PRICING SUPPLEMENT

Pricing Supplement dated 22 January 2014

HSBC Bank plc

Programme for the Issuance of Notes and Warrants
Issue of

USD 35,000,000 Zero Coupon Callable Notes due 23 January 2044

PART A - CONTRACTUAL TERMS

This document constitute's 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**"). 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:	USD

	(ii)	Denomination Currency:	USD
4.	Aggregate Principal Amount:		
	(i)	Series:	USD 35,000,000.00
	(ii)	Tranche:	USD 35,000,000.00
5.	Issue Price:		100 per cent of the Aggregate Principal Amount
6.	(i)	Denomination(s): (*Condition 2(b)*)	USD 200,000.00
	(ii)	Calculation Amount:	USD 200,000.00
7.	(i)	Issue Date:	23 January 2014
	(ii)	Interest Commencement Date:	Not applicable
8.	Maturity Date: (*Condition 7(a)*)		23 January 2044
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.	Index-Linked Interest Note Provisions:	Not applicable

PROVISIONS RELATING TO REDEMPTION

14.	Issuer's optional redemption (Call Option): (*Condition 7(c)*)		Applicable
	(i)	Redemption Amount (Call Option):	The Issuer may redeem all of the Notes on any Optional Redemption Date (Call Option) at the relevant Redemption Amount (Call Option) (as specified under heading ''Redemption Amount (Call Option)'' in the table set out in Annex 1 and corresponding to the relevant Optional Redemption Date (Call Option) specified in such table) by giving not less than 5 London and New

			York business days' notice.
	(ii)	Series redeemable in part:	Not applicable
	(iii)	Optional Redemption Date (Call Option):	Please refer to the dates specified under heading ''Redemption Redemption Date (Call Option)'' in the table set out in Annex 1
	(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)*)		434.6707520 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, or Illegality or following an Event of Default: (*Condition 7(b), Condition 7(f) and Condition 11)*	100 per cent. of the Calculation Amount
	(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:	Registered Notes
	(ii)	Bearer Notes exchangeable for Registered Notes:	No
21.	Issued under the new safekeeping structure:		No

22.	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
23.	Exchange Date for exchange of Temporary Global Note:		Not applicable
24.	Payments: (*Condition 9*)		
	(i)	Relevant Financial Centre Day:	New York and London
	(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:		Annex 1

27.	Valuation Date:		Not applicable

DISTRIBUTION

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 not applicable]
	United States of America:		Not Rule 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, any U.S. 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 are greater than or equal to EUR 100,000 (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 has been made to admit the Notes to listing on the Official List of Irish Stock Exchange on or around the Issue Date
(ii)	Admission to trading:	Application will be made for the Notes to be admitted to trading on the Global Exchange Market with effect from 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 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**

Indication of yield:	Not applicable

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

Not applicable

OPERATIONAL INFORMATION

7.	ISIN Code:	XS1015936906
8.	Common Code:	101593690
9.	CUSIP:	Not applicable
10.	Valoren Number	Not applicable
11.	SEDOL:	Not applicable
12.	WKN:	Not applicable
13.	Intended to be held in a manner which would allow Eurosystem eligibility:	Yes
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:	Not applicable
19.	Calculation Agent:	HSBC Bank plc
20.	City in which specified office of Registrar to be maintained: (*Condition 15*)	London
21.	ERISA Considerations:	Not applicable

Annex 1

Optional Redemption Date (Call Option)	Redemption Amount (Call Option)
23 January 2015	**36,757,000.00**
23 January 2020	**46,956,976.78**
23 January 2025	**59,987,421.94**
23 January 2030	**76,633,783.47**
23 January 2035	**97,899,469.25**
23 January 2040	**125,066,330.34**