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

Final Terms dated 4 November 2012
Series No.: NWP 26196
Tranche No.: 1

HSBC Bank plc

Programme for the Issuance of Notes and Warrants

Issue of

5,000,000 6 Year Bermudan Call Warrants linked to FTSE™ 100 Index and S&P 500® Index

expiring October 2018

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 26196
	(ii)	Tranche number:	1
6.	Currency or currencies:		Great Britain Pounds (''**GBP**'')
7.	Aggregate Number of Warrants in the:		
	(i)	Series:	5,000,000 Warrants
	(ii)	Tranche:	5,000,000 Warrants
8.	Issue Date:		9 November 2012
9.	Issue Price:		100 per cent. (GBP 1.00 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 Basket 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:	26 October 2018 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

	(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:	1 Warrant
	(ii)	Permitted Multiple:	1 Warrant
20.	Cash Settlement:		Applicable. The Warrants are Cash Settlement Warrants. Condition 3(d) (*Cash Settlement*) applies
	(i)	Settlement Currency:	GBP
	(ii)	Cash Settlement Amount:	Each of the Warrants shall be exercised if on an Exercise Date$_i$ (as defined in paragraph 18 (v)) the Worst Performing Index Performance is *equal to or greater* than Level$_i$, as determined by the Calculation Agent. 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): GBP 1.00 x Exercise Amount$_i$ "**Worst Performing Index Performance**" means $Min_{i=1toN}\left(\frac{ExercisedIndexLevel}{InitialIndexLevel}\right)$ x100% "**Exercise Index Level**" means, in respect of each Index and an Exercise Date$_i$, the level of such Index at the Valuation Time on the Exercise Date$_i$. "**Initial Index Level**" means, in respect of each Index and the Strike Date, the level of such Index at the Valuation Time on the Strike Date (as specified in Annex 1) "**Strike Date**" means 26 October 2012. "**N**" means number of Indices (being 2).

		''**Exercise Amount$_i$**'' means an amount expressed in percentages corresponding to the relevant Exercise Date$_i$ as specified in Annex 2 to these Final Terms. "**Level$_i$**" means a figure expressed as a percentage corresponding to the relevant Exercise Date$_i$ as specified in Annex 2 to the Final Terms. 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 formula: GBP 1.00 x Basket Performance ''**Basket Performance**'' means, if the Final Worst Performing Index Performance is *equal to or greater than* 100%: 167.20%; **or** if the Final Worst Performing Index Performance is *less than* 100%, **and** a Trigger Event has not occurred: 100%, **or** otherwise: the Final Worst Performing Index Performance. ''**Final Worst Performing Index Performance**' means $Min_{=1toN}\left(\frac{FinalIndexLevel}{InitialIndexLevel}\right)$ x100% ''**Final Index Level**'' means, in respect of each Index and the Expiry Date, the level of such Index at the Valuation Time on the Expiry Date. ''**Trigger Event**'' means that the Final Worst Performing Index Performance is strictly lower than the Trigger Level as determined by the Calculation Agent. ''**Trigger Level**'' means 50%.
(iii)	Cash Settlement Payment Date:	9 November 2018

21.	Physical Settlement:	Not applicable
22.	Index Basket Warrants	Applicable. The Warrants are Index Basket Warrants.
(i)	Index/Indices	The indices comprising the Basket are as specified in Annex 1 below.
(ii)	Basket	Applicable
(iii)	Index Sponsor(s):	With respect to each Index, the entity specified as such in respect of such Index in Annex 1 below
(iv)	Exchange(s):	With respect to each Index, each exchange or quotation system specified as such in respect of such Index in Annex 1
(v)	Related Exchange(s):	With respect to each Index, each exchange or quotation system specified as such in respect of such Index in Annex 1
(vi)	Valuation Time:	Scheduled Closing Time
(vii)	Valuation Date	The Expiry Date and each Exercise Date$_i$ (as specified in Annex 2)
(viii)	Averaging Dates:	Not applicable.
(ix)	Settlement Index Level:	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)	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:	London
26.	Expiry Business Day:	London and New York
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: The offer is addressed solely to qualified investors (as such term is defined in the Prospectus Directive). No Non-Exempt Offers of Warrants may be made.

