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

FINAL TERMS

Final Terms dated 22 January 2013

Series No.: NWP27185

Tranche No.: 1

HSBC Bank plc

Programme for the Issuance of Notes and Warrants
Issue of EUR 2,975,000 Automatic Early Redemption Equity-Linked Notes due January 2015 linked to the ordinary shares of Banco Popular Espanol SA

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 at 23 January 2015, do not bear interest and are linked to the price performance of the ordinary shares of Banco Popular Espanol SA defined as the Security herein, as determined by the Calculation Agent (as defined herein). The price performance of the Security on particular dates may result in the redemption of the Notes prior to scheduled maturity at a premium to their nominal amount. The price performance of the Security will also determine the basis for redemption of the Notes at scheduled maturity. Unless the Notes have been redeemed early, if, on the Valuation Date (as defined herein), the Calculation Agent determines that the Final Price (as defined herein) is greater than or equal to the Initial Price (as defined herein) of such Security, the Notes will be redeemed at scheduled maturity at an amount in cash equal to 142 per cent. of their nominal amount. If, on the Valuation Date (as defined herein), the Calculation Agent determines that the Final Price (as defined herein) is lower than the Initial Price (as defined herein) of such Security and a Trigger Event (as defined herein) has not occurred, the Notes will be redeemed at scheduled maturity at an amount in cash that will be greater than or equal to their nominal amount. Otherwise, if, on the Valuation Date (as defined herein), the Calculation Agent determines that the Final Price (as defined herein) is lower than the Initial Price (as defined herein) of such Security and a Trigger Event (as defined herein) has occurred, the Notes will be redeemed by payment of an amount in cash less than the nominal amount of the Notes and equal to the product of such nominal amount and the fraction of which the numerator is the Final Price of the Security and the denominator is the Initial Price of such Security,

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:	NWP27185
	(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 of Notes		
	(i)	Series:	EUR 2,975,000
	(ii)	Tranche:	EUR 2,975,000
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:	23 January 2013
	(ii)	Interest Commencement Date:	Not applicable
8	Maturity Date: (*Condition 6(a)*)		23 January 2015, subject to early redemption on an Automatic Early Redemption Date. See paragraph 43(iii) below
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:		The Notes are subject to early redemption on an Automatic Early Redemption Date. See paragraph 43(iii) below.
12	Put/Call options:		Not applicable
13	(i)	Status of the Notes:	Unsubordinated, unsecured

		(*Condition 2*)	
	(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 the Note in cases where the Final Redemption Amount is Equity-Linked/ Index-Linked or other variable-linked:		Applicable
	(i)	Index/Formula/other variable:	The Security as defined in paragraph 36(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 variable;	Unless previously redeemed or purchased and cancelled, if, on the Valuation Date (as defined in paragraph 40 below), the Calculation Agent determines that : - the Final Price (as defined in paragraph 36(vii) below) is greater than or equal to the Initial Price (as defined in paragraph 36(v) below), the Issuer

			shall redeem the Notes on the Maturity Date at an amount in cash equal to 142 per cent. of their nominal amount; - the Final Price is lower than the Initial Price and a Trigger Event has not occurred, the Issuer shall redeem the Notes on the Maturity Date at an amount in cash determined by the Calculation Agent in accordance with the following formula: Denomination x $\left[100\ \% + Abs\left(\frac{\text{Final Price} - \text{Initial Price}}{\text{Initial Price}}\right)\right]$ - the Final Price is lower than the Initial Price and a Trigger Event has occurred, the Issuer shall redeem the Notes on the Maturity Date at an amount in cash determined by the Calculation Agent in accordance with the following formula : Denomination × (Final Price /Initial Price) where: "**Trigger Event**" means, that the Final Price, as determined by the Calculation Agent, is lower than the Trigger Level. "**Trigger Price**" means 65 per cent. of the Initial Price, as determined by the Calculation Agent
	(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:		Applicable
	(i)	Early redemption amount (upon redemption for taxation reasons, illegality or following an Event of Default):	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

		(*Conditions 6(b), 6(h) or 10*)	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)*)		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:		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
(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:	TARGET
	(iii)	Local banking day specified for payments in respect of the Notes in global form:	No
32	Partly Paid Notes: (*Condition 1*)		No
33	Redenomination: (*Condition 9*)		Not applicable
34	Other final terms:		Not applicable

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

35	Security Delivery (Equity-Linked Notes only):		Condition 21(b) does not apply
36	Provisions for Cash Equity Notes and Equity-Linked Notes:		Applicable
	(i)	Securities:	Ordinary shares of Banco Popular Espanol SA *(Bloomberg Code:POP SM)*
	(ii)	Underlying Company(ies):	Banco Popular Espanol SA
	(iii)	Exchange(s):	SIBE Madrid
	(iv)	Related Exchange(s):	MEFF
	(v)	Initial Price:	EUR 0.744
	(vi)	Strike Date:	11 January 2013
	(vii)	Final Price:	The definition in Condition 21(a) applies
	(viii)	Reference Price:	Not applicable
	(ix)	Securities Transfer Amount: (*for Equity-Linked Notes only*)	Not applicable
	(x)	Settlement Date: (*for Equity-Linked Notes only*)	Not applicable
	(xi)	Settlement Disruption Event: (*for Equity-Linked Notes only*)	Condition 21(b)(iii) does not apply
	-	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) and 21(k) apply
	(xv)	Conversion: *(for Notes relating to Government Bonds and debt securities only)*	Condition 21(g)(iii) applies
	(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:	U.S Federal Income Tax Considerations
40		Valuation Date(s):	16 January 2015, 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:	Applicable
	(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 Release Price of the Security is greater than or equal to the Automatic Early Redemption Price as of an Automatic Early Redemption Valuation Date Where: "**Release Price**" means, subject to the Conditions, the price of the Security on the

