Warrants issued pursuant to these Final Terms are securities to be listed under Listing Rule 19.

Final Terms dated 27 November 2012
Series No.: NWP 26571
Tranche No.: 1

**HSBC Bank plc**

**Programme for the Issuance of Notes and Warrants**

**Issue of**

**1,032 2 Year Bermudan Call Warrants linked to IBEX 35 Index**

**expiring November 2014**

**PART A - CONTRACTUAL TERMS**

This document constitutes the Final Terms relating to the issue of the Tranche of Warrants described herein. Terms used herein shall be deemed to be defined as such for the purposes of the terms and conditions of the Warrants (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 constitute a prospectus ("**Prospectus**") for the purposes of the Prospectus Directive, as amended (Directive 2003/71/EC) (the "**Prospectus Directive**"). This document constitutes the Final Terms of the Warrants described herein for the purposes of Article 5.4 of the Prospectus Directive and must be read in conjunction with the Prospectus. Full information on the Issuer and the offer of the Warrants 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 http://www.hsbc.com/1/2/investor-relations/fixed-income and copies may be obtained from HSBC Bank plc, 8 Canada Square, London E14 5HQ.

**It is advisable that prospective investors considering acquiring any Warrants understand the risks of transactions involving the Warrants 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 Warrants in light of their particular circumstances (including without limitation their own financial circumstances and investment objectives and the impact the Warrants 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.**

| | | | |
|---|---|---|---|
| 1. | Issuer: | | HSBC Bank plc |
| 2. | Principal Warrant Agent: | | HSBC Bank plc |
| 3. | Calculation Agent: | | HSBC France |
| 4. | Warrant Agent: | | HSBC Bank plc |
| 5. | (i) | Series number: | NWP 26571 |
| | (ii) | Tranche number: | 1 |
| 6. | Currency or currencies: | | Euro (''**EUR**'') |
| 7. | Aggregate Number of Warrants in the: | | |
| | (i) | Series: | 1,032 Warrants |
| | (ii) | Tranche: | 1,032 Warrants |
| 8. | Issue Date: | | 3 December 2012 |
| 9. | Issue Price: | | 100 per cent. (EUR 1,000 per Warrant) |
| 10. | Strike Price: | | Not applicable |
| 11. | Final Price: | | Not applicable |
| 12. | Reference Price: | | Not applicable |
| 13. | Date Board approval for the issuance of Warrants obtained: | | Not applicable |
| 14. | Type of Warrants: | | Index Warrant |
| 15. | Series represented by: | | Global Warrant. Warrants in definitive form will not be issued. |
| 16. | Form of Warrant: | | Book-Entry Form Warrants. |
| 17. | Style of Warrants: | | The Warrants are Bermudan Style Call Warrants. Condition 3(c) is applicable. |
| 18. | (i) | Expiry Date: | 21 November 2014 or, if such day is not a Scheduled Trading Day, the immediate following day that is a Scheduled Trading Day and subject to the Disrupted Day provisions set out in Condition 18(b). |
| | (ii) | Exercise Procedure: | Condition 4 is applicable |
| | (iiii) | Automatic Exercise: | Applicable |
| | (iv) | Exercise Period: | Not applicable |

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|---|---|---|---|
| | (v) | Potential Exercise Date(s): | The dates specified as such in Annex 2 to these Final Terms, each an ''**Exercise Date$_i$**'', or, if such day is not a Scheduled Trading Day, the immediate following day that is a Scheduled Trading Day and subject to the Disrupted Day provisions set out in Condition 18(b). |
| | (vii) | Knock-In Event | Not applicable |
| | (viii) | Knock-Out Event | Not applicable |
| 19. | (i) | Minimum Exercise Number: | 150 Warrants (equivalent to EUR 150,000) |
| | (ii) | Permitted Multiple: | 1 Warrant |
| 20. | Cash Settlement: | | Applicable. The Warrants are Cash Settlement Warrants. Condition 3(d) (*Cash Settlement*) applies |
| | (i) | Settlement Currency: | EUR |
| | (ii) | Cash Settlement Amount: | Each of the Warrants shall be exercised if on an Exercise Date$_i$ (as defined in paragraph 18 (v)) the Exercise Index Performance is *equal to or greater* than 100% of the Initial Index Level as determined by the Calculation Agent.<br><br>If the Warrants are exercised on an Exercise Date$_i$ an amount in respect of each Warrant determined by the Calculation Agent in accordance with the following formula shall be paid on the relevant Exercise Payment Date$_i$ (as specified in Annex 2 to these Final Terms):<br><br>EUR 1,000 x 100% + Exercise Amount$_i$<br><br>''**Exercise Index Performance**'' means in respect of an Exercise Date$_i$, the performance of the Index determined by the Calculation Agent on such Exercise Date$_i$ in accordance with the following formula:<br><br>[Exercise Index Level / Initial Index Level] x 100%<br><br>''**Exercise Index Level**'' means, in respect of an Exercise Date$_i$, the level of the Index at the Valuation Time on such Exercise Date$_i$.<br><br>''**Initial Index Level**'' means, in respect of the Strike Date, the level of the Index at the Valuation Time on the Strike Date (being 7763.80).<br><br>''**Strike Date**'' means 19 November 2012 |

