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

FINAL TERMS

Final Terms dated 03 July 2012
Series No.: NWP24126
Tranche No.: 1

HSBC Bank plc

Programme for the Issuance of Notes and Warrants

Issue of EUR 605,000 Automatic Early Redemption Index-Linked Notes due July 2014 linked to the IBEX ® 35

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 date at 04 July 2014, do not bear interest and are linked to the level performance of the IBEX ® 35 defined as the Index herein, as determined by the Calculation Agent (as defined herein). The price performance of the Index on particular dates may result in the redemption of the Notes prior to scheduled maturity. The performance of the Index will also determine the basis for redemption of the Notes at scheduled maturity. Unless the Notes have been redeemed early, the Notes will be redeemed at scheduled maturity at 122 per cent. of their nominal amount if, on the Valuation Date (as defined herein), the Calculation Agent determines that the Final Index Level (as defined herein) is greater than or equal to 60 per cent. of the Initial Index Level (as defined herein). If, on the Valuation Date, the Calculation Agent determines that the Final Index Level is lower than 60 per cent. of the Initial Index Level and a Trigger Event (as defined herein) has not occurred, the Notes will be redeemed at 100 per cent. of their nominal amount. If the Calculation Agent determines that the Final Index Level is lower than 60 per cent. of the Initial Index Level and a Trigger Event has occurred, the Notes will be redeemed at an amount in cash 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

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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:	NWP24126
	(ii)	Tranche number:	1
	(iii)	Whether issue is of Notes or Certificates:	Notes
3.	Specified Currency or Currencies:		
	(i)	of denomination:	Euro ("**EUR**")
	(ii)	of payment:	EUR
4.	Aggregate Principal Amount:		
	(i)	Series:	EUR 605,000
	(ii)	Tranche:	EUR 605,000
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)*):	EUR 1,000
	(ii)	Calculation Amount:	The Denomination
7.	(i)	Issue Date:	04 July 2012
	(ii)	Interest Commencement Date:	Not applicable
8.	Maturity Date: (*Condition 6(a)*)		04 July 2014, subject to early redemption on an Automatic Early Redemption Date. See paragraph 43(iii)
9.	Interest basis: (*Conditions 3 to 5*)		Not applicable
10.	Redemption basis: (*Condition 6*)		Index-Linked Redemption
11.	Change of interest or redemption basis:		The Notes are subject to early redemption on an Automatic Early Redemption Date. See paragraph

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			43(iii)
12.	Put/Call options:		Not applicable
13.	(i)	Status of the Notes: (*Condition 2*)	Unsubordinated, unsecured
	(ii)	Date Board 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	Unless the Notes have been previously redeemed, or purchased and cancelled in accordance with the Conditions and subject to the other provisions of

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		to Equity/Index and/or Formula and/or other variable;	these Final Terms and the Conditions: - if the Calculation Agent determines on the Valuation Date that the Final Index Level (as defined in paragraph 38(vii) below) is greater than or equal to 60 per cent. of the Initial Index Level (as defined in paragraph 38(vi) below), the Issuer shall redeem the Notes on the Maturity Date at 122.00 per cent. of their nominal amount; or - if the Calculation Agent determines on the Valuation Date that the Final Index Level is lower than 60 per cent. of the Initial Index Level and that a Trigger Event has not occurred, the Issuer shall redeem the Notes on the Maturity Date at 100 per cent. of their nominal amount; or - if the Calculation Agent determines on the Valuation Date that the Final Index Level is lower than 60 per cent. of the Initial Index Level and that a Trigger Event has occurred, the Issuer shall redeem the Notes by paying on the Maturity Date an amount in the Specified Currency in respect of each Note determined by the Calculation Agent in accordance with the following formula: $\text{Denomination} \times \left[\frac{\text{Final Index Level}}{\text{Initial Index Level}}\right]$ Where: "**Trigger Event**" means that the Final Index Level, as determined by the Calculation Agent, is less than the Trigger Level. "**Trigger Level**" means 4,000.14
	(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:	122 per cent. of par
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:		
	(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)*)	Temporary Global Note exchangeable for a 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:	Not applicable
	(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 be used:	Yes
	(vii)	Definitive Notes to be in ICMA or successor's format:	Yes

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	(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:	Not applicable
	(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*):	Not applicable
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):	IBEX 35 (*Bloomberg Code: IBEX*)
	(ii) Index Sponsor:	Spanish Equities Markets
	(iii) Index Rules:	Not applicable
	(iv) Exchange(s):	SIBE Madrid
	(v) Related Exchange(s):	MEFF
	(vi) Initial Index Level:	6,666.90
	(vii) Final Index Level:	The definition in Condition 21(a) applies
	(viii) Strike Date:	27 June 2012
	(ix) Reference Index Level:	Not applicable
	(x) Adjustments to Indices:	Condition 21(f) applies

