

FINAL TERMS

Final Terms dated 23 May 2013

Series No.: NWP29526

Tranche No.: 1

HSBC Bank plc

Programme for the Issuance of Notes and Warrants

Issue of

USD 2,000,000 6 Months Accrual Forward Notes

linked to the NZD/USD Exchange Rate

due November 2013

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.

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.

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|----|-------|--|---------------|
| 1. | (i) | Issuer: | HSBC Bank plc |
| | (ii) | Arranger(s): | HSBC Bank plc |
| 2. | (i) | Series number: | NWP29526 |
| | (ii) | Tranche number: | 1 |
| | (iii) | Whether issue is of Notes or Certificates: | Notes |
| 3. | | Currency or currencies: | |

	(i) of denomination:	United States Dollar (“ USD ”)
	(ii) of payment:	NZD or partially in USD and partially in NZD depending upon the performance of the NZD/USD Exchange Rate. See paragraph 24 for further details.
4.	Aggregate Principal Amount of Notes:	
	(i) Series:	USD 2,000,000
	(ii) Tranche:	USD 2,000,000
5.	(i) Issue Price:	100.00 per cent of the Aggregate Principal Amount
	(ii) Commission Payable:	Information not provided
	(iii) Selling concession:	Information not provided
6.	(i) Denomination(s)	USD 50,000
	(<i>Condition 1(b)</i>):	
	(ii) Calculation Amount:	USD 50,000
7.	(i) Issue Date:	29 May 2013
	(ii) Interest Commencement Date:	Not applicable
8.	Maturity Date:	15 November 2013, or, if such day is not a Settlement Business Day the next day that is a Settlement Business Day
	(<i>Condition 6(a)</i>)	
9.	Interest basis:	Not applicable
	(<i>Conditions 3 to 5</i>)	
10.	Redemption basis:	The amount payable on redemption of the Notes is linked to the performance of the NZD/USD Exchange Rate. See paragraph 24 below.
	(<i>Condition 6</i>)	
	i) Specified Currency:	NZD or NZD and USD depending upon the performance of the NZD/USD Exchange Rate
	(ii) Specified Currency Jurisdiction:	Wellington or United States of America and Wellington
	(iii) Reference Currency:	USD
	(iv) Reference Currency Jurisdiction:	United States of America
11.	Change of interest or redemption basis:	Not applicable
12.	Put/Call options:	Not applicable.

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| 13. | (i) Status of the Notes:

(<i>Condition 2</i>) | Unsubordinated, unsecured |
| | (ii) Date Board approval for issuance of Notes obtained: | Not applicable |
| 14. | Method of distribution: | Non-syndicated |

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

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

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| 21. | Issuer's optional redemption (Call):

(<i>Condition 6(c)</i>) | Not applicable |
| 22. | Noteholder's optional redemption (Put):

(<i>Condition 6(d)</i>) | Not applicable |
| 23. | Final Redemption Amount of each Note:

(<i>Condition 6(a)</i>) | Not applicable |
| 24. | Final Redemption Amount of each Note in cases where the final redemption amount is Index-Linked or other variable-linked: | Applicable |
| | (i) Index/Formula/other variable: | NZD/USD Exchange Rate |
| | (ii) Calculation Agent: | HSBC Bank plc, 8 Canada Square
London, E14 5HQ |
| | (iii) Provisions for determining Final Redemption Amount where calculated | Unless previously redeemed, or purchased and cancelled, and unless a |

by reference to Index and/or Formula and/or other variable:

Knock-Out Event has occurred, the Final Redemption Amount payable in NZD by the Issuer in respect of each Note on the Maturity Date shall be determined by the Calculation Agent in accordance with the following formula:

(Calculation Amount / Conversion Strike)

If a Knock-Out Event has occurred, the Final Redemption Amount will be partially payable in NZD and partially payable in USD by the Issuer in respect of each Note on the Maturity Date and such amounts shall be determined by the Calculation Agent in accordance with the following formulae:

in respect of the relevant part of the Final Redemption Amount payable in NZD:

(Calculation Amount / Conversion Strike) x (n/N)

in respect of the relevant part of the Final Redemption Amount payable in USD

Calculation Amount x (1 - n / N)

“Knock-Out Event” means an event that shall occur if at any time during the Observation Period the NZD/USD Exchange Rate is equal to or greater than the Knock-Out Barrier as determined by the Calculation Agent.

“Knock-Out Barrier” means 0.845

“Conversion Strike” means 0.795

“Observation Period” means the period from (and including) 22 May 2013 to (and including) 08 November 2013.