''**Exercise Amount$_i$**'' means an amount expressed in percentages and determined by the Calculation Agent in accordance with the following formula.

$$\sum_{j=1-7}^{i} Enhanced\ return_j$$

''**Enhanced Return$_j$**'' means in respect of an Enhanced Return Date$_j$, an amount expressed in percentages and determined by the Calculation Agent on such Enhanced Return Date$_j$ in accordance with the following provisions.

If, in respect of an Enhanced Return Date$_j$ the Enhanced Return Index Performance is *equal to or greater* than 75% of the Initial Index Level as determined by the Calculation Agent, 2.75%; or

If in respect of an Enhanced Return Date$_j$, the Enhanced Return Index Performance is *less* than 75% of the Initial Index Level as determined by the Calculation Agent, 0%.

''**Enhanced Return Index Performance**'' means in respect of an Enhanced Return Date$_j$ the performance of the Index determined by the Calculation Agent on such Enhanced Return Date$_j$ in accordance with the following formula:

[Exercise Index Level / Initial Index Level] x 100%

''**Exercise Index Level**'' means, in respect of an Enhanced Return Date$_j$, the level of the Index at the Valuation Time on such Enhanced Return Date$_j$

''**Enhanced Return Dates$_j$**'' means the dates specified as such in Annex 2 to these Final Terms, each an ''**Enhanced Return Date$_j$**'', or, if such day is not a Scheduled Trading Day, the immediate following day that is a Scheduled Trading Day and subject to the Disrupted Day provisions set out in Condition 18(b).

Unless previously exercised, redeemed or purchased and cancelled, each of the Warrants shall be exercised on the Expiry Date against payment on the Cash Settlement Payment Date of an amount determined by the Calculation Agent in accordance with the following provisions.

If the Final Index Performance is *equal to or greater* than 75% of the Initial Index Level as determined by the Calculation Agent,

EUR 1,000 x 100% + $\sum_{j=1-8}^{j} Enhanced\ return_8$

If the Final Index Performance is *less* than 75% of the Initial Index Level as determined by the Calculation Agent,

EUR 1,000 x Final Index Performance + $\sum_{j=1-8}^{j} Enhanced\ return_8$

''**Final Index Performance**'' means in respect of the Expiry Date, the performance of the Index determined by the Calculation Agent on the Expiry Date in accordance with the following formula:

[Final Index Level / Initial Index Level] x 100%

''**Final Index Level**'' means, in respect of the Expiry Date, the level of such Index at the Valuation Time on the Expiry Date.

| | | |
|---|---|---|
| | (iii) Cash Settlement Payment Date: | 5 December 2014 |
| 21. | Physical Settlement: | Not applicable |
| 22. | Index Basket Warrants | Applicable. The Warrants are Index Warrants. |
| (i) | Index/Indices | IBEX 35 Index |
| (ii) | Basket | Not applicable |
| (iii) | Index Sponsor(s): | Sociedad de Bolsas |
| (iv) | Index Rules | Not applicable |
| (v) | Exchange(s): | Spanish Continuous Market |
| (vi) | Related Exchange(s): | All Exchanges |
| (vii) | Valuation Time: | As per Condition 17 |
| (viii) | Valuation Date | The Expiry Date, each Exercise Date$_i$ and each Enhanced Return Date$_j$ |
| (ix) | Averaging Dates: | Not applicable. |
| (x) | Reference Level: | Not applicable |

