

PRICING SUPPLEMENT

Pricing Supplement dated: 18 November 2013

HSBC Bank plc

Programme for the Issuance of Notes and Warrants

Issue of

EUR 50,000,000 15 Year CMS Steepener Notes due November 2028

PART A - CONTRACTUAL TERMS

This document constitutes the pricing supplement ("**Pricing Supplement**") relating to the issue of the Tranche of Notes 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 Notes (the "**Conditions**") set forth in such Offering Memorandum.

Full information on the Issuer and the offer of the Notes 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 (please follow links to 'Investor relations', 'Fixed income securities', 'Issuance 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 Notes 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 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 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
2. Tranche number: 1
3. Currency:
 - (i) Settlement Currency: EURO ("**EUR**")
 - (ii) Denomination Currency: EUR
4. Aggregate Principal Amount:

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| (i) | Series: | EUR 50,000,000 |
| (ii) | Tranche: | EUR 50,000,000 |
| 5. | Issue Price: | 100 per cent. of the Aggregate Principal Amount |
| 6. | (i) Denomination(s)
(Condition 2(b)): | EUR 100,000 |
| | (ii) Calculation Amount: | EUR 100,000 |
| 7. | (i) Issue Date: | 19 November 2013 |
| | (ii) Interest Commencement Date: | 19 November 2013 |
| 8. | Maturity Date:
(Condition 7(a)) | 19 November 2028, subject to adjustment in accordance with the Following Business Day Convention |
| 9. | Change of interest or redemption basis: | Not applicable |

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

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| 10. | Fixed Rate Note provisions:
(Condition 4) | Not applicable |
| 11. | Floating Rate Note provisions:
(Condition 5) | Not applicable |
| 12. | Zero Coupon Note provisions:
(Condition 6) | Not applicable |
| 13. | Index-Linked Interest Note provisions: | Applicable |
| | (i) Index/formula/other variable: | The Reference Spread (as defined below) |
| | (ii) Provisions for determining interest where calculated by reference to Index and/or formula and/or other variable: | The amount of interest payable on each Interest Payment Date in respect of each Note and each Interest Period shall be calculated by applying the Rate of Interest to the Calculation Amount, multiplying the product by the relevant Day Count Fraction, rounding the resulting figure to the nearest EUR cent (0.5 EUR cent being rounded upwards) |

Where:

"Rate of Interest" means:

(i) in respect of the Interest Payment Dates scheduled to fall on 19 November 2014, 19 November 2015, 19 November 2016, 19 November 2017 and 19 November 2018, 4.00%; and

(ii) in respect of each other Interest Payment Date, 2.05% + the Reference Spread, subject to the Minimum Interest Rate.

"Reference Spread" means the difference between (i) CMS 20Y (being the 20-year Euro

(Euribor basis) swap rate fixing expressed as a percentage, which appears on the Fixing Page as of 11 am (Frankfurt time) on a Fixing Date and (ii) CMS 5Y (being the 5-year Euro (Euribor basis) swap rate fixing expressed as a percentage, which appears on the Fixing Page as of 11 am (Frankfurt time) on a Fixing Date..

“**Fixing Date**” means 5 TARGET2 business days prior to the end of the relevant Interest Period.

“**Fixing Page**” means Reuters page ISDAFIX2 or any successor thereto.

(iii) Provisions for determining interest where calculation by reference to Index and/or formula and/or other variable is impossible or impracticable or otherwise disrupted:

If on a Fixing Date, a rate used in respect of the determination of the Reference Spread is not published on the Fixing Page or is otherwise not available, the Calculation Agent will determine such rate used in respect of the determination of the Reference Spread by reference to the ISDA Definitions as if “EUR-Annual Swap Rate-Reference Banks” had been specified as the applicable Floating Rate Option, “20 years” or “5 years” (as applicable) as the relevant Designed Maturity and “Fixing Date” as the applicable Reset Date.

(iv) Interest Period(s):

Each Interest Period shall run from and including an Interest Payment Date to but excluding the following Interest Payment Date, except that (a) the first Interest Period shall commence on and include the Interest Commencement Date and (b) the final Interest Period shall end on but exclude the Maturity Date.

(v) Interest Payment Dates:

Annually on 19 November of each year, subject to adjustment in accordance with the Following Business Day Convention. The first Interest Payment Date will be 19 November 2014, subject to adjustment in accordance with the Following Business Day Convention

(vi) Business Day Convention:

Following

(vii) Business Centre(s):

TARGET2

(viii) Minimum Interest Rate:

0%

(ix) Maximum Interest Rate:

Not applicable

(x) Day Count Fraction:

30/360 Unadjusted

PROVISIONS RELATING TO REDEMPTION

14. Issuer's optional redemption (Call Option):
(Condition 7(c)) Applicable

(i) Redemption Amount (Call Option)

