

FINAL TERMS

Amended Final Terms dated 01 March 2013

Series No.: NWP27892

Tranche No.: 1

HSBC Bank plc

Programme for the Issuance of Notes and Warrants

Issue of EUR 10,010,000 Variable Coupon Amount Automatic Early Redemption Index-Linked

Notes due March 2018 linked to the Euro Stoxx 50 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 and prior to or on the Issue Date 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 www.hsbc.com (please follow links to 'Investor relations', 'Fixed income securities' and 'Issuance programmes') and copies may be obtained from HSBC Bank plc, 8 Canada Square, London E14 5HQ.

The Notes described herein have a scheduled maturity on 01 March 2018, bear interest payable in arrear on scheduled interest payment dates conditional in each case on the performance of the Euro Stoxx 50 Index defined as the Index herein. The performance of the Index on particular dates may result in the redemption of the Notes prior to scheduled maturity at a premium to their nominal amount. The price performance of the Index will also determine the basis for redemption of the Notes at scheduled maturity. Unless the Notes have been redeemed early, the Notes will be redeemed at scheduled maturity at 100 per cent. of their nominal amount if, on the Valuation Date, the Calculation Agent (as defined herein) determines that the Final Index Level (as defined herein) is greater than or equal to the Initial Index Level (as defined herein). If, on the Valuation Date, the Calculation Agent determines that the Final Index Level is less than the Initial Index Level but greater than or equal to the Strike Price, the Notes will be redeemed at scheduled maturity at their nominal amount. Otherwise, if on the Valuation Date, the Calculation Agent determines that the Final Index Level is less than the Strike Price, the Notes will be redeemed by payment of an amount less than the nominal amount of the Notes and equal to the product of such nominal amount and the fraction of which the numerator is the Final Index Level and the denominator is the Strike Price, 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:	NWP27892
	(ii)	Tranche number:	1
	(iii)	Whether issue is of Notes or Certificates:	Notes
3.		Specified Currency or Currencies:	
	(i)	of denomination:	Euro (“ EUR ”)
	(ii)	of payment:	EUR
4.		Aggregate Principal Amount:	
	(i)	Series:	EUR 10,010,000
	(ii)	Tranche:	EUR 10,010,000
5.	(i)	Issue Price:	100 per cent. of the Aggregate Principal Amount
	(ii)	Commission payable:	None
	(iii)	Selling concession:	None
6.	(i)	Denomination(s):	EUR 10,000
		<i>(Condition 1(b))</i>	
	(ii)	Calculation Amount:	The Denomination
7.	(i)	Issue Date:	01 March 2013
	(ii)	Interest Commencement Date:	The Issue Date
8.		Maturity Date:	01 March 2018, subject to early redemption on an Automatic Early Redemption Date. See paragraph 43(iii)
		<i>(Condition 6(a))</i>	
9.		Interest basis:	Variable Coupon Amount thereafter. See paragraph 17
		<i>(Conditions 3 to 5)</i>	
10.		Redemption basis:	Index-Linked Redemption
		<i>(Condition 6)</i>	
11.		Change of interest or redemption basis:	The Notes are subject to early redemption on an Automatic Early Redemption Date. See paragraph 43(iii)
12.		Put/Call options:	Not applicable
13.	(i)	Status of the Notes:	Unsubordinated, unsecured
		<i>(Condition 2)</i>	

(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: Not applicable

(Condition 3)

16. Floating Rate Note provisions: Not applicable

(Condition 4)

17. Variable Coupon Amount Note provisions: Applicable

(Condition 5)

(i) Interest Payment Date(s): Each date specified as such in Annex 1 (each a "**Variable Coupon Interest Payment Date_j**"), subject (except in the case of the Maturity Date) to early redemption on an Automatic Early Redemption Date

Where:

"j" means, for 1 to 5, each a Variable Coupon Interest Payment Date_j (as defined in paragraph 17(i) above).

(ii) Method of calculating interest: Coupon_j =

Denomination ×

$$\left[130\% \times \text{Max} \left(0; \frac{S_j - S_{\text{Initial}}}{S_{\text{Initial}}} \right) \right]$$

Where:

"j" means, for 1 to 5, each Variable Coupon Interest Payment Date_j (as defined in paragraph 17(i) above).

"**S_j**" means, with respect to an Index and an Automatic Early Redemption Valuation Date_j, the level, as the case may be, of such Index_i on the relevant Exchange at the Valuation Time on such Automatic Early Redemption Valuation Date_j, as determined by the Calculation Agent.

"**S_{Initial}**" means, with respect to an Index, the Initial Index Level (as defined in paragraph 38(vi) below).

For avoidance of doubt, "**Coupon_{j=0}**" means zero.