| | | |
|---|---|---|
| (xi) | Additional Disruption Event: | The following Additional Disruption Events apply: Change in Law, Hedging Disruption, Increased Cost of Hedging |
| (xii) | Initial Index Level | As defined in paragraph 20 (ii) above |
| (xiii) | Final Index Level | As defined in paragraph 20 (ii) above |
| (xiv) | Other Information | Adjustments to Indices: Condition 18(c) applies. |
| 23. | Security Warrant or Security Basket Warrant: | Not applicable |
| 24. | Averaging Date Market Disruption: | Not applicable |
| 25. | Business Day: | TARGET |
| 26. | Expiry Business Day: | TARGET |
| 27. | Determination Date: | Not applicable |
| 28. | Selling restrictions: | In addition to selling restrictions listed in "Purchase and Sale of the Warrants" contained in the Prospectus:<br><br>The offer is addressed to investors who will acquire Warrants for a consideration of at least EUR 100,000 (or equivalent amount in another currency) per investor for each separate offer.<br><br>No Non-Exempt Offers of Warrants may be made. |
| 29. | Other Final Terms | See Annexes 1 and 2 |

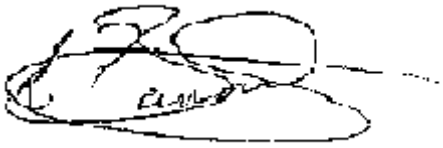
**LISTING AND ADMISSION TO TRADING APPLICATION**

These Final Terms comprise the final terms required to have admitted to trading the issue of Warrants described herein pursuant to the Programme for the Issuance of Notes and Warrants of HSBC Bank plc.

**RESPONSIBILITY**

The Issuer accepts responsibility for the information contained in these Final Terms. Information relating to the Index has been extracted from Bloomberg. The Issuer confirms that such information has been accurately reproduced and that, so far as it is aware and is able to ascertain from information published by Bloomberg, no facts have been omitted which would render the reproduced information inaccurate or misleading.

**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 Warrants to listing on the Official List of the Financial Services Authority pursuant to Listing Rule 19. 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 Warrants to be admitted to trading on the Regulated Market of the London Stock Exchange with effect from the Issue Date. No assurance can be given as to whether or not or when such application will be granted. |

2. **NOTIFICATION**

Not applicable

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

Save as discussed in the Prospectus, so far as the Issuer is aware, no person involved in the offer of the Warrants has an interest material to the offer.

4. **PERFORMANCE OF INDEX/FORMULA/OTHER VARIABLE, EXPLANATION OF EFFECT ON VALUE OF INVESTMENT AND ASSOCIATED RISKS AND OTHER INFORMATION CONCERNING THE UNDERLYING**

The information given herein is of limited scope. In deciding whether or not to purchase Warrants, investors should conduct their own investigations and form their own view of the merits of the Index based upon such investigations and not in reliance upon the information given herein.

The Warrants have a scheduled expiry date of 21 November 2014 and are linked to the performance of the IBEX 35 Index. The Warrants will be exercised early if on any predetermined exercise date the performance of the Index is equal to or above 100% of the initial level of the Index determined on the Strike Date (being 19 November 2012) (Initial Index Level). In such circumstances the Warrants will be exercised against payment of an amount which will be equal to 100% of the face value of the Warrants (being EUR 1,000 per Warrant) plus an enhanced amount.

In respect of each exercise date the enhanced amount will be determined by the Calculation Agent as the sum of each of the enhanced returns determined on each of the exercise dates. Each enhanced return will be an amount equal to 2.75% or 0% depending on the performance of the Index. If the performance of the Index on an exercise date in comparison to the Initial Index Level is greater than or equal to 75% of the Initial Index Level, the enhanced return in respect of the relevant exercise date will be 2.75%. If, however, the performance of the Index on such exercise date in comparison to the Initial Index Level is less than 75% of the Initial Index Level, the enhanced return in respect of the relevant exercise date will be 0%. On the exercise date on which the Warrants are exercised the enhanced return amount will be determined by the Calculation Agent as the sum of all enhanced returns obtained in respect of such exercise date and each of the previous exercise dates.

