PRICING SUPPLEMENT

Pricing Supplement dated 13 February 2014

HSBC Bank plc
Programme for the Issuance of Notes and Warrants

Issue of USD 56**,505,748**

Notes linked to Eukairos Investments Ltd Class A Preference Shares Series 246

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 the 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 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 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 (i) 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)	Denomination Currency:	United States Dollars (''**USD**'')

	(ii) Settlement Currency:	USD
4.	Aggregate Principal Amount:	
	(i) Series	USD 56,505,748
	(ii) Tranche	USD 56,505,748
5.	Issue Price:	100 per cent. of the Aggregate Principal Amount
6.	(i) Denomination(s) (*Condition 2(b)*):	USD 1
	(ii) Calculation Amount:	USD 1
7.	Issue Date:	14 February 2014
8.	Maturity Date: (*Condition 7(a)*)	14 February 2020 or if later, 2 (two) Business Days following the Valuation Date
9.	Change of interest or redemption basis:	Not applicable

PROVISIONS RELATING TO REDEMPTION

10.	Final Redemption Amount of each Note: (*Condition 7(a)*)	The product of: (a) Calculation Amount; and (b) $\frac{\text{Share Value}_{\text{final}}}{\text{Share Value}_{\text{inital}}}$ per Calculation Amount Where: "Share Value$_{final}$" means the Preference Share Value on the Valuation Date; and "Share Value$_{initial}$" means the Preference Share Value on the Initial Valuation Date.
11.	Early Redemption Amount:	Yes
	(i) Early Redemption Amount (upon redemption for taxation reasons, illegality, following redemption at the option of the Issuer, following an event of default, following the occurrence of a Preference Share Early Redemption Event, an Extraordinary Event or Additional Disruption Event) (*Conditions 7(b), 7(f) 11, 22(b), 22c) or 22(d)*)	Per Calculation Amount, an amount in USD calculated by the Calculation Agent on the same basis as the Final Redemption Amount except that the definition of Share Value$_{final}$ shall be the Preference Share Value on the day falling 2 (two) Business Days before the due date for early redemption of the Notes.
	(iii) Other redemption provisions: (*Condition 7(i)*)	Not applicable

GENERAL PROVISIONS APPLICABLE TO THE NOTES

12.	Form of Notes: (*Condition 2(a)*)	
	(i) Form of Notes:	Uncertificated Registered Form
	(ii) Bearer Notes exchangeable for Registered Notes:	Not applicable
13.	New Global Note:	No
14.	If issued in bearer form:	Not applicable
	(i) Initially represented by a Temporary Global Note or Permanent Global Note:	Not applicable
	(ii) Temporary Global Note exchangeable for Permanent Global Note and/or Definitive Notes and/or Registered Notes: (*Condition 2(a)*)	Not applicable
	(iii) Permanent Global Note exchangeable at the option of the Issuer in circumstances where the Issuer would suffer material disadvantage following a change of law or regulation:	Not applicable
	(iv) Coupons to be attached to Definitive Notes:	Not applicable
	(v) Talons for future Coupons to be attached to Definitive Notes:	Not applicable
15.	Exchange Date for exchange of Temporary Global Note:	Not applicable
16.	Payments: (*Condition 9*)	
	(i) Relevant Financial Centre Day:	New York
	(ii) Payment of Alternative Payment Currency Equivalent:	Not applicable
	(iii) Conversion provisions:	Not applicable
17.	Redenomination: (*Condition 10*)	Not applicable
18.	Other terms:	See Annex 1

PROVISIONS APPLICABLE TO PREFERENCE SHARE-LINKED NOTES

19.	Provisions for Preference Share-Linked Notes:	
	(i) Preference Shares:	Eukairos Investments Ltd **Class A Preference Shares Series 246**

	(ii)	Preference Share Issuer:	Eukairos Investments Ltd
	(iii)	Initial Valuation Date:	the Issue Date
	(iv)	Valuation Date:	means the 8th (eighth) Business Day following the Preference Share Valuation Date
	(v)	Preference Share Valuation Date:	**31 January 2020**, or if such date for valuation of or any determination of the underlying asset or reference basis (or any part thereof) for the Preference Shares falling on or about such day is to be delayed in accordance with the terms and conditions of the Preference Shares by reason of a disruption or adjustment event, the Preference Share Valuation Date shall be such delayed valuation or determination date, all as determined by the Calculation Agent.
	(vi)	Valuation Time:	at or around 5 pm (New York time)
	(vii)	Extraordinary Event:	Condition 22(c) applies
	(viii)	Additional Disruption Event:	Condition 22(d) applies. The following Additional Disruption Events apply: Change in Law and Insolvency Filing
20.	Additional provisions for Preference Share-Linked Notes:		Not applicable

