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

FINAL TERMS

Final Terms dated 29 October 2012

Series No.: NWP25950

Tranche No.: 1

HSBC Bank plc

Programme for the Issuance of Notes and Warrants

Issue of USD 18,230,000 Index-Linked Notes due April 2014 linked to the S&P 500® Index

PART A - CONTRACTUAL TERMS

This document constitutes the Final Terms relating to the issue of the Tranche of Notes described herein. 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 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 (Directive 2003/71/EC) (the "Prospectus Directive"). This document constitutes the Final Terms of the Notes 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 Notes 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.

The Notes described herein have a scheduled maturity on 30 April 2014, do not bear interest and are linked to the performance of the S&P 500® Index, defined as the Index herein, as determined by the Calculation Agent (as defined herein). The performance of the Index will determine the basis for redemption of the Notes at scheduled maturity. If, on the Valuation Date (as defined herein), the Calculation Agent determines that a Trigger Event (as defined herein) has not occurred, the Notes will be redeemed at scheduled maturity at an amount that will not be less than their nominal amount. Otherwise, if the Calculation Agent determines that a Trigger Event has occurred, the Notes will be redeemed by payment of an amount which will be less than the nominal amount of the Notes, as determined by the Calculation Agent. The Notes are redeemable prior to scheduled maturity in certain circumstances at an amount determined by the Calculation Agent which may be less than their nominal amount.

It is advisable that prospective 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 Prospectus and these Final Terms. Prospective investors should consider carefully the risk factors set forth under "Risk Factors" in the Prospectus.

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1.	(i)	Issuer	HSBC Bank plc
	(ii)	Arranger(s):	HSBC Bank plc
2.	(i)	Series number:	NWP25950
	(ii)	Tranche number:	1
	(iii)	Whether issue is of Notes or Certificates:	Notes
3.	Specified Currency or Currencies:		
	(i)	of denomination:	United States Dollars ("**USD**")
	(ii)	of payment:	USD
4.	Aggregate Principal Amount of Notes admitted to trading:		
	(i)	Series:	USD 18,230,000
	(ii)	Tranche:	USD 18,230,000
5.	(i)	Issue Price:	100 per cent. of the Aggregate Principal Amount
	(ii)	Commission payable:	None
	(iii)	Selling concession:	None
6.	(i)	Denomination(s) (*Condition 1(b)*):	USD 1,000
	(ii)	Calculation Amount:	The Denomination
7.	(i)	Issue Date:	30 October 2012
	(ii)	Interest Commencement Date:	Not applicable
8.	Maturity Date: (*Condition 6(a)*)		30 April 2014
9.	Interest basis: (*Conditions 3 to 5*)		Not applicable
10.	Redemption basis: (*Condition 6*)		Index-Linked Redemption. See paragraphs 24 and 26.
11.	Change of interest or redemption basis:		Not applicable
12.	Put/Call options:		Not applicable
13.	(i)	Status of the Notes: (*Condition 2*)	Unsubordinated, unsecured

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	(ii) Date approval for issuance of Notes obtained:	Not applicable
14.	Method of distribution:	Non-syndicated

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

15.	Fixed Rate Note provisions: (*Condition 3*)	Not applicable
16.	Floating Rate Note provisions: (*Condition 4*)	Not applicable
17.	Variable Coupon Amount Note provisions: (*Condition 5*)	Not applicable
18.	Zero Coupon Note provisions: (*Condition 5*)	Not applicable
19.	Index-Linked Interest Note/other variable-linked interest Note Provisions:	Not applicable
20.	Dual Currency Note provisions/Multi-currency Note provisions:	Not applicable