If the Warrants have not been exercised early they will expire on the expiry date, scheduled for 21 November 2014. The cash amount payable upon expiry will be determined by reference to the performance of the Index on the expiry date in comparison to the Initial Index Level. If the performance of the Index is equal to or greater than 75% of the Initial Index Level, an amount calculated as EUR 1,000 multiplied by 100% will be paid plus an enhanced amount (whereby the enhanced amount is calculated as the sum of each of the enhanced returns determined on each of the exercise dates and the expiry date). If the performance of the Index determined on the expiry date is less than 75% of the Initial Index Level, an amount will be payable which is equal to EUR 1,000 multiplied by the performance of the Index on the expiry date in comparison to the Initial Index Level plus an enhanced amount (calculated in the manner as described in this paragraph above). In this case, investors in the Warrants will lose some or all of the invested amount.

Investing in the Warrants involves substantial risks. As a consequence, prospective investors should be aware that the Warrants are only intended for investors who have the knowledge and experience in financial and business matters necessary to enable them to evaluate the risks of an investment in the Warrants. In purchasing any Warrants, an investor will be deemed to represent that it is such an investor and has such knowledge and experience. Prospective investors should consider the risk factors set forth under “Risk Factors” in the Prospectus and the risks described herein.Details of the past and future performance and volatility of the Index can be obtained from Bloomberg.

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

| | | |
|---|---|---|
| (i) | Reasons for the offer: | Information not provided |
| (ii) | Estimated net proceeds: | Information not provided |
| (iii) | Estimated total expenses: | Information not provided |

**OPERATIONAL INFORMATION**

| | | |
|---|---|---|
| 6. | ISIN Code: | GB00B8079L00 |
| 7. | Common Code: | 085847341 |
| 8. | CUSIP: | Not applicable |
| 9. | Valoren Number: | Not applicable |
| 10. | SEDOL: | B8079L0 |
| 11. | Any clearing system(s) other than Euroclear and Clearstream, Luxembourg and the relevant identification number(s): | None |
| 12. | Delivery: | Delivery against payment |
| 13. | Additional Paying Agent(s) (if any): | None |
| 14. | Common Depositary: | HSBC Bank plc |
| 15. | Notices:<br>(*Condition 10*) | Condition 10 applies |
| 16. | City in which specified office of Registrar to be maintained: | Not applicable |
| 17. | ERISA Considerations: | Not applicable |

**ANNEX 1**

(This annex forms part to the Final Terms to which it is attached)

| **i** | **Exercise Date$_i$** | **Exercise Payment Date$_i$** | **j** | **Enhanced Return Date$_j$** |
|---|---|---|---|---|
| 1 | 19 February 2013 | 5 March 2013 | 1 | 19 February 2013 |
| 2 | 22 May 2013 | 5 June 2013 | 2 | 22 May 2013 |
| 3 | 22 August 2013 | 5 September 2013 | 3 | 22 August 2013 |
| 4 | 21 November 2013 | 5 December 2013 | 4 | 21 November 2013 |
| 5 | 19 February 2014 | 5 March 2014 | 5 | 19 February 2014 |
| 6 | 22 May 2014 | 5 June 2014 | 6 | 22 May 2014 |
| 7 | 22 August 2014 | 5 September 2014 | 7 | 22 August 2014 |
| | | | 8 | Expiry Date |

**ANNEX 2**

Index Disclaimer

**Sociedad de Bolsas**, owner of the IBEX 35® Index and registered holder of the corresponding trademarks associated with it, does not sponsor, promote, or in any way evaluate the advisability of investing in the Warrants and the authorisation granted to HSBC Bank plc for the use of IBEX 35® trademark does not imply any approval in relation with the information offered by HSBC Bank plc or with the usefulness or interest in the investment in the Warrants.

**Sociedad de Bolsas** does not warrant in any case nor for any reason whatsoever:

a) The continuity of the composition of the IBEX 35® Index exactly as it is today or at any other time in the past.

b) The continuity of the method for calculating the IBEX 35® Index exactly as it is calculated today or at any other time in the past.

c) The continuity of the calculation, formula and publication of the IBEX 35® Index.

d) The precision, integrity or freedom from errors or mistakes in the composition and calculation of the IBEX 35® Index.

e) The suitability of the IBEX 35® Index for the anticipated purposes for the Warrants.