable.
13.	(i) Expiry Date:	30 June 2020
	(ii) Automatic Exercise:	Applicable
	(iii) Exercise Period:	Not applicable
	(iv) Potential Exercise Date(s):	Not applicable
	(v) Knock-In Event:	Not applicable
	(vi) Knock-Out Event:	Not applicable
14.	(i) Minimum Exercise / Minimum Trading Size:	1 Warrant
	(ii) Permitted Multiple:	1 Warrant
15.	Cash Settlement:	Applicable. The Warrants are Cash Settlement Warrants. Condition 4(d) ( <i>Cash Settlement</i> ) applies
	(i) Settlement Currency:	EUR
	(ii) Cash Settlement Amount:	Unless previously purchased and cancelled, each of the Warrants shall be exercised on the Expiry Date against payment on the Cash Settlement Payment Date of an amount in respect of each Warrant in EUR determined by

the Calculation Agent in accordance with the following formula:

Face Value  $\times$   $\text{Max}\{0; (1/3 \text{ Performance}_1 + 1/3 \text{ Performance}_2 + 1/3 \text{ Performance}_3) - 100\%\}$

“**Performance<sub>k</sub>**” means in respect of an Index<sub>k</sub>:

$$\frac{\frac{1}{28} \sum_{t=1}^{\mathcal{N}} \text{Index}_k(t)}{\text{Index}_k(\text{Initial})} \times 100\%$$

“**Index<sub>k</sub> (Initial)**” means in respect of an Index<sub>k</sub>, its Initial Index Level, as set out in Annex 1.

“**Index<sub>k</sub> (t)**” means in respect of an Index<sub>k</sub> the Reference Level.

(iii)	Cash Settlement Payment Date:	3 July 2020
16.	Physical Settlement:	Not applicable
17.	Index Warrants or Index Basket Warrants:	Applicable. The Warrants are Index Basket Warrants
(i)	Index/Indices:	See Annex 1
(ii)	Basket:	The Indices comprising the Basket are set out in Annex 1
(iii)	Index Sponsor(s):	Standard and Poor’s Corporation
(iv)	Index Rules:	Not applicable
(v)	Exchange(s):	Not applicable
(vi)	Related Exchange(s):	Not applicable
(vii)	Valuation Time:	The time at which the official closing level of the relevant Index is published by the Index Sponsor
(viii)	Valuation Date:	Each Strike Date and each Averaging Date. In relation to the Expiry Date only Condition 18(b) is not applicable.
(ix)	Averaging Dates:	Applicable. See Annex 2
(x)	Reference Level:	Applicable. In respect of an Index <sub>k</sub> , the official closing level of the relevant Index published by the Index Sponsor on an Averaging Date.
(xi)	Additional	The following Additional Disruption Events apply: Change

	Disruption Event:	in Law, Hedging Disruption, Increased Cost of Hedging
(xii)	Initial Index Level:	See Annex 1
(xiii)	Final Index Level:	Not applicable
(xiv)	Adjustment of Indices:	Condition 18(c) applies
(xv)	Strike Date:	See Annex 1
(xvi)	Index Substitution	Not applicable
18.	Security Warrant or Security Basket Warrant:	Not applicable
19.	Averaging Date Market Disruption:	Postponement. Not applicable in respect of determining the level of an Index <sub>k</sub> on the Expiry Date only.
20.	Business Day:	London, TARGET
21.	(i) Payment of Alternative Payment Currency Equivalent:	Not applicable
	(ii) Underlying Currency	Not applicable
	Pair provisions:	
	(iii) FX Disruption:	Not applicable
22.	Business Centre:	London, TARGET
23.	Selling Restrictions:	In addition to the selling restrictions listed in "Purchase and Sale of the Warrants" contained in the Offering Memorandum:  Regulation S  Warrants may not be sold or offered within the United States of America or to, or for the account or the benefit of, U.S. Persons (as defined in Regulation S).
24.	Other Terms:	Annex 3.  If the Expiry Date is a Disrupted Day, the Calculation Agent will determine the level of the relevant Index <sub>k</sub> by reference to official closing level of the relevant Index <sub>k</sub> published by the Index Sponsor on the Scheduled Trading Day immediately preceding the Expiry Date which was not a Disrupted Day.