“NZD/USD Exchange Rate” means the rate of exchange for NZD/USD (expressed as a number of NZD for USD 1.00) as published on the Fixing

Page at 2:15 p.m. (Central European Time) and determined by the Calculation Agent acting in good faith and in a commercially reasonable manner.

“**Fixing Page**” means Reuters page ECB37 or any successor page thereof

“**N**” means the total number of Currency Business Days during the Observation Period (which is scheduled to be 123 days).

“**n**” means the number of Currency Business Days during the Observation Period on which a Knock-out Event occurs, the cut-off time for a Currency Business Day being the Fixing Time.

“**NZD**” means New Zealand Dollars, the lawful currency New Zealand

“**USD**” means the lawful currency of the United States of America.

	(iv) Provisions for determining Final Redemption Amount where calculation by reference to Index and/or Formula and/or other variable is impossible or impracticable or otherwise disrupted:	See paragraph 38 below
	(v) Minimum Final Redemption Amount	Not applicable
	(vi) Maximum Final Redemption Amount	Not applicable
25.	Instalment Notes: <i>(Condition 6(a))</i>	Not applicable
26.	Early Redemption Amount:	Yes
	(i) Early Redemption Amount (upon redemption for taxation reasons, illegality or following an Event of Default): <i>(Condition 6(b), 6(h) and Condition 10)</i>	Fair Market Value payable in USD
	(ii) Other redemption provisions: <i>(Condition 6(i))</i>	Not applicable

GENERAL PROVISIONS APPLICABLE TO THE NOTES

27. Form of Notes:
- (Condition 1(a))
- | | | |
|------|---|--------|
| (i) | Form of Notes: | Bearer |
| (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:
(Condition 1(a)) | Temporary Global Note exchangeable for a Permanent Global Note which is exchangeable for Definitive Notes in the limited circumstances set out 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 |
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:	As set out in the Conditions
	(ii) Relevant Financial Centre Day:	New York and Wellington
32.	Partly Paid Notes: (Condition 1)	No
33.	Redenomination: (Condition 9)	
	(i) Redenomination:	Not applicable
	(ii) Exchange:	Not applicable
34.	Currency Business Day:	Target
35.	Settlement Business Day:	New York and Wellington
36.	FX Disruption: (Condition 21A)	Applicable
37.	Non-deliverability of Specified Currency: (Condition 21B)	Not applicable
38.	Screen Rate Unavailability: (Condition 21C)	Applicable
	(i) Screen Rate Fall Back-Back Specified:	Yes
	(ii) Relevant Screen Rate:	Fixing Page
	(iii) Details of Screen Rate Fall-Back:	The Calculation Agent shall determine the exchange rate in its sole and absolute discretion acting in good faith
39.	Other final terms:	Not applicable

DISTRIBUTION

40.	(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
41.	If non-syndicated, name and address of Relevant Dealer:	HSBC Bank plc, 8 Canada Square, London E14 5HQ
42.	Total commission and concession:	Not applicable
43.	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 account or the benefit of, a US

Additional Swiss selling restriction

person (as defined in Regulation S)

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.

Non-exempt Offer:

Not applicable

Other:

Not Applicable

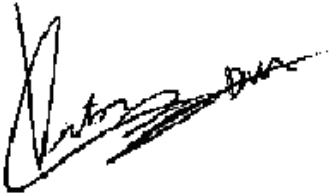
44.

Stabilisation:

Not applicable

CONFIRMED

HSBC BANK PLC



Victor Delgado Melgares

By: _____

Authorised Signatory

Date: _____

PART B - OTHER INFORMATION

1. LISTING

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|---------------------------|----------------|
| (i) Listing | Not applicable |
| (ii) Admission to trading | Not Applicable |

2. RATINGS

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| Ratings: | The Notes have not been specifically rated. |
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OPERATIONAL INFORMATION

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|---|--------------------------|
| 3. ISIN Code: | XS0938140612 |
| 4. Common Code: | 093814061 |
| 5. CUSIP Code: | 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: | HSBC Bank plc |
| (ii) Additional Paying Agent(s) (if any): | None |
| 12. Common Depository: | HSBC Bank plc |
| 13. Calculation Agent | HSBC Bank plc |
| — is Calculation Agent to make calculations? | Yes |
| — if not, identify calculation agent: | Not applicable |
| 14. Notices:
(<i>Condition 13</i>) | Condition 13 applies |
| 21. City in which specified office of Registrar to be maintained:
(<i>Condition 14</i>) | Not applicable |

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| 23. | Other final terms: | Not applicable |
| 24. | ERISA Considerations: | Not applicable |