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	(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:	Not applicable
40.	Valuation Date(s):	27 June 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:	See Annex
	(i) Knock-in Event:	Not applicable
	(ii) Knock-out Event:	Not applicable
	(iii) Automatic Early Redemption:	Condition 21(c) applies
	- Automatic Early Redemption Event:	The Level of the Index at the Valuation Time on the Exchange on an Automatic Early Redemption Valuation $Date_j$ is equal to or higher than the Automatic Early Redemption Level as determined by the Calculation Agent
	- Automatic Early Redemption Valuation Date(s):	21 December 2012 (the "**First Automatic Early Redemption Valuation Date**"), 27 June 2013 (the "**Second Automatic Early Redemption Valuation Date**"), 23 December 2013 (the "**Third Automatic Early Redemption Valuation Date"**), each shall be subject to postponement in accordance with Condition 21(e) as if each reference to "Valuation Date" in such Condition was deemed to be a reference to "Automatic Early Redemption Valuation Date".

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- Automatic Early Redemption Level:	-With respect to the First Automatic Early Redemption Valuation Date, 100 per cent. of the Initial Index Level (the "**First Automatic Early Redemption Level**") -With respect to the Second Automatic Early Redemption Valuation Date, 100 per cent. of the Initial Index Level (the "**Second Automatic Early Redemption Level**") -With respect to the Third Automatic Early Redemption Valuation Date 100 per cent. of the Initial Index Level (the "**First Automatic Early Redemption Level**")
- Automatic Early Redemption Date(s):	4 January 2013 **"the First Automatic Early Redemption Date**"; 4 July 2013 **"the Second Automatic Early Redemption Date"** and 06 January 2014 "**the Third Automatic Early Redemption Date"** subject to adjustment in accordance with the Following Business Day Convention
- Automatic Early Redemption Amount:	-With respect to the First Automatic Early Redemption Date, 105.50 per cent. of the nominal amount -With respect to the Second Automatic Early Redemption Date, 111.00 per cent. of the nominal amount -With respect to the Third Automatic Early Redemption Date, 116.50 per cent. of the nominal amount

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 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 dos sold within the Unites States of America or to or for the benefit of a U.S. person (as defined in Regulation S).
	Non-exempt Offer:	Not applicable
48.	Other:	Not applicable
49.	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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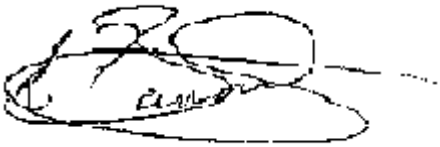
HSBC BANK PLC



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 04 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 specifically been 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

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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 date at 04 July 2014, do not bear interest and are linked to the level performance of the IBEX ® 35 defined as the Index herein, as determined by the Calculation Agent (as defined herein). The price performance of the Index on particular dates may result in the redemption of the Notes prior to scheduled maturity. The performance of the Index will also determine the basis for redemption of the Notes at scheduled maturity. Unless the Notes have been redeemed early, the Notes will be redeemed at scheduled maturity at 122 per cent. of their nominal amount if, on the Valuation Date (as defined herein), the Calculation Agent determines that the Final Index Level (as defined herein) is greater than or equal to 60 per cent. of the Initial Index Level (as defined herein). If, on the Valuation Date, the Calculation Agent determines that the Final Index Level is lower than 60 per cent. and a Trigger Event (as defined herein) has not occurred, the Notes will be redeemed at 100 per cent. of their nominal amount. If the Calculation Agent determines that the Final Index Level is lower than 60 per cent. of the Initial Index Level and a Trigger Event has occurred, the Notes will be redeemed at an amount in cash 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:	XS0801103168
11.	Common Code:	080110316
12.	CUSIP:	Not applicable
13.	SEDOL:	Not applicable

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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
	— 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:	See Annex
24.	ERISA Considerations:	No

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ANNEX

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

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 financial product **"EUR 2,500,000 Bear Autocallable on IBEX",** 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 above mentioned financial product.

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 product included in Schedule 1.

The parties thereto acknowledge the rules for establishing the prices of the securities included in the IBEX 35® Index and of said index in accordance with the free movement of sales and purchase orders within a neutral and transparent market and that the parties thereto undertake to respect the same and to refrain from any action not in accordance therewith.

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