PRICING SUPPLEMENT

Pricing Supplement dated 14 February 2014

HSBC Bank plc

Programme for the Issuance of Notes and Warrants

Issue of EUR 1,700,000 Variable Coupon Amount Automatic Early Redemption Equity-Linked Notes due February 2017 linked to a Basket of Securities

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	Euro ("**EUR**")
	(ii)	Settlement Currency	EUR

4	Aggregate Principal Amount of Notes		
	(i)	Series:	EUR 1,700,000
	(ii)	Tranche:	EUR 1,700,000
5	Issue Price:		100 per cent. of the Aggregate Principal Amount
6	(i)	Denomination(s) *Condition 2(b)*):	EUR 1,000
	(ii)	Calculation Amount:	The Denomination
7	(i)	Issue Date:	17 February 2014
	(ii)	Interest Commencement Date:	The Issue Date
8	Maturity Date: (*Condition 7(a)*)		17 February 2017, subject to early redemption on an Automatic Early Redemption Date
9	Change of interest or redemption basis:		Not applicable

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

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	Equity-Linked/Index-Linked Interest Note/other variable-linked interest Note provisions	Applicable
	(i) Index/formula/other variable:	The basket of Securities
	(ii) Provisions for determining interest where calculated by reference to Index and/or formula and/or other variable:	Unless the Notes have been previously redeemed, or purchased and cancelled in accordance with the Conditions: (a) if the Calculation Agent determines that, on an Automatic Early Redemption Valuation Datej (as defined in paragraph 35(iii) below), WOj (as defined in paragraph 35(iii) below) is greater than or equal to 72 per cent., the Variable Coupon Amount (the "**Coupon$_j$**") payable on the immediately succeeding Variable Coupon Interest Payment Date shall be an amount in the Settlement Currency determined by the

Calculation Agent in accordance with the following formula :

$$Coupon_j = j \times 6\% - \sum_{k=0}^{j-1} Coupon_k$$

Otherwise, no Variable Coupon Amount shall be paid.

(b) if the Calculation Agent determines that, on the Valuation Date (as defined in paragraph 32), WO_{final} (as defined in paragraph 17(ii) below) is greater than or equal to 72 per cent., the Variable Coupon Amount (the "**Coupon$_{j=6}$**") payable on the Maturity Date shall be an amount in the Settlement Currency determined by the Calculation Agent in accordance with the following formula :

$$Coupon_{j=6} = 6 \times 6\% - \sum_{k=0}^{5} Coupon_k$$

Otherwise, no Variable Coupon Amount shall be paid.

Where:

"**j**" means, for 1 to 6, each Variable Coupon Interest Payment Date$_j$ (as defined in paragraph 13(v) below).

For avoidance of doubt, "**Coupon$_{j=0}$**" means zero.

(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:	See adjustment provisions specified in paragraphs 28(ix), 28(x), 28(xii) and 28(xiii) below
(iv) Interest or calculation period(s):	Not applicable
(v) Interest Payment Date(s):	Each date specified as such in the Annex 2 (each a "**Variable Coupon Interest Payment Date$_j$**"), subject (except in the case of the Maturity Date) to early redemption on the Automatic Early Redemption Date
(vi) Business Day Convention:	Modified Following
(vii) Business Centre(s):	TARGET

	(viii)	Minimum Interest Rate:	Not applicable
	(ix)	Maximum Interest Rate:	Not applicable
	(x)	Day Count Fraction:	Not applicable

PROVISIONS RELATING TO REDEMPTION

14	Issuer's optional redemption (Call Option): (Condition 7(c))	Not applicable
15	Noteholder's optional redemption (Put Option): (Condition 7(d))	Not applicable
16	Final Redemption Amount of each Note: (Condition 7(a))	See paragraph 17 below
17	Final Redemption Amount of each Note in cases where the Final Redemption Amount is Equity-Linked/ Index-Linked or other variable-linked:	Applicable
	(i) Index/formula/other variable:	The basket of Securities
	(ii) Provisions for determining Final Redemption Amount where calculated by reference to Equity/ Index and/or formula and/or other variable;	Unless previously redeemed or purchased and cancelled, if, on the Final Valuation Date, the Calculation Agent determines that : - **WO_{final} is greater than or equal to 90 per cent, the Issuer shall redeem the Notes on the Maturity Date at 100 per cent. of par; or** - **WO_{final} is less than 90 per cent. and** a Trigger Event has not occurred with respect to any of the Securities, the Issuer shall redeem the Notes on the Maturity Date at 100 per cent. of par; - **WO_{final} is less than 90 per cent. and** a Trigger Event has occurred with respect to one or more of the Securities, the Issuer will redeem the Notes by paying on the Maturity Date an amount in the Settlement Currency in respect of each Note determined by the Calculation Agent in accordance with the following formula: Calculation Amount x WO_{final}

Where:

"**Trigger Event**" means, with respect to a Security, that the Final Price per Security (at least one), as determined by the Calculation Agent, is lower than the Trigger Price.