- (iii) Business Centre(s): Not applicable
18. Zero Coupon Note provisions: Not applicable
(*Condition 5*)
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): Not applicable
(*Condition 6(c)*)
22. Noteholder's optional redemption (Put): Not applicable
(*Condition 6(d)*)
23. Final Redemption Amount of each Note: See paragraph 24(iii) below
(*Condition 6(a)*)
24. Final Redemption Amount of each Note in cases where the Final Redemption Amount is Equity-Linked/Index-Linked or other variable-linked:
- (i) Index/Formula/other variable: The Index as defined in paragraph 36(i) below
 - (ii) Calculation Agent responsible for calculating the Final Redemption Amount: HSBC France
 - (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:

 - (a) if the Calculation Agent determines on the Valuation Date (as defined in paragraph 40 below) that the Final Index Level (as defined in paragraph 38(vii) below) of the Index is greater than or equal to the Initial Index Level (as defined in paragraph 38(vi) below) of such Index, the Issuer shall redeem the Notes on the Maturity Date at 100 per cent. of par;
 - (b) if the Calculation Agent determines on the Valuation Date that the Final Index Level is less than the Initial Index Level but greater than or equal to the Strike Price of such Index, the Issuer shall redeem the

Notes on the Maturity Date at 100 per cent. of par; or

(c) if the Calculation Agent determines on the Valuation Date that the Final Index Level is less than the Strike Price of such Index, the Issuer shall redeem the Notes by paying on the Maturity Date an amount in the Specified Currency in respect of each Note determined by the Calculation Agent in accordance with the following formula:

$$\text{Denomination} \times \frac{\text{Final Index Level}}{\text{Strike Price}}$$

where:

"**Strike Price**" means 75 per cent. of the Initial Index Level.

	(iv)	Determination Date(s):	The Valuation Date
	(v)	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
	(vi)	Payment Date:	The Maturity Date
	(vii)	Minimum Final Redemption Amount:	Not applicable
	(viii)	Maximum Final Redemption Amount:	100 per cent. of the nominal amount
25.		Instalment Notes:	Not applicable
		<i>(Condition 6(a))</i>	
26.		Early redemption amount:	Yes
	(i)	Early redemption amount (upon redemption for taxation reasons, force majeure or following an Event of Default): <i>(Condition 6(b), 6(h) or 10)</i>	With respect to the Notes, 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 Notes 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: Not applicable

(Condition 6(i))

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: No

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 exchangeable for Permanent Global Note and/or Definitive Notes and/or Registered Notes: Yes
Temporary Global Note exchangeable for Permanent Global Note which is exchangeable for Definitive Notes only in the limited circumstances specified in the Permanent Global Note
(Condition 1(a))

(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: Yes

(v) Talons for future Coupons to be attached to Definitive Notes: No

(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

30. Exchange Date for exchange of Temporary Global Note: Not earlier than 40 days following the Issue Date

31. Payments:

(Condition 8)

(i) Method of payment: Not applicable

(ii) Relevant Financial Centre Day: TARGET

	(iii) Local banking day specified for payments in respect of the Notes in global form:	No
32.	Partly Paid Notes: (<i>Condition 1</i>)	No
	If yes, specify number, amounts and dates for, and method of, payment of instalments of subscription monies and any further additional provisions (including forfeiture dates in respect of late payments of partly paid instalments)	Not applicable
33.	Redenomination: (<i>Condition 9</i>)	
	(i) Redenomination:	Not applicable
	(ii) Exchange:	Not applicable
34.	Other final terms:	Not applicable

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

35.	Security Delivery (<i>for Equity-Linked Notes only</i>):	Condition 21(b) does not apply
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 Euro STOXX 50 [®] Index (<i>Bloomberg Code: SX5E</i>) which is a Multiple Exchange Index
	(ii) Index Sponsor:	STOXX Limited
	(iii) Index Rules:	Not applicable
	(iv) Exchange(s):	The regulated markets or quotation systems (or any substituting market or system) on which the shares which compose the Index are mainly traded.
	(v) Related Exchange(s):	EUREX
	(vi) Initial Index Level:	The definition in Condition 21(a) applies
	(vii) Final Index Level:	The definition in Condition 21(a) applies
	(viii) Strike Date:	22 February 2013
	(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:	U.S. Federal Income Tax Considerations
40.	Valuation Date(s):	22 February 2018, subject to postponement in accordance with Condition 21(e)
41.	Valuation Time:	The definition in Condition 21(a) applies
42.	Averaging Dates:	No
43.	Other terms or special conditions relating to Index-Linked Notes, Cash Equity Notes or Equity-Linked Notes:	Applicable
	(i) Knock-in Event:	Not applicable
	(ii) Knock-out Event:	Not applicable
	(iii) Automatic Early Redemption:	Condition 21(c) applies
	- Automatic Early Redemption Event:	The Release Level is greater than or equal to the Automatic Early Redemption Level as of the relevant Automatic Early Redemption Valuation Date where: "Release Level" means, with respect to an Automatic Early Redemption Valuation Date and subject to the Conditions, the level of the Index as of the Valuation Time on the Exchange on such Automatic Early Redemption Valuation Date, as determined by the Calculation Agent.
	- Automatic Early Redemption Valuation Date(s):	Each of the dates specified as such in Annex 1 (each an " Automatic Early Redemption Valuation Date "), "j" ranking from 1 to 4 The Automatic Early Redemption Valuation Dates shall be subject to postponement in accordance with Condition 21(e) as if each reference to "Valuation Date" in such Condition was deemed to be a reference to "Automatic Early Redemption Valuation Date".
	- Automatic Early Redemption Level:	100 per cent. of the Initial Index Level

- Automatic Early Redemption Date(s):

Each date specified as such in Annex 1 (each an "**Automatic Early Redemption Valuation Date_j**").