PROVISIONS RELATING TO REDEMPTION

21.	Issuer's optional redemption (Call): (*Condition 6(c)*)	Not applicable
22.	Noteholder's optional redemption (Put): (*Condition 6(d)*)	Not applicable
23.	Final Redemption Amount of each Note: (*Condition 6(a)*)	See paragraph 24 below
24.	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 Index as defined in paragraph 38(i) below
	(ii) Calculation Agent responsible for calculating the Final Redemption Amount:	HSBC France
	(iii) Provisions for determining Final Redemption Amount where calculated by reference to Equity/Index and/or Formula and/or other	Unless the Notes have been previously redeemed, or purchased and cancelled in accordance with the Conditions and subject to the other provisions of these Final Terms and the Conditions, if the Calculation Agent determines on the Valuation Date

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		variable;	(as defined in paragraph 40 below) that: - a Trigger Event has not occurred, the Issuer shall redeem the Notes on the Maturity Date at an amount in cash in the Specified Currency in respect of each Note determined by the Calculation Agent in accordance with the following formula : Denomination x $\text{Max}[(1+\frac{\text{Final Index Level} - \text{Initial Index Level}}{\text{Initial Index Level}});(1+0\%)]$ - a Trigger Event has occurred, the Issuer shall redeem the Notes on the Maturity Date at an amount in cash in the Specified Currency in respect of each Note determined by the Calculation Agent in accordance with the following formula : Denomination x $(1+\frac{\text{Final Index Level} - \text{Initial Index Level}}{\text{Initial Index Level}})]$ Where: "**Trigger Event**" means, with respect to the Index, that the official closing level of the Index, as calculated and published by the Index Sponsor, as determined by the Calculation Agent, is less than the Trigger Level. "**Trigger Level**" means 82.80 per cent. of the Initial Index Level (as defined in paragraph 38(vi) below).
	(iv)	Provisions for determining Final Redemption Amount where calculation by reference to Equity/Index and/or Formula and/or other variable is impossible or impracticable or otherwise disrupted:	See Condition 21
	(v)	Minimum Final Redemption Amount	Not applicable
	(vi)	Maximum Final Redemption Amount:	Not applicable
25.	Instalment Notes: (*Condition 6(a)*)		Not applicable
26.	Early redemption amount:		Yes

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(i)	Early redemption amount (upon redemption for taxation reasons, illegality or following an Event of Default: (*Conditions 6(b), 6(h) or 10*)	With respect to each Note, the amount in the Specified Currency determined by the Calculation Agent in its sole and absolute discretion to be the fair market value of the Note immediately prior to the early redemption date, less any reasonable expenses and costs to the Issuer and/or any affiliate of the Issuer of unwinding any underlying and/or related hedging and/or funding arrangements
(ii)	Other redemption provisions: (*Condition 6(i)*)	Not applicable

GENERAL PROVISIONS APPLICABLE TO THE NOTES

27.	Form of Notes: (*Condition 1(a)*)		
	(i)	Form of Notes:	Bearer Notes
	(ii)	Bearer Notes exchangeable for Registered Notes:	No
28.	New Global Note		No
29.	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 1(a)*)	Yes 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 bearer for Definitive Notes and/or Registered Notes:	No
	(iv)	Coupons to be attached to Definitive Notes:	No
	(v)	Talons for future Coupons to be attached to Definitive Notes:	No
	(vi)	(a) Definitive Notes to be security printed:	Yes
		(b) if the answer to (a) is yes, whether steel engraved plates will	Yes

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	be used:	
	(vii) Definitive Notes to be in ICMA or successor's format:	Yes
	(viii) Issuer or Noteholder to pay costs of security printing:	Issuer
30.	Exchange Date for exchange of Temporary Global Note:	Not earlier than 40 days following the Issue Date
31.	Payments: (*Condition 8*)	
	(i) Method of payment:	Not applicable
	(ii) Relevant Financial Centre Day:	New York
	(iii) Local banking day specified for payments in respect of the Notes in global form:	No
32.	Party Paid Notes: (*Condition 1*)	No
33.	Redenomination: (*Condition 9*)	Not applicable
34.	Other final terms:	See Annex

