PRICING SUPPLEMENT

Pricing Supplement dated 21 June 2013

HSBC Bank plc

Programme for the Issuance of Notes and Warrants

Issue of GBP 3,039,000 6 Year Digital Coupon Down and In Reverse Index linked Notes linked to FTSE™ 100 Index and S&P 500® Index due June 2019 issued pursuant to HSBC Bank plc's Programme for the Issuance of Notes and Warrants

PART A - CONTRACTUAL TERMS

This document constitutes the pricing supplement ("**Pricing Supplement**") relating to the issue of the Tranche of Notes described herein for the purposes of listing on the Official List of the Irish Stock Exchange and must be read in conjunction with the Offering Memorandum dated 18 June 2013 as supplemented from time to time (the "**Offering Memorandum**") which, together with this Pricing Supplement, constitute listing particulars for the purposes of listing on the Global Exchange Market. 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 such Offering Memorandum.

Full information on the Issuer and the offer of the Notes is only available on the basis of the combination of this Pricing Supplement and the Offering Memorandum. The Offering Memorandum is available for viewing at HSBC Bank plc, 8 Canada Square, London E14 5HQ, United Kingdom and www.hsbc.com (please follow the link to 'Investor relations', 'Fixed income securities' 'Issuer programmes') and copies may be obtained from HSBC Bank plc, 8 Canada Square, London E14 5HQ, United Kingdom.

The Offering Memorandum does not comprise (i) a prospectus for the purposes of Part VI of the Financial Services and Markets Act 2000 (as amended) or (ii) a base prospectus for the purposes of Directive 2003/71/EC as amended (the "Prospectus Directive"). The Offering Memorandum has been prepared solely with regard to Notes that are (i) not to be admitted to listing or trading on any regulated market for the purposes of Directive 2004/39/EC and not to be offered to the public in a Member State (other than pursuant to one or more of the exemptions set out in Article 3.2 of the Prospectus Directive).

It is advisable that 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 Offering Memorandum and this Pricing Supplement. Investors should consider carefully the risk factors set forth under "*Risk Factors*" in the Offering Memorandum.

1.	Issuer:	HSBC Bank plc
2.	Tranche number:	1
3.	Currency:	
	(i) Settlement Currency:	GBP
	(ii) Denomination Currency:	GBP
4.	Aggregate Principal Amount:	

	(i)	Series:	GBP 3,039,000
	(ii)	Tranche:	GBP 3,039,000
5.	Issue Price:		100 per cent. of the Aggregate Principal Amount
6.	(i)	Denomination(s) (*Condition 2(b)*):	GBP 1
	(ii)	Calculation Amount:	GBP 1
7.	(i)	Issue Date:	27 June 2013
	(ii)	Interest Commencement Date:	Not applicable
8.	Maturity Date: (*Condition 7(a)*)		27 June 2019
9.	Change of interest or redemption basis:		Not applicable

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

10.	Fixed Rate Note provisions: (*Condition 4*)		Not applicable
11.	Floating Rate Note provisions: (*Condition 5*)		Not applicable
12.	Zero Coupon Note provisions: (*Condition 6*)		Not applicable
13.	Index-Linked Interest Note Provisions:		Applicable
	(i)	Index/formula/other variable:	The Indices
	(ii)	Provisions for determining interest where calculated by reference to Index and/or formula and/or other variable:	In respect of each Interest Payment Date and each Note an amount of interest determined by the Calculation Agent in accordance with the following provisions will be payable on such Interest Payment Date. If in respect of a Valuation Date the Worst Performing Index Performance is equal to or greater than 60%, an amount in the Settlement Currency equal to: Calculation Amount x 3.47% If in respect of a Valuation Date the Worst Performing Index Performance is less than 60%, an amount in the Settlement Currency equal to zero (i.e. no amount of interest will be payable in respect of such Interest Payment Date). Where: **Worst Performing Index Performance** means, in respect of a Valuation Date, the lowest Index Performance of the Indices in respect of such Valuation Date, provided that if two or more Index Performances in respect of such Valuation Date are

