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

FINAL TERMS

Final Terms dated 24 May 2012

Series No.: NWP29405

Tranche No.: 1

HSBC Bank plc

Programme for the Issuance of Notes and Warrants

Issue of

USD 46,485,000 Auto Callable Notes linked to a Basket of Currencies due May 2014

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.

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..

1.	(i)	Issuer:	HSBC Bank plc
	(ii)	Arranger(s):	HSBC Bank plc
2.	(i)	Series number:	NWP29405
	(ii)	Tranche number:	1
	(iii)	Whether issue is of Notes or Certificates:	Notes

3.	Currency or Currencies:		
	(i)	of denomination:	United States Dollar ("**USD**")
	(ii)	of payment:	USD (the ''**Settlement Currency**'')
4.	Aggregate Principal Amount		
	(i)	Series:	USD 46,485,000
	(ii)	Tranche:	USD 46,485,000
5.	(i)	Issue Price:	100 per cent of the Aggregate Principal Amount. The Notes are offered in a minimum offer size of USD 10,000.
	(ii)	Commission payable:	See paragraph 42
	(iii)	Selling concession:	See paragraph 42
6.	(i)	Denomination(s): (*Condition 1(b)*)	USD 1,000 per Note.
	(ii)	Calculation Amount:	USD 1,000 per Note
7.	(i)	Issue Date:	28 May 2013
	(ii)	Interest Commencement Date:	Not applicable
8.	Maturity Date: (*Condition 6(a)*)		21 May 2014 or, if later, five Settlement Business Days following the Fixing Date
9.	Interest basis: (*Conditions 3 to 5*)		Not applicable
10.	Redemption basis: (*Condition 6*)		The amount payable at maturity of the Notes is linked to the performance of the underlying reference currencies. The Notes may be redeemed early upon the occurrence of a Trigger Event (as described in paragraph 26 below) which occurs if at a predetermined date the Basket Performance (as defined in paragraph 24 below) equals or exceeds a predetermined level.
	i)	Specified Currency:	USD
	ii)	Specified Currency Jurisdiction:	United States of America
	iii)	First Reference Currency:	MXN
	iv)	First Reference Currency	The United Mexican States

	Jurisdiction:	
v)	Second Reference Currency:	INR
vi)	Second Reference Currency Jurisdiction:	Republic of India
vii)	Third Reference Currency:	CLP
viii)	Third Reference Currency Jurisdiction:	Republic of Chile
ix)	Fourth Reference Currency:	BRL
x)	Fourth Reference Currency Jurisdiction:	Federative Republic of Brazil
xi)	Fifth Reference Currency;	JPY
xii)	Fifth Reference currency Jurisdiction	Japan

11.	Change of interest or redemption basis:	Not applicable
12.	Put/Call options:	Not applicable
13.	(i) Status of the Notes: (*Condition 2*)	Unsubordinated, unsecured
	(ii) Date Board 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 each Note in cases where the Final Redemption amount is Index-Linked or other variable-linked:	Applicable
	(i) Index/Formula/other variable	each of the Reference Currency Pairs set out in Annex 2 ,
	(ii) Calculation Agent responsible for calculating the Final Redemption Amount:	HSBC Bank plc
	(iii) Provisions for determining Final Redemption Amount where calculated by reference to Index and/or Formula and/or variable:	Unless previously redeemed, or purchased and cancelled, the Issuer shall redeem each Note on the Maturity Date in accordance with the following provisions: (i) if the Calculation Agent determines that the Basket Performance is less than the Knock-In Barrier, the Final Redemption Amount per Note will be calculated in accordance with the following formula: Calculation Amount + Calculation Amount x Max (-100%, Basket Performance) (ii) if the Calculation Agent determines that the Basket Performance is equal to or greater than the Knock-In Barrier but lower than the Strike, the Final Redemption Amount per Note will equal to the Calculation Amount (iii) if the Calculation Agent determines that the Basket Performance is equal to or greater than the Strike, the Final Redemption Amount per Note will be calculated in accordance with the following formula: Calculation Amount + (Calculation Amount x 8.20%) Where: "**Basket Performance**" means an

amount expressed in percentages determined by the Calculation Agent in accordance with the following formula:

$$[\sum_{i=1}^{4} 1/4 \text{ x } CurrencyPerformance(i)\ ]$$

The Basket Performance may be positive or negative.

