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

FINAL TERMS

Final Terms dated 05 July 2012

Series No.: NWP24057

Tranche No.: 1

HSBC Bank plc

Programme for the Issuance of Notes and Warrants

Issue of USD 500,000 Equity-Linked Notes due January 2014 linked to ordinary shares of JP Morgan Chase & Co.

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 the supplemental prospectus dated 28 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 09 January 2014, do not bear interest, and are linked to the performance of the ordinary shares of JP Morgan Chase & Co. defined as the Security herein. The price performance of the Security will determine the basis for redemption of the Notes at scheduled maturity. If 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 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 (as defined herein). 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.

HSBC

1.	(i)	Issuer	HSBC Bank plc
	(ii)	Arranger(s):	HSBC Bank plc
2.	(i)	Series number:	NWP24057
	(ii)	Tranche number:	1
	(iii)	Whether issue is of Notes or Certificates:	Notes
3.	Specifi	led 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 500,000
	(ii)	Tranche:	USD 500,000
5.	(i)	Issue Price:	100 per cent. of the Aggregate Principal Amount
	(ii)	Commission payable:	None
	(iii)	Selling concession:	None
6.	(i)	Denomination(s)	USD 1,000
	($Condition\ 1(b)$):		
	(ii)	Calculation Amount:	The Denomination
7.	(i)	Issue Date:	06 July 2012
	(ii)	Interest Commencement Date:	Not applicable
8.	Maturity Date: (Condition $6(a)$)		09 January 2014
9.	Interest basis: (Conditions 3 to 5)		Not applicable
10.	Redemption basis: (Condition 6)		Equity-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
	(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: Not applicable

(Condition 3)

16. Floating Rate Note provisions: Not applicable

(Condition 4)

17. Variable Coupon Amount Note Not applicable

provisions: (*Condition 5*)

18. Zero Coupon Note provisions: Not applicable

(Condition 5)

19. Index-Linked Interest Note/other Not applicable

variable-linked interest Note

Provisions:

20. Dual Currency Note Not applicable

provisions/Multi-currency Note

provisions:

PROVISIONS RELATING TO REDEMPTION

21. Issuer's optional redemption (Call): Not applicable

(Condition 6(c))

22. Noteholder's optional redemption Not applicable

(Put):

 $(Condition \ 6(d))$

23. Final Redemption Amount of each See paragraph 24 below

Note:

($Condition\ 6(a)$)

24. Final Redemption Amount of each Applicable

Note in cases where the Final Redemption Amount is Equity-Linked/ Index-Linked or other

variable-linked:

(i) Index/Formula/other The Security as defined in paragraph 36(i) below

(ii) Calculation Agent HSBC France

responsible for calculating the Final Redemption

where calculated by

Amount:

variable:

(iii) Provisions for determining Unless the Notes have been previously redeemed, or Final Redemption Amount purchased and cancelled in accordance with the

reference to Equity/Index and/or Formula and/or other

variable;

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 (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 ×

 $\max \left[(1 + \frac{\text{Final Price} - \text{Initial Price}}{\text{Initial Price}}), 1 \right]$

- 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+ (Final Price-Initial Price)]
Initial Price

Where:

"Trigger Event" means that the Final Price of the Security as determined by the Calculation Agent, is less than the Trigger Price.

"**Trigger Price**" means 75 per cent. of the Initial Price (as defined in paragraph 36(v) below) of the Security.

(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

Not applicable

Amount:

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25. Instalment Notes: (Condition 6(a))

Not applicable

26. Early redemption amount:

Yes

(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:

28.

(Condition l(a))

(i) Form of Notes: Bearer Notes

(ii) Bearer Notes exchangeable for Registered Notes:

New Global Note No

29. If issued in bearer form: Not 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:

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

 $(Condition\ 1(a))$

(iii) Permanent Global Note exchangeable at the option of the bearer for Definitive Notes and/or Registered Notes:

No

Yes

No

(iv) Coupons to be attached to Definitive Notes:

No

(v) Talons for future Coupons to be attached to Definitive Notes:

No

Yes

(vi) (a) Definitive Notes to be security printed:

(b) if the answer to (a) is Yes yes, whether steel engraved plates will

be used:

(vii) Definitive Notes to be in Yes

ICMA or successor's format:

(viii) Issuer or Noteholder to pay Issuer costs of security printing:

30. Exchange Date for exchange of Not earlier than 40 days following the Issue Date

Temporary Global Note:

31. Payments:

(Condition 8)

(i) Method of payment: Not applicable

(ii) Relevant Financial Centre Not applicable

Day:

(iii) Local banking day specified No for payments in respect of the

Notes in global form:

32. Party Paid Notes: No

(Condition 1)

33. Redenomination: Not applicable

(Condition 9)

34. Other final terms: Not applicable

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

35. Security Delivery (for Equity-Linked Condition 21(b) does not apply

Notes only):

36. Provisions for Cash Equity Notes and Applicable

Equity-Linked Notes:

(i) Securities: Ordinary shares of JP Morgan Chase & Co.