		the same, the Calculation Agent shall determine which Index Performance shall constitute the Worst Performing Index Performance in respect of such day. **Index Performance** means , in relation to an Index and a Valuation Date, a percentage calculated by the Calculation Agent in respect of such date in accordance with the following formula: $\frac{\text{Final Index Level}}{\text{Initial Index Level}} \times 100\%$
(iii)	Provisions for determining interest where calculation by reference to Index and/or formula and/or other variable is impossible or impracticable or otherwise disrupted:	See paragraphs 30(x) and 30(xi) below
(iv)	Interest or calculation period(s):	Not applicable
(v)	Interest Payment Dates:	Each of the following dates: 31 December 2013 27 June 2014 31 December 2014 29 June 2015 30 December 2015 27 June 2016 29 December 2016 27 June 2017 28 December 2017 27 June 2018 28 December 2018 27 June 2019
(vi)	Business Day Convention:	Not applicable
(vii)	Business Centre(s):	London
(viii)	Minimum Interest Rate:	In respect of each Interest Payment Date, 0 per cent
(ix)	Maximum Interest Rate:	In respect of each Interest Payment Date, 3.47 per cent
(x)	Day Count Fraction:	Not applicable

PROVISIONS RELATING TO REDEMPTION

14.	Issuer's optional redemption (Call Option): (*Condition 7(c)*)	Not applicable
15.	Noteholder's optional redemption (Put Option): (*Condition 7(d)*)	Not applicable
16.	Final Redemption Amount of each Note: (*Condition 7(a)*)	Not applicable
17.	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:	Indices
	(ii) Provisions for determining Final Redemption Amount where calculated by reference to Index and/or formula and/or other variable;	Unless previously redeemed, or purchased and cancelled in accordance with the Conditions, the Final Redemption Amount payable by the Issuer on the Maturity Date shall be an amount in the Settlement Currency determined by the Calculation Agent in accordance with the following provisions: If in respect of the Final Valuation Date the Worst Performing Index Performance is equal to or greater than 60%, an amount equal to: Calculation Amount x 100% If in respect of the Final Valuation Date the Worst Performing Index Performance is less than 60%, an amount equal to: Calculation Amount x Worst Performing Index Performance
	(iii) 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 paragraphs 30(x) and 30(xi) below
	(iv) Minimum Final Redemption Amount	0% of the Calculation Amount
	(v) Maximum Final Redemption Amount:	100% of the Calculation Amount
18.	Instalment Notes: (*Condition 7(a)*)	Not applicable
19.	Early Redemption Amount:	
	(i) Early Redemption Amount (upon redemption for taxation reasons, illegality or following an Event of	Fair Market Value

	Default): (*Conditions 7(b), 7(f) or 11*)	
(ii)	Other redemption provisions: (*Condition 7(i)*)	Not applicable

GENERAL PROVISIONS APPLICABLE TO THE NOTES

20.	Form of Notes: (*Condition 2(a)*)	
(i)	Form of Notes:	Uncertificated Registered Form
(ii)	Bearer Notes exchangeable for Registered Notes:	Not applicable
21.	New Global Note:	Not applicable
22.	If issued in bearer form:	
(i)	Initially represented by a Temporary Global Note or Permanent Global Note:	Not applicable
(ii)	Temporary Global Note exchangeable for Permanent Global Note and/or Definitive Notes and/or Registered Notes: (*Condition 2(a)*)	Not applicable
(iii)	Permanent Global Note exchangeable at the option of the Issuer in circumstances where the Issuer would suffer material disadvantage following a change of law or regulation:	Not applicable
(iv)	Coupons to be attached to Definitive Notes:	Not applicable
(v)	Talons for future Coupons to be attached to Definitive Notes:	Not applicable
23.	Exchange Date for exchange of Temporary Global Note:	Not applicable
24.	Payments: (*Condition 9*)	
(i)	Relevant Financial Centre Day:	London
(ii)	Payment of Alternative Payment Currency Equivalent:	Not applicable
(iii)	Conversion provisions:	Not applicable
(iv)	Underlying Currency Pair provisions:	Not applicable
(v)	FX Disruption:	Not applicable