PROVISIONS APPLICABLE TO INDEX-LINKED NOTES, CASH EQUITY NOTES, EQUITY-LINKED NOTES

35.	Security Delivery (*for Equity-Linked Notes only*):	Condition 21(b) does not apply
36.	Provisions for Cash Equity Notes and Equity-Linked Notes:	Not applicable
37.	Additional provisions for Equity-Linked Notes:	Not applicable
38.	Provisions for Index-Linked Notes:	Applicable
	(i) Index(ices):	The STANDARD & POOR'S 500® Index (*Bloomberg Code: SPX*)
	(ii) Index Sponsor:	Standard & Poors Corporation
	(iii) Index Rules:	Not applicable
	(iv) Exchange(s):	New York Stock Exchange
	(v) Related Exchange(s):	Chicago Board Options Exchange
	(vi) Initial Index Level:	1,454.92
	(vii) Final Index Level:	The definition in Condition 21(a) applies

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	(viii)	Strike Date:	Not applicable
	(ix)	Reference Index Level:	Not applicable
	(x)	Adjustments to Indices:	Condition 21(f) applies
	(xi)	Additional Disruption Event:	The following Additional Disruption Events apply: Change in Law, Hedging Disruption, Increased Cost of Hedging
	(xii)	Index Substitution:	Not applicable
39.	For Equity-Linked and Credit-Linked Notes:		US Federal Income Tax Considerations
40.	Valuation Date(s):		16 April 2014, subject to postponement in accordance with Condition 21(e)
41.	Valuation Time:		The definition in Condition 21(a) applies
42.	Averaging Dates:		Not applicable
43.	Other terms or special conditions relating to Index-Linked Notes, Cash Equity Notes or Equity-Linked Notes:		Not applicable

DISTRIBUTION

44.	(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
	(iii)	Date of Subscription Agreement:	Not applicable
	(iv)	Stabilising Manager (if any):	Not applicable
45.	If non-syndicated, name and address of Relevant Dealer:		HSBC Bank plc
46.	Total commission and concession:		Not applicable
47.	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 benefit of a U.S. person (as defined in Regulation S)
	Non-exempt Offer:		Not applicable
	Other:		Not applicable
48.	Stabilisation:		Not applicable

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LISTING AND ADMISSION TO TRADING APPLICATION

These Final Terms comprise the final terms required to list and have admitted to trading the issue of Notes 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 inaccurate or misleading.

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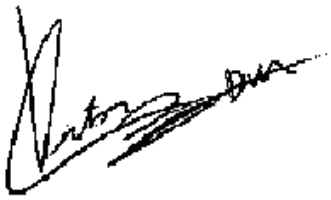

Victor Delgado Melgares

By: _____

Authorised Signatory

Date: _____

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PART B - OTHER INFORMATION

1. **LISTING**

(i)	Listing:	Application will be made to admit the Notes 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 Notes to be admitted to trading on the Regulated Market with effect from 30 October 2012. No assurance can be given as to whether or not, or when, such application will be granted

2. **RATINGS**

Ratings:	The Notes have not specifically been rated.

3. **NOTIFICATION**

Not applicable

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

Save as discussed in "Subscription and Sale", so far as the Issuer is aware, no person involved in the offer of the Notes has an interest material to the offer

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

(i)	Reasons for the offer:	Not applicable
(ii)	Estimated net proceeds:	Not applicable
(iii)	Estimated total expenses:	Not applicable

6. **YIELD**

Indication of yield:	Not applicable

7. **HISTORIC INTEREST RATES**

Not applicable

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

The Notes described herein have a scheduled maturity on 30 April 2014, do not bear interest and are linked to the performance of the S&P 500® Index, defined as the Index herein, as determined by the Calculation Agent (as defined herein). The performance of the Index will determine the basis for redemption of the Notes at scheduled maturity. If, on the Valuation Date (as defined herein), the Calculation Agent determines that a Trigger Event (as defined herein)

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has not occurred, the Notes will be redeemed at scheduled maturity at an amount that will not be less than their nominal amount. Otherwise, if the Calculation Agent determines that a Trigger Event has occurred, the Notes will be redeemed by payment of an amount which will be less than the nominal amount of the Notes, as determined by the Calculation Agent. The Notes are redeemable prior to scheduled maturity in certain circumstances at an amount determined by the Calculation Agent which may be less than their nominal amount.