## DISTRIBUTION

25. (i)	If syndicated, names of Relevant Manager(s)/Lead	Not applicable
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Manager(s):

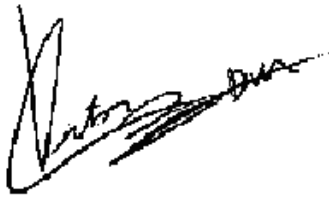
(ii) If syndicated, names of other Managers (if any):

Not applicable

26. Exemption(s) from requirements under Directive 2003/71/EC (as amended) (the "**Prospectus Directive**"):

The offer is addressed solely to qualified investors (as such term is defined in the Prospectus Directive)

**CONFIRMED**  
**HSBC BANK PLC**



Victor Delgado Melgares

By: -----  
*Authorised Signatory*

Date: -----

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## PART B - OTHER INFORMATION

### 1 LISTING

- (i) Listing: Not applicable
- (ii) Admission to trading: Application will be made for the Warrants to be admitted to trading on the non regulated market of the Frankfurt Freiverkehr with effect from the Issue Date. No assurance can be given as to whether or not, or when, such application will be granted.

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

Save for any fees payable to the Manager(s) (if any), so far as the Issuer is aware, no person involved in the issue of the Warrants has an interest material to the issue. The Manager(s) and their affiliates have engaged, and may in the future engage, in investment banking and/or commercial banking transactions with, and may perform other services for, the Issuer and its affiliates in the ordinary course of business

### 3. REASONS FOR THE OFFER ESTIMATED NET PROCEEDS AND TOTAL EXPENSES

- (i) Reasons for the offer: Not applicable
- (ii) Estimated net proceeds: Information not provided
- (iii) Estimated total expenses: Information not provided

### 4. PERFORMANCE OF INDEX/FORMULA/OTHER VARIABLE AND OTHER INFORMATION CONCERNING THE UNDERLYING

Details of the past and future performance and volatility of the Indices can be obtained from Bloomberg Code SPEU10EE, Bloomberg Code SPRA10EE, and Bloomberg Code SPXT10UE.

### OPERATIONAL INFORMATION

- 5. ISIN Code: GB00BBPJJDY32
- 6. Common Code: 095144934
- 7. CUSIP: Not applicable
- 8. Valoren Number: Not applicable
- 9. SEDOL: Not applicable
- 10. WKN: A1Y1N9
- 11. Any clearing system(s) other than Euroclear and Clearstream, Luxembourg and the relevant identification number(s): None
- 12. Delivery: Delivery against payment
- 13. Additional Paying Agent(s) (if any): None

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|---|----------------|
| 14. Common Depositary:  | HSBC Bank plc  |
| 15. Calculation Agent:  | HSBC Bank plc  |
| 16. City in which specified office of Warrant Registrar to be maintained: | London         |
| 17. ERISA Considerations:   | Not applicable |

## ANNEX 1

(This annex forms part of the Pricing Supplement to which it is attached)

### Basket of Indices

<b>k</b>	<b>Index</b>	<b>Bloomberg Ticker</b>	<b>Index<sub>k</sub> (Initial) / Initial Index Level</b>	<b>Strike Date</b>
1	S&P EUROPE 350 DAILY RISK CONTROL 10%	SPEU10EE	111.9108	1 July 2013
2	S&P ASIA 50 DAILY RISK CONTROL 10% INDEX	SPRA10EE	151.641	2 July 2013
3	S&P DAILY 500 RISK CONTROL 10% INDEX	SPXT10UE	121.601	1 July 2013



## ANNEX 2

(This annex forms part of the Pricing Supplement to which it is attached)

### Averaging Dates

<b>t</b>	<b>Averaging Date<sub>t</sub></b>
1	30 September 2013
2	31 December 2013
3	31 March 2014
4	30 June 2014
5	30 September 2014
6	31 December 2014
7	31 March 2015
8	30 June 2015
9	30 September 2015
10	31 December 2015
11	31 March 2016
12	30 June 2016
13	30 September 2016
14	31 December 2016
15	31 March 2017
16	30 June 2017
17	30 September 2017
18	31 December 2017
19	31 March 2018
20	30 June 2018
21	30 September 2018
22	31 December 2018
23	31 March 2019
24	30 June 2019

25	30 September 2019
26	31 December 2019
27	31 March 2020
28	30 June 2020

### ANNEX 3

(This annex forms part of the Pricing Supplement to which it is attached)

#### Index Disclaimer

#### **STATEMENTS REGARDING THE S&P EUROPE 350 DAILY RISK CONTROL 10% INDEX, S&P ASIA 50 DAILY RISK CONTROL 10% INDEX and S&P 500 DAILY RISK CONTROL 10% INDEX (together, the “Indices”)**

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