(Bloomberg: JPM UN)

(ii) Underlying Company(ies): JP Morgan Chase & Co

(iii) Exchange(s): The New York Stock Exchange

(iv) Related Exchange(s): The Chicago Board Option Exchange

(v) Initial Price: USD 36.34

(vi) Strike Date: 22 June 2012

(vii) Final Price: The definition in Condition 21(a) applies

(viii) Reference Price: Not applicable

(ix) Securities Transfer Amount: Not applicable

(for Equity-Linked Notes

only)

	(x) Settlement Date:		Condition 21(a) does not apply	
		(for Equity-Linked Notes only)		
	(xi)	Settlement Disruption Event:	Condition 21(b)(iii) does not apply	
		(for Equity-Linked Notes only)		
	-	Disruption Period (if other than as specified in Condition 21(b)(iii)):	Not applicable	
	(xii)	Delivery Disruption Event: (for Equity-Linked Notes only)	Condition 21(b)(iv) does not apply	
	(xiii)	Potential Adjustment Event:	Condition 21(g)(i) applies	
		- Extraordinary Dividend (if other than as specified in the definition in Condition 21(a))	Condition 21(a) applies	
		- additional Potential Adjustment Event (for purposes of paragraph (viii) of the definition thereof)	Not applicable	
	(xiv)	Extraordinary Event:	Condition 21(g)(ii) applies	
	(xv)	Conversion:	Condition 21(g)(iii) does not apply	
		(for Notes relating to Government Bonds and debt securities only)		
	(xvi)	Correction of prices:	Condition 21(g)(iv) applies	
	(xvii)	Additional Disruption Event	The following Additional Disruption Events apply: Change in Law, Insolvency Filing, Hedging Disruption, Increased Cost of Hedging	
37.	Additional provisions for Equity- Linked Notes:		Not applicable	
38.	Provisions for Index-Linked Notes:		Not applicable	
39.	For Equity-Linked and Credit-Linked Notes:		US Federal Income Tax Considerations	
40.	Valuation Date(s):		23 December 2013, 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 Not applicable relating to Index-Linked Notes, Cash Equity Notes or Equity-Linked

Notes:

DISTRIBUTION

45.

44. (i) If syndicated, names of Not applicable

Relevant Dealer(s)/Lead Manager(s):

(ii) If syndicated, names of other Not applicable Dealers/Managers (if any):

(iii) Date of Subscription Not applicable

(iv) Stabilising Manager (if any): Not applicable

If non-syndicated, name and address HSBC Bank plc

of Relevant Dealer:

Agreement:

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

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 Security 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.

CONFIRMED

Date: __

HSBC BANK PLC

É	and
Ву:	Authorised Signatory

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 06 July 2012. No assurance can be given as to whether or not, or when,

such application will be granted

2. RATINGS

Ratings: The long term senior debt of HSBC Bank plc

has been rated:

S&P: AA-Moody's: Aa3
Fitch: AA

The Notes have not been specifically rated.

Each of S&P, Moody's and Fitch are established in the European Union and registered under Regulation (EC) No.

1060/2009 (as amended).

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

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

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

Not applicable

OPERATIONAL INFORMATION

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10.	ISIN Code:	XS0800020843
11.	Common Code:	080002084
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. HSBC Bank plc (i) Principal Paying Agent: (ii) Additional Paying Agent(s) (if any): None 19. Common Depositary: HSBC Bank plc 20. Agent Bank/Calculation Agent: HSBC Bank plc / HSBC France — is Calculation Agent to make calculations? Yes — if not, identify calculation agent: Not applicable 21. Notices: Applicable (Condition 13) City in which specified office of Registrar to 22. Not applicable be maintained: (Condition 14) 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 150,000 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 150,000, such holding will be redeemed at its principal amount. 24. **ERISA** Considerations: No