PRICING SUPPLEMENT

Pricing Supplement dated 26 November 2013

HSBC Bank plc

Programme for the Issuance of Notes and Warrants

Issue of GBP 7,977,850 Variable Coupon Amount Index-Linked Notes due November 2019 linked to a Basket of Indices

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 the 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 and www.hsbc.com (please follow links to 'Investor relations', 'Fixed income securities' and 'Issuance programmes') and copies may be obtained from HSBC Bank plc, 8 Canada Square, London E14 5HQ.

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)	Denomination Currency	Great Britain Pound ("**GBP**")
	(ii)	Settlement Currency	GBP
4	Aggregate Principal Amount of Notes		
	(i)	Series:	GBP 7,977,850
	(ii)	Tranche:	GBP 7,977,850
5	Issue Price:		100 per cent. of the Aggregate Principal Amount
6	(i)	Denomination(s) *Condition 2(b)*):	GBP 1.00
	(ii)	Calculation Amount:	The Denomination
7	(i)	Issue Date:	27 November 2013
	(ii)	Interest Commencement Date:	The Strike Date
8	Maturity Date: (*Condition 7(a)*)		27 November 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	Equity-Linked/Index-Linked Interest Note/other variable-linked interest Note provisions	Applicable
	(i) Index/formula/other variable:	The basket of Indices
	(ii) Provisions for determining interest where calculated by reference to Index and/or formula and/or other variable:	Unless the Notes have been previously redeemed, or purchased and cancelled in accordance with the Conditions: the Variable Coupon Amount (the "Couponj") payable on the immediately succeeding Variable Coupon Interest Payment Date shall be an amount in the Settlement Currency determined by

the Calculation Agent in accordance with the following formula :

$$\text{Coupon}_j = 3.18\ \% \times \frac{n_j}{N_j}$$

Where:

"N_j" means, with respect to an Observation Period_i(as defined below and in Annex 2) the aggregate number of Fixing Dates_i (as defined below) as determined by the Calculation Agent and as specified in Annex 2.

"$\mathbf{n_j}$" means, in respect of each Fixing Date_j, N_j for which :

- WO_j is equal to or greater than 60 per cent.

Where:

"**j**" respectively for 1 to 12, means each Observation Period_j and the relevant Valuation Date_j (as defined in paragraph 40 and Annex 2).

"**Observation Period(s)**" means each of the periods specified as such in Annex 2 (each an "**Observation Period$_j$**").

"**Fixing Date$_i$**" means, with respect to each Observation Period_j, any Scheduled Trading Day during such period, provided that if any of such dates is a Disrupted Day in relation to any Index, then such date shall be the first succeeding Scheduled Trading Day that is not a Disrupted Day relating to that Index, unless each of the five Scheduled Trading Days immediately following the relevant Fixing Date_j is a Disrupted Day relating to that Index. In that case, (i) that fifth Scheduled Trading Day shall be deemed to be the relevant Fixing Date_j for the relevant Index, notwithstanding the fact that such day is a Disrupted Day, and (ii) the Calculation Agent shall determine its good faith estimate of the value for that Index as of the Valuation Time on that fifth Scheduled Trading Day.

- "**WO$_i$**" means the lowest performance

		(expressed as a percentage) among the Indices on any Fixing Date as determined by the Calculation Agent
	(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 adjustment provisions specified in paragraphs 28(ix), 28(x), 28(xii) and 28(xiii) below
	(iv) Interest or calculation period(s):	Not applicable
	(v) Interest Payment Date(s):	Each date specified as such in the Annex 2 (each a "**Variable Coupon Interest Payment Date$_j$**"),
	(vi) Business Day Convention:	Following
	(vii) Business Centre(s):	Not applicable
	(viii) Minimum Interest Rate:	Not applicable
	(ix) Maximum Interest Rate:	Not applicable
	(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))	See paragraph 17 below
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:	The basket of Indices
	(ii) 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 Final Valuation Date, the Calculation Agent determines that : - WO_{final} is greater than or equal to 60 per cent., the Issuer shall redeem the Notes on the Maturity Date at 100 per cent. of par; or - WO_{final} is less than 60 per cent., the Issuer will

redeem Notes by paying on the Maturity Date an amount in the Settlement Currency in respect of each Note determined by the Calculation Agent in accordance with the following formula:

Calculation Amount × WO_{final}

Where:

"**WO_{final}**" means, in respect of the Valuation Date, the lowest performance (expressed as a percentage) among the Indices, as determined by the Calculation Agent in accordance with the following formula:

$$\text{Min}_{\,i=1 \text{ to } 2}\left(\frac{S^{i}_{final}}{S^{i}_{initial}}\right)$$

Where:

"**i**" means each Index in the basket, 1 to 2.

"$\mathbf{S^{i}_{final}}$" means, in respect of an Index ($Index_i$) and the Valuation Date, the Final Index Level (as defined in paragraph 30(vii) below), as the case may be, of such $Index_i$.

"$\mathbf{S^{i}}_{initial}$" means, in respect of an Index ($Index_i$), the Initial Index Level (as defined in paragraph 30(v) below), as the case may be, of such $Index_i$.

For information purposes, if more than one Index has the same percentage, the Calculation Agent shall determine which Index is the Worst Performing Index in its sole and absolute discretion.

"**Worst Performing Underlying**" means the Underlying for which the performance is the lowest in accordance with the definition of WO_{final}.

