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

### FINAL TERMS

Final Terms dated 01 April 2013

Series No.: NWP28351

Tranche No.: 1

#### **HSBC** Bank plc

# Programme for the Issuance of Notes and Warrants

Issue of EUR 3,950,000 Callable Index-Linked Notes due September 2014 linked to EURO STOXX 50<sup>®</sup> Index

#### **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 each supplemental prospectus relating to the above Programme published by the Issuer after 19 June 2012 and prior to or on the Issue Date 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 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 Notes described herein have a scheduled maturity date at 29 September 2014, do not bear interest and are linked to the performance of the EURO STOXX 50® Index, defined as the Index herein, as determined by the Calculation Agent (as defined herein). Subject to prior notification, the Issuer may redeem the Notes on the Optional Redemption Date (as defined herein) at EUR 1,040 per each Note. The performance of the Index will determine the basis for redemption of the Notes at scheduled maturity. The Notes will be redeemed at scheduled maturity at an amount which will not be less than their nominal amount if, on the Valuation Date, the Calculation Agent determines that the Final Index Level (as defined herein) is greater than the Initial Index Level (as defined herein). The Notes will be redeemed at scheduled maturity at their nominal amount if, on the Valuation Date the Calculation Agent determines that the Final Index Level is less than the Initial Index Level but equal to or greater than the Trigger Level (as defined herein). Otherwise, if, on the Valuation Date, the Calculation Agent determines that the Final Index Level is less than the Trigger Level, the Notes will be redeemed at scheduled maturity at an amount that may be less than the nominal amount of the Notes. 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.

**HSBC** 

1.	(i)	Issuer	HSBC Bank plc		
	(ii)	Arranger(s):	HSBC Bank plc		
2.	(i)	Series number:	NWP28351		
	(ii)	Tranche number:	1		
	(iii)	Whether issue is of Notes or Certificates:	Notes		
3.	Specifi	ed Currency or Currencies:			
	(i)	of denomination:	Euro ("EUR")		
	(ii)	of payment:	EUR		
4.	Aggregate Principal Amount:				
	(i)	Series:	EUR 3,950,000		
	(ii)	Tranche:	EUR 3,950,000		
5.	(i)	Issue Price:	100 per cent. of the Aggregate Principal Amount		
	(ii)	Commission payable:	None		
	(iii)	Selling concession:	None		
6.	(i)	Denomination(s):	EUR 1,000		
	$(Condition \ I(b))$				
	(ii)	Calculation Amount:	Not applicable		
7.	(i)	Issue Date:	02 April 2013		
	(ii)	Interest Commencement Date:	Not applicable		
8.	Maturity Date:		29 September 2014, subject to early redemption on an Optional Redemption Date. See paragraph 21 below		
	$(Condition \ 6(a))$				
9.	Interest basis:		Not applicable		
	(Conditions 3 to 5)				
10.	Redemption basis:		Index-Linked Redemption		
	(Condition 6)				
11.	Change of interest or redemption basis:		The Notes are subject to early redemption on an Optional Redemption Date. See paragraph 21 below		
12.	Put/Ca	ll options:	Not applicable		

13. (i) Status of the Notes: Unsubordinated, unsecured

(Condition 2)

(ii) Date Board approval for issuance of Not applicable Notes obtained:

14. Method of distribution: Non-syndicated

### PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

15. Fixed Rate Note provisions: Not applicable

(Condition 3)

16. Floating Rate Note provisions: Not applicable

(Condition 4)

17. Variable Coupon Amount Note provisions: Not applicable

(Condition 5)

18. Zero Coupon Note provisions: Not applicable

(Condition 5)

19. Index-Linked Interest Note/other variable- Not applicable

linked interest Note provisions:

20. Dual Currency Note provisions/Multi-

currency Note provisions:

Not applicable

# PROVISIONS RELATING TO REDEMPTION

21. Issuer's optional redemption (Call): (Condition 6(c))

Applicable

(i) Redemption Amount (Call):

On any Exercise Date of the Optional Redemption Period (as defined in paragraph 21(iii) below), the Issuer shall be entitled to exercise its option to redeem all (but not some only) of the Notes on the relevant Optional Redemption Date. The optional redemption amount (the "Redemption Amount") payable in the Specified Currency, in respect of each Note, on such Optional Redemption Date shall be equal to EUR 1,040.

Where:

"Exercise Date" means, with respect to the Optional Redemption Period, any Business Day of such Optional Redemption Period on which the Issuer has given an irrevocable and written notice of optional redemption of such Notes to the Noteholders, in

accordance with Condition 13, prior to noon (London time), in the form set out by the Paying Agent. Any notice received later than noon (London time) shall take effect on the following Business Day.

"Business Day" means a day (other than a Saturday or a Sunday) on which banks are open for business in London.