''**Currency Performance**'' means

$$\frac{\text{Final FX (i)} - \text{Initial FX (i)}}{\text{Final FX (i)}}$$

"**Knock In Barrier**" means -20% below the Strike

''**Strike**'' means 0%

''**Strike Date**'' means 14 May 2013

"**Fixing Date**" means 14 May 2014 or if such day is not a Currency Business Day the following day that is a Currency Business Day.

"**Initial FX(i)**" means, in respect of each Reference Currency Pair, the relevant exchange rate observed on the Strike Date as set out opposite such Reference Currency Pair in the column headed "**Initial Fixing Rate**" in the table in Annex 2 below;

"**Final FX(i)**" means, in respect of each Reference Currency Pair, the relevant exchange rate observed on the Fixing Date as set out opposite such Reference Currency Pair in the column headed "**Final Fixing Rate**" in the table in Annex 2 below;

"**MXN**" means the lawful currency of the United Mexican States

"**INR**" means the lawful currency of the Republic of India

"**CLP**" means the lawful currency of the Republic of Chile

"BRL" means the lawful currency of the Federative Republic of Brazil

"**JPY"** means the lawful currency of

		Japan "**Reference Currency Pair**" means each currency pair set out in the column headed "Reference Currency Pair" in the table in Annex 2 below.
	(iv) Provisions for determining Final Redemption Amount where calculation by reference to Index and/or Formula and/or variable is impossible or impracticable or otherwise disrupted	See paragraph 38 below.
	(v) Minimum Final Redemption Amount:	Not applicable
	(vi) Maximum Final Redemption Amount:	108.20% of the Calculation Amount
25.	Instalment Notes: (*Condition 6(a)*)	Not applicable
26.	Early Redemption Amount:	Yes
	(i) Early Redemption Amount (upon redemption for taxation reasons or following illegality or an Event of Default): (*Condition 6(b), Condition 6(h) and Condition 10*)	Fair Market Value

(ii) Other redemption provisions: (*Condition 6(i)*)	Following an Early Redemption Event, each of the Notes will be redeemed on the relevant Early Redemption Payment Date against payment of an amount in USD calculated by the Calculation Agent in accordance with the following formula: Calculation Amount * (100% + Coupon * T) where "**T**" means the number of observations (as per Annex 1). "**Coupon**" means 2.05% "**Early Redemption Event**" means an event that occurs if on a Valuation Date the Basket Performance is equal to or greater than the Strike. "**Valuation Date**" means each day specified as such in Annex 1 hereto, or if such day is not a Currency Business Day, the next following day that is a Currency Business Day. "**Early Redemption Payment Date**" means each payment date specified as such in Annex 1 hereto, or if such day is not a Settlement Business Day, the next following day that is a Settlement Business Day.

GENERAL PROVISIONS APPLICABLE TO THE NOTES

27.	Form of Notes: (*Condition 1(a)*)	
	(i) Form of Notes:	Registered Notes
	(ii) Bearer Notes exchangeable for Registered Notes:	Not applicable
28.	Issued under the new safekeeping structure:	No
29.	If issued in bearer form:	Not applicable
30.	Exchange Date for exchange of Temporary Global Note:	Not earlier than the date which is 40 days after the Issue Date
31.	Payments: (*Condition 8*)	

	(i)	Method of payment:	As set out in the Condition 8.
	(ii)	Relevant Financial Centre Day:	New York
32.	Partly Paid Notes: (*Condition 1*)		No
33.	Redenomination: (*Condition 9*)		
	(i)	Redenomination:	Not applicable
	(ii)	Exchange:	Not applicable
34.	Currency Business Days		New York, Sao Paolo, Mexico City, Mumbai, Tokyo and Santiago
35.	Settlement Business Day:		means a day on which commercial banks effect delivery of the Settlement Currency in the foreign exchange market.
36.	FX Disruption: (Condition 21A)		Applicable
37.	Non-deliverability of Specified Currency: (Condition 21B)		Not Applicable
38.	Screen Rate Unavailability: (Condition 21C)		Applicable
	i)	Screen Rate Fall-Back specified	Yes
	ii)	Screen rate:	In respect of each Reference Currency Pair, the relevant Reuters pages (or any successor pages thereof) specified in the table included in Annex 2 below (as set out opposite such Reference Currency Pair in the column headed "**Final Fixing Rate**");
	iii)	Details of Screen Rate Fall-Back:	Calculation Agent shall determine the relevant Reference Currency Pair in its sole and absolute discretion, acting in good faith.
39.	Other final terms:		Not applicable