"**Trigger Price**" means, with respect to a Security, the price specified as such in Annex 1 with respect to such Security.

"$\mathbf{WO_{final}}$" means, in respect of the Final Valuation Date, the lowest performance (expressed as a percentage) among the Securities as determined by the Calculation Agent in accordance with the following formula:

$$\text{Min}_{\,i=1\text{ to }2}\left(\frac{S^{i}_{Final}}{S^{i}_{0}}\right)$$

Where:

"**i**" means each Security in the basket, 1 to 2.

"$\mathbf{S^{i}_{Final}}$" means, in respect of a Security ($Security_i$) and the Final Valuation Date, the Final Price (as defined in paragraph 28(vii) below) of such $Security_i$.

"$\mathbf{S^{i}_{0}}$" means, in respect of a Security ($Security_i$), the Initial Price (as defined in paragraph 28(v) below) of such $Security_i$.

For information purposes, if more than one Security has the same percentage, the Calculation Agent shall determine which Security is the Worst Performing Security in its sole and absolute discretion.

"**Worst Performing Security**" means the Security for which the performance is the lowest in accordance with the definition of WO_{final}.

"Strike" means 100%

(iii)	Provisions for determining Final Redemption Amount where calculation by reference to Equity/ Index and/or formula and/or other variable is impossible or impracticable	See adjustment provisions specified in paragraphs 28(ix), 28(x), 28(xii) and 28(xiii) below

		or otherwise disrupted:	
	(iv)	Minimum Final Redemption Amount:	Not applicable
	(v)	Maximum Final Redemption Amount:	100 per cent. of the nominal amount
18	Instalment Notes: (*Condition 7(a)*)		Not applicable
19	Early Redemption Amount:		Applicable
	(i)	Early redemption amount (upon redemption for taxation reasons, illegality or following an Event of Default): (*Conditions 7(b),7(h) 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:		No
22	If issued in bearer form:		Applicable
	(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 Permanent Global Note which is exchangeable for Definitive Notes only in the limited circumstances specified in the Permanent Global Note
	(iii)	Permanent Global Note exchangeable at the option of the Issuer in circumstances where the Issuer would	Yes

	suffer material disadvantage following a change of law or regulation:	
	(iv) Coupons to be attached to Definitive Notes:	Yes
	(v) Talons for future Coupons to be attached to Definitive Notes:	No
23	Exchange Date for exchange of Temporary Global Note:	Not earlier than 40 days following the Issue Date
24	Payments: (*Condition 9*)	
	(i) Relevant Financial Centre Day:	TARGET
	(ii) Underlying Currency Pair provisions:	Not applicable
	(iii) FX Disruption:	Not applicable
25	Redenomination: (*Condition 10*)	Not applicable
26	Other terms:	See Annexes

PROVISIONS APPLICABLE TO INDEX-LINKED NOTES AND EQUITY-LINKED NOTES

27	Physical Delivery	Not applicable
28	Provisions for Equity-Linked Notes:	Applicable
	(i) Securities:	The Securities comprised in the basket specified in Annex 1
	(ii) Underlying Company(ies):	The entities specified as such in Annex 1
	(iii) Exchange(s):	With respect to each Security, each exchange or quotation system specified as such in respect of such Security in the Annex 1
	(iv) Related Exchange(s):	With respect to each Security, each exchange or quotation system specified as such in respect of such Security in the Annex 1
	(v) Initial Price:	See Annex 1
	(vi) Strike Date:	07 February 2014
	(vii) Final Price:	As defined in Condition 22(a)
	(viii) Reference Price:	Not applicable

	(ix)	Potential Adjustment Event:	Condition 22(g)(i) applies
		- Extraordinary Dividend (if other than as specified in the definition in Condition 22(a))	Condition 22(a) applies
		- additional Potential Adjustment Event (for purposes of paragraph (viii) of the definition thereof)	Not applicable
	(x)	Extraordinary Event:	Condition 22(g)(ii) applies
	(xi)	Conversion: (for Notes relating to Government Bonds and debt securities only)	Condition 22(g)(iii) does not apply
	(xii)	Correction of prices:	Condition 22(g)(iv) applies
	(xiii)	Additional Disruption Events:	The following Additional Disruption Events apply: Change in Law, Insolvency Filing, Hedging Disruption, Increased Cost of Hedging
29	Additional provisions for Equity-Linked Notes:		See Annexes
30	Provisions for Index-Linked Notes:		Not applicable
31	For Equity-Linked and Credit-Linked Notes:		U.S Federal Income Tax Considerations
32	Valuation Date(s):		10 February 2017, subject to postponement in accordance with Condition 22(e)
33	Valuation Time:		The definition in Condition 22(a) applies
34	Averaging Dates:		Not applicable
35	Other terms or special conditions relating to Index-Linked Notes Equity-Linked Notes:		Applicable
	(i)	Knock-in Event:	Not applicable
	(ii)	Knock-out Event:	Not applicable
	(iii)	Automatic Early Redemption Event:	WO_j is greater than or equal to the Automatic Early Redemption Price as of any Automatic Early Redemption Valuation $Date_j$ Where: "$\mathbf{WO_j}$" means the lowest performance (expressed as a percentage) among the Securities as determined by the Calculation Agent in