	(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 adjustment provisions specified in paragraphs 28(ix), 28(x), 28(xii) and 28(xiii) below
	(iv)	Minimum Final Redemption Amount:	Not applicable
	(v)	Maximum Final Redemption Amount:	Not applicable
18	Instalment Notes: (*Condition 7(a)*)		Not applicable
19	Early Redemption Amount:		Not applicable
	(i)	Early redemption amount (upon redemption for taxation reasons, illegality or following an Event of Default): (*Conditions 7(b),7(f) or 11*)	Fair Market Value
	(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:	Uncertified Registered Form
	(ii)	Bearer Notes exchangeable for Registered Notes:	Not applicable
21	New Global Note:		No
22	If issued in bearer form:		Not Applicable
	(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:	Not applicable

		(Condition 2(a))	
	(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
	(iii)	FX Disruption:	Not applicable
25	Redenomination: (*Condition 10*)		Not applicable
26	Other terms:		See Annexes

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

27	Physical Delivery		Not applicable
28	Provisions for Equity-Linked Notes:		Not applicable
29	Additional provisions for Equity-Linked Notes:		See Annexes
30	Provisions for Index-Linked Notes:		Applicable
	(i)	Index(ices):	The Indices comprising the basket specified in Annex 1 below

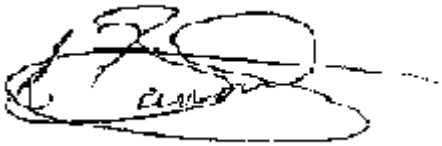
	(ii) Index Sponsor:	With respect to each Index, the entity specified as such in respect of such Index in Annex 1
	(iii) Index Rules:	Not applicable
	(iv) Exchange(s):	With respect to each Index, each exchange or quotation system specified as such in respect of such Index in Annex 1
	(v) Related Exchange(s):	With respect to each Index, each exchange or quotation system specified as such in respect of such Index in Annex 1
	(vi) Initial Index Level:	See Annex 1
	(vii) Final Index Level:	The definition in Condition 22(a) applies
	(viii) Strike Date:	13 November 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	For Equity-Linked and Credit-Linked Notes:	U.S Federal Income Tax Considerations
32	Valuation Date(s):	13 November 2019, subject to postponement in accordance with Condition 22(e)
33	Valuation Time:	The definition in Condition 22(a) applies
34	Averaging Dates:	Not applicable
35	Other terms or special conditions relating to Index-Linked Notes Equity-Linked Notes:	Applicable
	(i) Knock-in Event:	Not applicable
	(ii) Knock-out Event:	Not applicable

DISTRIBUTION

36	(i) If syndicated, names of Relevant Dealer(s)/Lead	Not applicable

	Manager(s):	
	(ii) If syndicated, names of other Dealers/Managers (if any):	Not applicable
37	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 account or the benefit of, a U.S. Person (as defined in Regulation S).
	Exemption(s) from requirements under Directive 2003/711/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



By: - L Barrett
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. No assurance can be given as to whether or not, or when, such application will be granted
(iii)	Estimated total expenses of admission to trading:	EUR 500

RATINGS

Ratings: The Notes have not specifically been rated.

3 INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE

No person involved in the issue of the Notes has an interest material to the issue. The Dealers 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. YIELD

Indication of yield: Not applicable

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

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

OPERATIONAL INFORMATION

2	ISIN Code:	GB00BGH1GD22
3	Common Code:	099648899
4	CUSIP:	Not applicable
5	Valoren Number:	Not applicable
6	SEDOL:	BGH1GD2
7	WKN:	Not applicable
8	New Global Note intended to be held in a manner which would allow Eurosystem eligibility:	No
9	Any clearing system(s) other than Euroclear and Clearstream, Luxembourg and the relevant identification number(s):	CREST Account 307
10	Delivery:	Delivery against payment
11	Settlement procedures:	Medium Term Note
12	Additional Paying Agent(s) (if any):	Computershare Investor Services plc
13	Common Depositary:	Not applicable
14	Calculation Agent:	HSBC France
15	City in which specified office of Registrar to be maintained: (*Condition 15*)	London
16	ERISA Considerations:	Not applicable

ANNEX 1

(This annex forms part to the Pricing Supplement 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 Limited	London Stock Exchange plc	Euronext.liffe, London	6,630.00
2	S&P 500® Index (Bloomberg: SPX)	Standard & Poor's Corporation	New York Stock Exchange	Chicago Board Options Exchange	1,782.00

ANNEX 2

(This annex forms part to the Pricing Supplement to which it is attached)

j	**Observation Period$_j$**		**Variable Coupon Interest Payment Date$_j$**	**N$_j$**
	from and including Valuation Date$_{j-1}$	**to and excluding Valuation Date$_j$**		
1	14/11/2013	14/05/2014	28/05/2014	120
2	14/05/2014	14/11/2014	27/11/2014	128
3	14/11/2014	14/05/2015	28/05/2015	120
4	14/05/2015	16/11/2015	27/11/2015	128
5	16/11/2015	16/05/2016	27/05/2016	121
6	16/05/2016	15/11/2016	28/11/2016	127
7	15/11/2016	16/05/2017	29/05/2017	121
8	16/05/2017	14/11/2017	27/11/2017	126
9	14/11/2017	15/05/2018	28/05/2018	121
10	15/05/2018	14/11/2018	27/11/2018	127
11	14/11/2018	14/05/2019	27/05/2019	120
12	14/05/2019	14/11/2019	The Maturity Date	128