It is advisable that prospective 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 Prospectus and these Final Terms. Prospective investors should consider carefully the risk factors set forth under "Risk Factors" in the Prospectus.

Details of the past and future performance and volatility of the Index can be obtained from *Bloomberg*.

9. **PERFORMANCE OF EXCHANGE RATE(S) AND EXPLANATION OF EFFECT ON VALUE OF INVESTMENT AND ASSOCIATED RISKS**

Not applicable

OPERATIONAL INFORMATION

10.	ISIN Code:	XS0847182549
11.	Common Code:	084718254
12.	CUSIP:	Not applicable
13.	SEDOL:	Not applicable
14.	Intended to be held in a manner which would allow Eurosystem eligibility:	No
15.	Any clearing system(s) other than Euroclear and Clearstream, Luxembourg and the relevant identification number(s):	None
16.	Delivery:	Delivery against payment
17.	Settlement procedures:	Medium Term Note
18.	(i) Principal Paying Agent:	HSBC Bank plc
	(ii) Additional Paying Agent(s) (if any):	None
19.	Common Depositary:	HSBC Bank plc
20.	Agent Bank/Calculation Agent:	HSBC Bank plc / HSBC France

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	— is Calculation Agent to make calculations?	Yes
	— if not, identify calculation agent:	Not applicable
21.	Notices: (*Condition 13*)	Applicable
22.	City in which specified office of Registrar to be maintained: (*Condition 14*)	Not applicable
23.	Other Final Terms:	So long as the Notes are represented by a Temporary Global Note or a Permanent Global Note and the relevant Clearing System so permit, the Notes shall be tradeable only in minimum principal amounts of USD 10,000 and increasing multiples of USD 1,000 (the "Tradeable Amount") in excess thereof. For the avoidance of doubt, in the case of a holding of Notes in an integral multiple of USD 1,000 in excess of USD 10,000, such holding will be redeemed at its principal amount.
24.	ERISA Considerations:	No

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ANNEX

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

Index Disclaimer

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

The Notes 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 Noteholders in respect of the Notes or any member of the public regarding the advisability of investing in securities generally or in the Notes 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 Notes.

S&P has no obligation to take the needs of the Issuer or any holders of the Notes 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 Notes to be offered or taken or in the determination or calculation of the equation by which the Notes are to be converted into cash. S&P has no obligation or liability in connection with the administration, marketing or trading of the Notes.

S&P DOES NOT GUARANTEE THE ACCURACY AND/OR THE COMPLETENESS OF THE S&P 500 INDEX OR ANY DATA INCLUDED THEREIN AND S&P SHALL HAVE NO LIABILITY FOR ANY ERRORS, OMISSIONS, OR INTERRUPTIONS THEREIN. S&P MAKES NO WARRANTY, EXPRESS OR IMPLIED, AS TO RESULTS TO BE OBTAINED BY THE ISSUER IN RESPECT OF THE NOTES, OR ANY OTHER PERSON OR ENTITY FROM THE USE OF THE S&P 500 INDEX OR ANY DATA INCLUDED THEREIN. S&P MAKES NO EXPRESS OR IMPLIED WARRANTIES, AND EXPRESSLY DISCLAIMS ALL WARRANTIES OF MERCHANTIBILITY OR FITNESS FOR A PARTICULAR PURPOSE OR USE WITH RESPECT TO THE S&P 500 INDEX OR ANY DATA INCLUDED THEREIN. WITHOUT LIMITING ANY OF THE FOREGOING, IN NO EVENT SHALL S&P HAVE ANY LIABILITY FOR ANY SPECIAL, PUNITIVE, INDIRECT, OR CONSEQUENTIAL DAMAGES (INCLUDING LOST PROFITS), EVEN IF NOTIFIED OF THE POSSIBILITY OF SUCH DAMAGES.

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