Each Automatic Early Redemption Valuation Date shall be subject to postponement in accordance with Condition 21(e) as if each reference to "Valuation Date" in such Condition was deemed to be a reference to "Automatic Early Redemption Valuation Date".

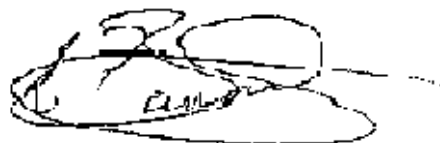
- Automatic Early Redemption Amount:

100 per cent. of the nominal amount

DISTRIBUTION

- | | | | |
|-----|-------|---|---|
| 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 applicable |
| 45. | | If non-syndicated, name and address of Relevant Dealer: | HSBC Bank plc |
| 46. | | Total commission and concession: | Not applicable |
| 47. | | Selling restrictions: | TEFRA D Rule |
| | | United States of America: | Notes may not be offered or 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 |

CONFIRMED



HSBC BANK PLC

By: _____
Authorised Signatory

Date: _____

PART B - OTHER INFORMATION

1. **LISTING**
 - (i) Listing Not applicable
 - (ii) Admission to trading Not applicable
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**

Not applicable
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**

Not applicable
9. **PERFORMANCE OF EXCHANGE RATE(S) AND EXPLANATION OF EFFECT ON VALUE OF INVESTMENT AND ASSOCIATED RISKS**

Not applicable

OPERATIONAL INFORMATION

10. ISIN Code: XS0896960381
11. Common Code: 089696038
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 and Clearstream, Luxembourg and the relevant identification number(s):	None
16.	Delivery:	Delivery against payment
17.	Settlement procedures:	Medium Term Note
18.	Additional Paying Agent(s) (if any):	None
19.	Common Depository:	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: (<i>Condition 13</i>)	Applicable
22.	City in which specified office of Registrar to be maintained: (<i>Condition 14</i>)	Not applicable
23.	Other relevant Terms and Conditions:	Not applicable
24.	Other Final Terms:	Not applicable
25.	ERISA Considerations:	Not applicable

ANNEX 1

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

"j"	Automatic Early Redemption Valuation Date;_j	Automatic Early Redemption Date;_j	Variable Coupon Interest Payment Date;_j
1	24 Feb. 2014	3 Mar. 2014	3 Mar. 2014
2	23 Feb. 2015	2 Mar. 2015	2 Mar. 2015
3	23 Feb. 2016	1 Mar. 2016	1 Mar. 2016
4	22 Feb. 2017	1 Mar. 2017	1 Mar. 2017
5	None	The Valuation Date	The Maturity Date

* subject to postponement in accordance with Condition 21(e)

ANNEX 2

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

Index Disclaimer

STATEMENTS REGARDING THE EURO STOXX 50® INDEX

The following statement is required by the licensor of the Euro STOXX® 50 Index:

STOXX and its licensors (the "**Licensors**") have no relationship to the Issuer, other than the licensing of the Euro STOXX 50® Index and the related trademarks for use in connection with the Notes.

STOXX and its Licensors do not:

- Sponsor, endorse, sell or promote the Notes.
- Recommend that any person invest in the Notes or any other securities.
- Have any responsibility or liability for or make any decisions about the timing, amount or pricing of Notes.
- Have any responsibility or liability for the administration, management or marketing of the Notes.
- Consider the needs of the Notes or the owners of the Notes in determining, composing or calculating the Euro STOXX 50® Index or have any obligation to do so.

STOXX and its Licensors will not have any liability in connection with the Notes. Specifically,

- **STOXX and its Licensors do not make any warranty, express or implied and disclaim any and all warranty about:**
 - **The results to be obtained by the Notes, the owner of the Notes or any other person in connection with the use of the Euro STOXX 50® Index and the data included in the Euro STOXX 50® Index;**
 - **The accuracy or completeness of the Euro STOXX 50® Index and its data;**
 - **The merchantability and the fitness for a particular purpose or use of the Euro STOXX 50® Index and its data;**
- **STOXX and its Licensors will have no liability for any errors, omissions or interruptions in the Euro STOXX 50® Index or its data;**
- **Under no circumstances will STOXX or its Licensors be liable for any lost profits or indirect, punitive, special or consequential damages or losses, even if STOXX or its Licensors knows that they might occur.**

The licensing agreement between the Issuer and STOXX is solely for their benefit and not for the benefit of the owners of the Notes or any other third parties.