(ii) Series redeemable in part:

Not applicable

(iii) Call option date(s) / Call option period:

"Optional Redemption Period" means the following period: from and including the Issue Date to and including 16 September 2013.

"Optional Redemption Date" means, with respect to the Optional Redemption Period, the date specified as follow or, if such date is not a Business Day, the next following Business Day:

30 September 2013.

22. Noteholder's optional redemption (Put):

Not applicable

(Condition 6(d))

23. Final Redemption Amount of each Note:

See paragraph 24(iii) below

(Condition 6(a))

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 to
Equity/Index and/or Formula and/or
other variable:

Unless the Notes have been previously redeemed, or purchased and cancelled in accordance with the Conditions and subject to the other provisions of these Final Terms and the Conditions, if the Calculation Agent determines on the Valuation Date (as defined in paragraph 40 below) that:

- the Final Index Level (as defined in paragraph 38 (vii) below) is greater than the Initial Index Level (as defined in paragraph 28 (vi) below), 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:

Denomination+



- the Final Index Level is less than the Initial Index Level but greater than or equal to the Trigger Level, the Issuer shall redeem the Notes on the Maturity Date at 100 per cent of par;
- the Final Index Level is less than the Trigger Level, 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:

Denomination + Min

$$\left(0; \left( Denomination \times \frac{Final\, Index\, Level-Initial\, Index\, Level}{Initial\, Index\, Level} \right) \right)$$

Where:

"Trigger Event" means that the Final Index Level (as defined in paragraph 38 (vii) below), as determined by the Calculation Agent, is less than the Trigger Level.

"**Trigger Level**" means 72.50 per cent. of the Initial Index Level (as defined in paragraph 38(vi) below).

(iv) Determination Date(s):

The Valuation Date

(v) 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

(vi) Payment Date:

The Maturity Date

(vii) Minimum Final Redemption Not applicable

Amount:

(viii) Maximum Final Redemption Not applicable

Amount:

25. **Instalment Notes:** Not applicable

(Condition 6(a))

26. Early redemption amount: Yes

> Early redemption amount (upon (i) redemption for taxation reasons, force majeure or following an

Event of Default):

(Condition 6(b), 6(h) or 10)

With respect to the Notes, 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 Notes 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: Not applicable

(Condition 6(i))

## GENERAL PROVISIONS APPLICABLE TO THE NOTES

27. Form of Notes:

(Condition I(a))

(i) Form of Notes: Bearer

(ii) Bearer Notes exchangeable for

Registered Notes:

28. News Global Note: No

29. If issued in bearer form: Applicable

> Initially represented by a Temporary Global Note

Temporary Global Note or Permanent

Global Note:

**Temporary** Global Note exchangeable for Permanent Global Note and/or Definitive Notes and/or Registered

Notes:

(Condition I(a))

No

No

Temporary Global Note exchangeable for Permanent Global Note which exchangeable for Definitive Notes only in the limited circumstances specified in the

Permanent Global Note

Permanent Global Note (iii) exchangeable at the option of the bearer for

Definitive Notes and/or Registered Notes:

(iv) Coupons to be attached to Yes

**Definitive Notes:** 

	(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:	Not applicable			
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:				
32.	Partly Paid Notes: (Condition 1)	No			
	If yes, specify number, amounts and dates for, and method of, payment of instalments of subscription monies and any further additional provisions (including forfeiture dates in respect of late payments of partly paid instalments)	Not applicable			
33.	Redenomination: (Condition 9)				
	(i) Redenomination:	Not applicable			
	(ii) Exchange:	Not applicable			
34.	Other final terms:	See Annex			
PROVISIONS APPLICABLE TO INDEX-LINKED NOTES, CASH EQUITY NOTES AND EQUITY-LINKED NOTES					
35.	Security Delivery (for Equity-Linked Notes only):	Condition 21(b) does not apply			
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):	The EURO STOXX 50® Index ( <i>Bloomberg Code: SX5E</i> ) which is a Multiple Exchange Index
	(ii)	Index Sponsor:	STOXX Limited
	(iii)	Index Rules:	Not applicable
	(iv)	Exchange(s):	The regulated markets or quotation systems (or any substituting market or system) on which the shares which compose the Index are mainly traded.
	(v)	Related Exchange(s):	EUREX
	(vi)	Initial Index Level:	2,725.72
	(vii)	Final Index Level:	The definition in Condition 21(a) applies
	(viii)	Strike Date:	15 March 2013
	(ix)	Reference Level:	Not applicable
	(x)	Adjustments to Indices:	Condition 21(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
39.	For Equity-Linked and Credit-Linked Notes:		U.S. Federal Income Tax Considerations
40.	Valuation Date(s):		15 September 2014, subject to postponement in accordance with Condition 21(e)
41.	Valuation Time:		The definition in Condition 21(a) applies
42.	Averaging Dates:		No
43.	Other terms or special conditions relating to Index-Linked Notes, Cash Equity Notes or Equity-Linked Notes:		Not applicable
DISTRIBU	TION		
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.		syndicated, name and address of nt Dealer:	HSBC Bank plc