			accordance with the following formula: $$\text{Min}_{\,i=1\,to2}\left(\frac{S^{i}_{j}}{S^{i}_{0}}\right)$$ Where: "$\mathbf{S^{i}_{j}}$" means, in respect of a Security (Security$_i$) and an Automatic Early Redemption Valuation Date$_j$, the price of such Security$_i$ on the relevant Exchange at the Valuation Time on such Automatic Early Redemption Valuation Date$_j$, as determined by the Calculation Agent. "$\mathbf{S^{i}_{0}}$" means, in respect of a Security (Security$_i$), the Initial Price (as defined in paragraph 28(v) above) of such Security$_i$.
	- Automatic Early Redemption Valuation Date(s):		Each date specified as such in Annex 2 ("**j**" ranking from 1 to 5) (each an "**Automatic Early Redemption Valuation Date$_j$**") Each Automatic Early Redemption Valuation Date shall be subject to postponement in accordance with Condition 22(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 Price:		See Annex 2
	- Automatic Early Redemption Date(s):		Each date specified as such in Annex 2 ("**j**" ranking from 1 to 5) (each an "**Automatic Early Redemption Date$_j$**"), subject to adjustment in accordance with the Following Business Day Convention
	- Automatic Early Redemption Amount:		See Annex 2

DISTRIBUTION

36	(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

37	Selling restrictions:	TEFRA D Rules
	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 U.S. Person (as defined in Regulation S).
	Exemption(s) from requirements under Directive 2003/711/EC (as amended) (the "**Prospectus Directive**"):	The offer is addressed to fewer than 150 natural or legal persons (other than qualified investors as defined in the Prospectus Directive)
	Additional selling restrictions:	Not applicable

CONFIRMED
HSBC BANK PLC

Victor Delgado Melgares

By: ---
Authorised Signatory

Date: --

PART B - OTHER INFORMATION

38 **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

39 **RATINGS**

Ratings:	The Notes have not been specifically rated.

3 INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE

No person involved in the issue of the Notes has an interest material to the issue. The Dealers 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 YIELD

Indication of yield:	Not applicable

6 PERFORMANCE OF INDEX/FORMULA/OTHER VARIABLE AND OTHER INFORMATION CONCERNING THE UNDERLYING

GLE FP

MT NA

OPERATIONAL INFORMATION

7	ISIN Code:	XS1032497759
8	Common Code:	103249775
9	CUSIP:	Not applicable
10	Valoren Number:	Not applicable
11	SEDOL:	Not applicable
12	WKN:	Not applicable
13	New Global Note intended to be held in a manner which would allow Eurosystem eligibility:	No
14	Any clearing system(s) other than Euroclear and Clearstream, Luxembourg and the relevant identification number(s):	None
15	Delivery:	Delivery against payment
16	Settlement procedures:	Medium Term Note
17	Additional Paying Agent(s) (if any):	None
18	Common Depositary:	HSBC Bank plc
19	Calculation Agent:	HSBC France
20	City in which specified office of Registrar to be maintained: (*Condition 15*)	Not applicable
21	ERISA Considerations:	Not applicable

ANNEX 1

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

Information in relation to underlying Securities

i	Securities	Depositary	Underlying company	Bloomberg Code	Exchange	Related Exchange	Initial Price (EUR)	Trigger Price (EUR)
1	Ordinary shares of SOCIETE GENERALE SA		SOCIETE GENERALE SA	GLE FP	Euronext Paris	Euronext. LIFFE (Paris)	43.895	28.531
2	Ordinary shares of ARCELORMITTAL		ARCELORMITTAL	MT NA	Euronext Amsterdam	Euronext LIFFE (Amsterdam)	12.495	8.121

"**Securities**" means either (i) 'Ordinary Shares of'; or (ii) 'Units of the'; or (iii) 'Depositary Receipts' of each underlying security to this issue of Notes as the case may be. Website for "Depositary" if applicable : http://ww.bnymellon.com

ANNEX 2

"j"	Automatic Early Redemption Valuation Datej	Automatic Early Redemption Datej	Variable Coupon Interest Payment Datej	Automatic Early Redemption Pricej	Automatic Early Redemption Amountj
1	11/08/2014	18/08/2014	18/08/2014	100.00%	100%
2	10/02/2015	17/02/2015	17/02/2015	100.00%	100%
3	10/08/2015	17/08/2015	17/08/2015	95.00%	100%
4	10/02/2016	17/02/2016	17/02/2016	95.00%	100%
5	10/08/2016	17/08/2016	17/08/2016	90.00%	100%
6	None	None	The Maturity Date	None	None

* Subject to postponement in accordance with Condition 22(e)