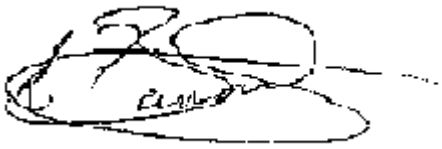
DISTRIBUTION

21.	(i)	If syndicated, names of Relevant Dealer(s)/Lead Manager(s):	Not applicable
	(ii)	If syndicated, names, addresses and underwriting commitments of other Dealer(s)/Manager(s) (if any):	Not applicable
22.	Selling restrictions:		
	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 person (as defined in Regulation S)
	Exemption(s) from requirements under Directive 2003/711/EC (as amended) (the "**Prospectus Directive**"):		The Notes will be offered to qualified investors (as such term is defined in the Prospectus Directive) only.

Additional selling restrictions: Not applicable

CONFIRMED

HSBC BANK PLC



By: L Barrett

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 rated.

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

So far as the Issuer is aware, no person involved in the issue of the Notes has an interest material to the issue.

4. **REASONS FOR THE OFFER ESTIMATED NET PROCEEDS AND TOTAL EXPENSES**

(i)	Reasons for the offer:	Profit making and/or hedging activities
(ii)	Estimated net proceeds:	Information not provided
(iii)	Estimated total expenses:	Information not provided

5. **PERFORMANCE OF THE PREFERENCE SHARES AND OTHER INFORMATION CONCERNING THE PREFERENCE SHARES AND THE PREFERENCE SHARE UNDERLYING**

The Preference Share-Linked Notes relate to the **Class A Preference Shares Series 246** of the Preference Share Issuer.

The Preference Share Value will be published on the following publicly available website (http://www.hsbcnet.com/investor-solutions).

The performance of the Preference Shares depends on the performance of the relevant underlying asset(s) or basis of reference to which the Preference Shares are linked (the "Preference Share Underlying"). The Preference Share Underlying is the S&P 500® Index. Information on the Preference Share Underlying (including past and future performance and volatility) is published on the website[s] of

Standard & Poor's Corporation.

OPERATIONAL INFORMATION

6.	ISIN Code:	**GB00BJS8YT59**
7.	Common Code:	**103156823**
8.	CUSIP:	Not applicable
9.	SEDOL:	BJS8YT5
10.	Intended to be held in a manner which would allow Eurosystem eligibility:	No
11.	Any clearing system(s) other than Euroclear and Clearstream, Luxembourg and the relevant identification number(s):	CREST: Account 307
12.	Delivery:	Delivery against payment
13.	Settlement procedures:	Medium Term Note
14.	Additional Paying Agent(s) (if any):	Computershare Investor Services PLC
15.	Common Depositary:	Not Applicable
16.	Calculation Agent:	HSBC France
17.	City in which specified office of Registrar to be maintained: (*Condition 15*)	London

ANNEX 1

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

INDEX DISCLAIMER

STATEMENTS REGARDING THE STANDARD & POOR'S 500® INDEX (THE "S&P 500 INDEX")

The Preference Shares are not sponsored, endorsed, sold or promoted by Standard & Poor's Corporation ("**S&P**"). S&P makes no representation or warranty, express or implied, to any holders of Preference Shares in respect of the Preference Shares or any member of the public regarding the advisability of investing in securities generally or in the Preference Shares in particular or the ability of the S&P 500 Index to track general stock market performance. S&P's only relationship with the Issuer is the licensing of certain trademarks and trade names of S&P and of the S&P 500 Index which is determined, composed and calculated by S&P without regard to the Issuer or the Preference Shares.

S&P has no obligation to take the needs of the Issuer or any holders of the Preference Shares into consideration in determining, composing or calculating the S&P 500 Index. S&P is not responsible for and has not participated in the determination of the timing of, prices at, or quantities of the Preference Shares to be offered or taken or in the determination or calculation of the equation by which the Preference Shares are to be converted into cash. S&P has no obligation or liability in connection with the administration, marketing or trading of the Preference Shares.

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