		Exchange at the Valuation Time on an Automatic Early Redemption Valuation Date, as determined by the Calculation Agent.
	- Automatic Early Redemption Valuation Date(s):	Each date specified as such in Annex (each an "**Automatic Early Redemption Valuation Date$_j$**").
		Each Automatic Early Redemption Valuation Date 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".
	- Automatic Early Redemption Price :	100 per cent. of the Initial Price
	- Automatic Early Redemption Date(s):	Each date specified as such in Annex (each an "**Automatic Early Redemption Date$_j$**"), subject to adjustment in accordance with the Modified Following Business Day Convention
	- Automatic Early Redemption Amount:	With respect to each Automatic Early Redemption Date, the percentage of the nominal amount specified as such in Annex (each an "**Automatic Early Redemption Amount$_j$**")

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

LISTING AND ADMISSION TO TRADING APPLICATION

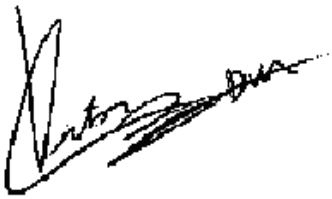
These Final Terms comprise the final terms required to list and have admitted to trading the issue of Notes described herein pursuant to the Programme for the Issuance of Notes and Warrants of HSBC Bank plc.

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.

CONFIRMED

HSBC BANK PLC



Victor Delgado Melgares

By: ----------
Authorised Signatory

Date: ----------

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 23 January 2013. No assurance can be given as to whether or not, or when, such application will be granted

2 **RATINGS**

Ratings: The Notes have not been specifically 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 at 23 January 2015, do not bear interest and are linked to the price performance of the ordinary shares of Banco Popular Espanol SA defined as the Security herein, as determined by the Calculation Agent (as defined herein). The price performance of the Security on particular dates may result in the redemption of the Notes prior to scheduled maturity at a premium to their nominal amount. The price performance of the Security will also determine the basis for redemption of the

Notes at scheduled maturity. Unless the Notes have been redeemed early, if, on the Valuation Date (as defined herein), the Calculation Agent determines that the Final Price (as defined herein) is greater than or equal to the Initial Price (as defined herein) of such Security, the Notes will be redeemed at scheduled maturity at an amount in cash equal to 142 per cent. of their nominal amount. If, on the Valuation Date (as defined herein), the Calculation Agent determines that the Final Price (as defined herein) is lower than the Initial Price (as defined herein) of such Security and a Trigger Event (as defined herein) has not occurred, the Notes will be redeemed at scheduled maturity at an amount in cash that will be greater than or equal to their nominal amount. Otherwise, if, on the Valuation Date (as defined herein), the Calculation Agent determines that the Final Price (as defined herein) is lower than the Initial Price (as defined herein) of such Security and a Trigger Event (as defined herein) has occurred, the Notes will be redeemed by payment of an amount in cash less than the nominal amount of the Notes and equal to the product of such nominal amount and the fraction of which the numerator is the Final Price of the Security and the denominator is the Initial Price of such Security,

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 Security can be obtained from Bloomberg.

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

Not applicable

OPERATIONAL INFORMATION

10	ISIN Code:	XS0876543207
11	Common Code:	087654320
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):	Not applicable
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)	
22	City in which specified office of Registrar to be maintained:	Not applicable
	(Condition 14)	
23	Other Final Terms:	Not applicable
24	ERISA Considerations:	No

ANNEX

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

"j"	**Automatic Early Redemption Valuation Date$_j$**	**Automatic Early Redemption Date$_j$**	**Automatic Early Redemption Amount$_j$**
1	20-Mar-2013	25-Mar-2013	103.50% of par
2	20-May-2013	23-May-2013	107.00% of par
3	18-Jul-2013	23-Jul-2013	110.50% of par
4	18-Sep-2013	23-Sep-2013	114.00% of par
5	20-Nov-2013	25-Nov-2013	117.50% of par
6	20-Jan-2014	23-Jan-2014	121.00% of par
7	19-Mar-2014	24-Mar-2014	124.50% of par
8	20-May-2014	23-May-2014	128.00% of par
9	18-Jul-2014	23-Jul-2014	131.50% of par
10	18-Sep-2014	23-Sep-2014	135.00% of par
11	19-Nov-2014	24-Nov- 2014	138.50% of par

*Subject to postponement in accordance with Condition 21(e)