46.	Total commission and concession:	Not applicable
47.	Selling restrictions:	TEFRA D Rule
	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:	See annex
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

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 02 April 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 specifically been 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 date at 29 September 2014, do not bear interest and are linked to the performance of the EURO STOXX 50<sup>®</sup> Index, defined as the Index herein, as determined by the Calculation Agent (as defined herein). Subject to prior notification, the Issuer may redeem the Notes on the Optional Redemption Date (as defined herein) at EUR 1,040 per each Note. The performance of the Index will determine

the basis for redemption of the Notes at scheduled maturity. The Notes will be redeemed at scheduled maturity at an amount which will not be less than their nominal amount if, on the Valuation Date, the Calculation Agent determines that the Final Index Level (as defined herein) is greater than the Initial Index Level (as defined herein). The Notes will be redeemed at scheduled maturity at their nominal amount if, on the Valuation Date the Calculation Agent determines that the Final Index Level is less than the Initial Index Level but equal to or greater than the Trigger Level (as defined herein). Otherwise, if, on the Valuation Date, the Calculation Agent determines that the Final Index Level is less than the Trigger Level, the Notes will be redeemed at scheduled maturity at an amount that may be less than the nominal amount of the Notes. 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: XS0907969256 11. Common Code: 090796925 12. CUSIP: Not applicable 13. New Global Note intended to be held in a manner which would allow Eurosystem eligibility: 14. Any clearing system(s) other than Euroclear None and Clearstream, Luxembourg and the relevant identification number(s): 15. Delivery: Delivery against payment 16. Settlement procedures: Medium Term Note 17. Additional Paying Agent(s) (if any): None

18. Common Depositary: HSBC Bank plc

19. Agent Bank/Calculation Agent: HSBC Bank plc/HSBC France

— is Calculation Agent to make

calculations?

Yes

— if not, identify calculation agent: Not applicable

20. Notices: Applicable

(Condition 13)

21. City in which specified office of Registrar to

be maintained: (Condition 14)

Not applicable

22. Other relevant Terms and Conditions: Not applicable

23. Other Final Terms: So long as the Notes are represented by a

Temporary Global Note or a Permanent Global Note and the relevant Clearing System so permit, the Notes shall be tradeable only in minimum principal amounts of EUR 100,000 and increasing multiples of EUR 1,000 (the "**Tradeable Amount**") in excess thereof. For the avoidance of doubt, in the case of a holding of Notes in an integral multiple of EUR 1,000 in excess of EUR 100,000, such holding will be redeemed at its principal

amount.

24. ERISA Considerations: Not applicable

#### **ANNEX**

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

# Index Disclaimers STATEMENTS REGARDING THE EURO STOXX 50® INDEX

# The following statement is required by the licensor of the Euro STOXX® 50 Index:

STOXX and its licensors (the "Licensors") have no relationship to the Issuer, other than the licensing of the Euro STOXX  $50^{\text{@}}$  Index and the related trademarks for use in connection with the Notes.

## STOXX and its Licensors do not:

- Sponsor, endorse, sell or promote the Notes.
- Recommend that any person invest in the Notes or any other securities.
- Have any responsibility or liability for or make any decisions about the timing, amount or pricing of Notes.
- Have any responsibility or liability for the administration, management or marketing of the Notes.
- Consider the needs of the Notes or the owners of the Notes in determining, composing or calculating the Euro STOXX 50<sup>®</sup> Index or have any obligation to do so.

STOXX and its Licensors will not have any liability in connection with the Notes. Specifically,

- STOXX and its Licensors do not make any warranty, express or implied and disclaim any and all warranty about:
  - The results to be obtained by the Notes, the owner of the Notes or any other person in connection with the use of the Euro STOXX 50<sup>®</sup> Index and the data included in the Euro STOXX 50<sup>®</sup> Index;
  - The accuracy or completeness of the Euro STOXX 50® Index and its data;
  - The merchantability and the fitness for a particular purpose or use of the Euro STOXX 50<sup>®</sup> Index and its data;
- STOXX and its Licensors will have no liability for any errors, omissions or interruptions in the Euro STOXX 50<sup>®</sup> Index or its data;
- Under no circumstances will STOXX or its Licensors be liable for any lost profits or indirect, punitive, special or consequential damages or losses, even if STOXX or its Licensors knows that they might occur.

The licensing agreement between the Issuer and STOXX is solely for their benefit and not for the benefit of the owners of the Notes or any other third parties.