100% of the Calculation Amount

(ii) Series redeemable in part

Not applicable

(iii) Optional Redemption Date (Call Option)	19 November 2023, subject to adjustment in accordance with the Following Business Day Convention
(iv) Minimum Redemption Amount (Call Option)	Not applicable
(v) Maximum Redemption Amount (Call Option)	Not applicable
15. Noteholder's optional redemption (Put Option): (Condition 7(d))	Not applicable
16. Final Redemption Amount of each Note: (Condition 7(a))	100 per cent. of the Calculation Amount
17. Final Redemption Amount of each Note in cases where the Final Redemption Amount is Index-Linked or other variable-linked:	Not applicable
18. Instalment Notes: (Condition 7(a))	Not applicable
19. Early Redemption Amount:	
(i) Early Redemption Amount (upon redemption for taxation reasons, illegality or following an Event of Default): (Conditions 7(b), 7(f) or 11)	Fair Market Value
(ii) Other redemption provisions: (Condition 7(i))	Not applicable

GENERAL PROVISIONS APPLICABLE TO THE NOTES

20. Form of Notes: (Condition 2(a))	
(i) Form of Notes:	Bearer Notes
(ii) Bearer Notes exchangeable for Registered Notes:	No
21. New Global Note:	Yes
22. 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 2(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	Yes

the Issuer in circumstances where the Issuer would suffer material disadvantage following a change of law or regulation:

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| (iv) | Coupons to be attached to Definitive Notes: | Yes |
| (v) | Talons for future Coupons to be attached to Definitive Notes: | Not applicable |
| 23. | Exchange Date for exchange of Temporary Global Note: | Not earlier than the date which is 40 days after the Issue Date |
| 24. | Payments:
(Condition 9) | |
| (i) | Relevant Financial Centre Day: | TARGET2 |
| (ii) | Payment of Alternative Payment Currency Equivalent: | Not applicable |
| (iii) | Conversion provisions: | Not applicable |
| (iv) | Underlying Currency Pair provisions: | Not applicable |
| (v) | FX Disruption: | Not applicable |
| (vi) | LBMA Physical Settlement provisions: | Not applicable |
| 25. | Redenomination:
(Condition 10) | Not applicable |
| 26. | Other terms: | Not applicable |
| 27. | Valuation Date: | Not applicable |

DISTRIBUTION

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| 28. | (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 |
| 29. | Selling restrictions: | TEFRA D Rules |
| | United States of America: | Not 144A eligible |
| | | 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 person (as defined in Regulation S). |
| | Exemption(s) from requirements under Directive 2003/71/EC (as amended) (the "Prospectus Directive"): | The denomination of the Notes is greater than or equal to EUR100,000 (or equivalent amount in another currency) |

Additional selling restrictions:

Not applicable

CONFIRMED

HSBC BANK PLC



Leo Chan
Manager

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 Irish Stock Exchange. 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 Global Exchange Market on or around the Issue Date. No assurance can be given as to whether or not, or when, such application will be granted
- (iii) Estimated total expenses of admission to trading: EUR 500

2. RATINGS

- Ratings: The Notes have not been specifically rated

3. INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE

Save for any fees payable to the Dealer and/or Lead Manager (if any) so far as the Issuer is aware, no person involved in the issue of the Notes has an interest material to the issue. The Dealer and Lead Manager 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.

4. 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

5. FIXED RATE NOTES ONLY – YIELD

Not applicable

6. PERFORMANCE OF INDEX/FORMULA/OTHER INFORMATION CONCERNING THE UNDERLYING

The performance of each rate used in the determination of the Reference Spread can be obtained from Reuters page ISDAFIX2.

OPERATIONAL INFORMATION

4. ISIN Code: XS0992855592

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| 5. | Common Code: | 099285559 |
| 6. | CUSIP: | Not applicable |
| 7. | Valoren Number: | Not applicable |
| 8. | SEDOL: | Not applicable |
| 9. | WKN: | Not applicable |
| 10. | Intended to be held in a manner which would allow Eurosystem eligibility: | Yes

<i>Note that the designation "Yes" simply means that the Notes are intended upon issue to be delivered to the Common Safekeeper acting as agent for Euroclear or Clearstream, Luxembourg and does not necessarily mean that the Notes will be recognised as eligible collateral for Eurosystem monetary policy and intra day credit operations by the Eurosystem either upon issue or at any or all times during their life. Such recognition will depend upon satisfaction of the Eurosystem eligibility criteria.</i> |
| 11. | Any clearing system(s) other than Euroclear and Clearstream, Luxembourg and the relevant identification number(s): | None |
| 12. | Delivery: | Delivery against payment |
| 13. | Settlement procedures: | Medium Term Note |
| 14. | Additional Paying Agent(s) (if any): | None |
| 15. | Common Depositary: | Not Applicable |
| 16. | Calculation Agent: | HSBC France |
| 17. | City in which specified office of Registrar to be maintained:
(Condition 15) | Not applicable |
| 18. | ERISA Considerations: | Not applicable |