Regulations S

Warrants may not be sold or offered within the United States of America or to or for the account or the benefit of U.S. Persons (as defined in Regulation S).

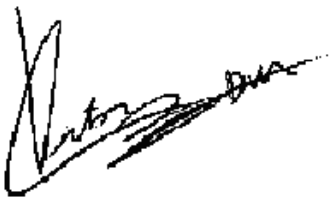
LISTING AND ADMISSION TO TRADING APPLICATION

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 Indices 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



Victor Delgado Melgares

By: ----------
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 Indices based upon such investigations and not in reliance upon the information given herein.

The Warrants have a scheduled expiry date of 26 October 2018 and are linked to the performance of a basket of Indices. The Warrants will be exercised early if on any predetermined valuation date the performance of the worst performing of the Indices is equal to or above a predetermined percentage of its initial level determined on the Strike Date (being 26 October 2012) (Initial Index Level). In such circumstances the Warrants will be exercised against payment of an amount which will be equal to the predetermined percentage above 100% of the face value of the Warrants (being GBP1.00 per Warrant).

If the Warrants have not been exercised early they will expire on the expiry date, scheduled for 26 October 2018. The cash amount payable upon expiry will be determined by reference to the performance of the Indices on the expiry date and a trigger level (which is 50%). If the performance of the worst performing of the Indices is equal to or greater than 100%, an amount calculated as GBP1.00 multiplied by 167.20% will be paid. If the performance of the worst performing of the Indices determined on the expiry date is less than 100% but above the trigger level an amount will be payable which is equal to 100% of GBP1.00. If, however, the performance of the worst performing of the Indices is lower than the trigger level an amount will be payable which is determined by reference to the performance of the worst performing of the Indices in the underlying basket. 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 Indices 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:	GB00B8XDVS66
7.	Common Code:	085166441
8.	CUSIP:	Not applicable
9.	Valoren Number:	Not applicable
10.	SEDOL:	B8XDVS6
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: (*Condition 10*)	Condition 10 applies
16.	City in which specified office of Registrar to be maintained:	Not applicable
17.	Other relevant Terms and Conditions:	Not applicable
18.	Other Final Terms:	See Annex 1, 2 and 3
19.	ERISA Considerations:	Not applicable

ANNEX 1

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

Information in relation to underlying Indices

"i"	**Indices**	**Index Sponsor**	**Exchange**	**Related Exchange**	**Initial Index Level**
1	FTSE™ 100 Index (Bloomberg: UKX)	FTSE International Ltd	London Stock Exchange	Euronext Liffe, London	5806.71
2	S&P 500® Index (Bloomberg: SPX)	Standard & Poor's Corporation	New York Stock Exchange	Chicago Board Options Exchange	1411.94

ANNEX 2

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

i	**Exercise Date$_i$**	**Level$_i$**	**Exercise Payment Date$_i$**	**Exercise Amount$_i$**
1	28 October 2013	100%	11 November 2013	111.20%
2	27 October 2014	100%	10 November 2014	122.40%
3	26 October 2015	100%	9 November 2015	133.60%
4	26 October 2016	100%	9 November 2016	144.80%
5	26 October 2017	100%	9 November 2017	156.00%

ANNEX 3

Index Disclaimers

STATEMENTS REGARDING THE FTSE™ 100 INDEX

The Warrants are not in any way sponsored by FTSE International Limited ("**FTSE**") or by The London Stock Exchange plc (the "*Exchange*") or by The Financial Times Limited ("**FT**") and neither FTSE or Exchange or FT makes any warranty or representation whatsoever, expressly or impliedly, either as to the results to be obtained from the use of the FTSE™ 100 Index (the "**Index**") and/or the figure at which the said Index stands at any particular time on any particular day or otherwise. The Index is compiled and calculated solely by FTSE. However, neither FTSE or Exchange or FT shall be liable (whether in negligence or otherwise) to any person for any error in the Index and neither FTSE or Exchange or FT shall be under any obligation to advise any person of any error therein.

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(Source: The Financial Times Limited)

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

The Warrants 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 Warrantholders in respect of the Warrants or any member of the public regarding the advisability of investing in securities generally or in the Warrants 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 Warrants.

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

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 WARRANTS, 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

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