25.	Redenomination: (*Condition 10*)	Not applicable
26.	Other terms:	Not applicable

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

27.	Security Delivery:		Not applicable
28.	Securities:		Not applicable
29.	Additional provisions for Equity-Linked Notes:		Not applicable
30.	Provisions for Index-Linked Notes:		Applicable
	(i)	Indices:	FTSE™ 100 Index and S&P 500® Index (each an **Index**)
	(ii)	Index Sponsor:	In respect of FTSE™ 100 Index: FTSE International Limited In respect of the S&P 500® Index: Standard & Poor's Corporation
	(iii)	Index Rules:	Not applicable
	(iv)	Exchange(s):	In respect of FTSE™ 100 Index: London Stock Exchange In respect of the S&P 500® Index: New York Stock Exchange
	(v)	Related Exchange(s):	In respect of FTSE™ 100 Index: London Stock Exchange In respect of the S&P 500® Index: Chicago Board Options Exchange
	(vi)	Initial Index Level:	In respect of FTSE™ 100 Index: 6304.63 In respect of the S&P 500® Index: 1636.36
	(vii)	Final Index Level:	The definition in Condition 22(a) applies
	(viii)	Strike Date:	13 June 2013
	(ix)	Reference Level:	Not applicable
	(x)	Adjustments to Indices:	Condition 22(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
31.	Valuation Date(s):		Each of the following dates: 13 December 2013 13 June 2014 15 December 2014 15 June 2015

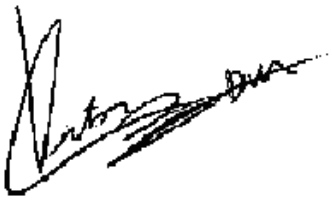
		14 December 2015 13 June 2016 13 December 2016 13 June 2017 13 December 2017 13 June 2018 13 December 2018 13 June 2019 (the **Final Valuation Date**)
32.	Valuation Time:	The definition in Condition 21(a) applies
33.	Averaging Dates:	Not applicable
	(i) Averaging Date Market Disruption:	Not applicable
34.	Other terms or special conditions relating to Index-Linked Notes or Equity-Linked Notes:	Not applicable

DISTRIBUTION

35.	(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
36.	Selling restrictions:	Not applicable
	United States of America:	Notes may not be offered or sold within the United States of America or, to or for the account or the benefit of, a US person (as defined in Regulation S)
	Exemption(s) from requirements under Directive 2003/71/EC (as amended) (the "**Prospectus Directive**"):	The offer is addressed solely to qualified investors (as such term is defined in the Prospectus Directive)
	Additional selling restrictions:	Not applicable

CONFIRMED

HSBC BANK PLC



Victor Delgado Melgares

By: .....
Authorised Signatory

Date: **PART B - OTHER INFORMATION**

1 **LISTING**

(i)	Listing:	Application has been made to admit the Notes to listing on the Official List of the Irish Stock Exchange. 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 Global Exchange Market with effect from the Issue Date
(iii)	Estimated total expenses of admission to trading:	EUR 500

2. **RATINGS**

Ratings: The Notes are not rated

3 **INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE**

Save for any fees payable to the Dealer (if any) so far as the Issuer is aware, no person involved in the issue of the Notes has an interest material to the issue. The Dealer and their affiliates have engaged, and may in the future engage, in investment banking and/or commercial banking transactions with, and may perform other services for, the Issuer and its affiliates in the ordinary course of business,

4 **REASONS FOR THE OFFER ESTIMATED NET PROCEEDS AND TOTAL EXPENSES**

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

5 ***Fixed Rate Notes only* - YIELD**

Indication of yield: Not applicable

6 **PERFORMANCE OF INDEX/FORMULA/OTHER VARIABLE AND OTHER INFORMATION CONCERNING THE UNDERLYING**

Information relating to the past and future performance of the Indices is available on Bloomberg pages UKX in respect of FTSE™ 100 Index and SPX in respect of the S&P 500® Index

OPERATIONAL INFORMATION

7	ISIN Code:	GB00BBMSSS27
8	Common Code:	094965004
9	CUSIP:	Not applicable
10	Valoren Number:	Not applicable
11	SEDOL:	BBMSSS2
12	WKN:	Not applicable
13	Intended to be held in a manner which would allow Eurosystem eligibility:	No
14	Any clearing system(s) other than Euroclear and Clearstream, Luxembourg and the relevant identification number(s):	CREST Account 307
15	Delivery:	Delivery against payment
16	Settlement procedures:	Medium Term Note
17	Additional Paying Agent(s) (if any):	Computershare Investor Services PLC
18	Common Depositary:	Not applicable
19	Calculation Agent:	HSBC France
20	City in which specified office of Registrar to be maintained: (*Condition 15*)	London
21.	ERISA Considerations:	Not applicable