DISTRIBUTION

40.	(i)	If syndicated, names, addresses and underwriting commitments of Relevant Dealer(s)/Lead Manager(s):	Not applicable

	(ii) If syndicated, names, addresses and underwriting commitments of other Dealers/Managers (if any):	Not applicable
	(iii) Date of Subscription Agreement:	Not applicable
	(iv) Stabilising Manager (if any):	Not applicable
41.	If non-syndicated, name and address of Relevant Dealer:	HSBC Bank plc 8 Canada Square, London E14 5HQ
42.	Total commission and concession:	Information not provided.
43.	Selling restrictions:	Regulation S
	United States of America:	Notes may not be offered or sold within the United States of America or to, or for the account of the benefit of any US Persons (as defined in Regulation S).
	Other:	The Notes are offered in a minimum offer size of USD 10,000.
	Non-exempt Offer:	The offer is addressed to investors who will acquire Notes for a consideration of at least EUR 50,000 (or equivalent in another currency), or after the implementation of the 2010 PD Amending Directive by the Relevant Member State, EUR 100,000 per investor for each separate offer.
	Other:	Not applicable
44.	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.

CONFIRMED

HSBC BANK PLC

By: Victor Delgado Melgares

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 Conduct 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 at or around the Issue Date. 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 of Notes, 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: Information not provided

(iii) Estimated total expenses: Information not provided

6. **Fixed Rate Notes only - YIELD**

Not applicable

7. **Floating Rate Notes only - HISTORIC INTEREST RATES**

Not applicable.

8. **Index-Linked, Equity-Linked or other variable-linked Interest Notes only - 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 Notes, investors should conduct their own investigations and form their own view of the merits of the performance of the reference Currency Pairs based upon such investigations and not in reliance upon the information given herein.

The performance of the Notes is linked to the performance of a basket of three reference currency pairs. If at maturity the performance of this basket is equal to or above 0% (Strike) the Notes will redeem at 108.20% of the denomination of the Notes. If the performance of the underlying basket is lower than 0% (Strike) but equal to or above 20% below the Strike (Knock In Barrier), the Notes will redeem at 100% of the denomination of the Notes. However, if at maturity the performance of the underlying basket is lower than the Knock In Barrier, the Notes will redeem at an amount calculated by reference to the performance of the underlying basket. In such situation investors may lose some or all of the invested amount.

The Notes may redeem early if on a predetermined date (Valuation Date) the performance of the underlying basket is equal to or greater than the Strike. Following such early termination the Notes will redeem against payment of an amount equal to the denomination of the Notes plus a coupon of 2.05% multiplied by the number of Valuation Dates.

9. **Dual Currency/Multi-currency Notes only - PERFORMANCE OF EXCHANGE RATE(S) [AND EXPLANATION OF EFFECT ON VALUE OF INVESTMENT AND ASSOCIATED RISKS**

Not applicable

OPERATIONAL INFORMATION

10.	ISIN Code:	XS0935043645
11.	Common Code:	093504364
12.	CUSIP:	Not applicable
13.	SEDOL:	Not applicable
14.	New Global Note 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):	None

19.	Common Depositary:	HSBC Bank plc
20.	Agent Bank/ Calculation Agent:	HSBC Bank plc
	— is Calculation Agent to make calculations?	Yes
	— if not, identify calculation agent:	Not applicable
21	Notices: (*Condition 13*)	Condition 13 is applicable
22.	City in which specified office of Registrar to be maintained: (*Condition 14*)	London
23.	Other Final Terms:	Not applicable
24.	ERISA Considerations:	Not applicable

ANNEX 1 –EARLY REDEMPTION EVENT

Valuation Date	**Early Redemption Payment Date**
14 August 2013	21 August 2013
14 November 2013	21 November 2013
14 February 2014	24 February 2014

ANNEX 2

Reference Currency Pair	Initial Fixing Rate determined on Strike Date	Final Fixing Rate determined on the Fixing Date	Weighting
JPY and MXN	MXN 8.4101 per JPY 1.00	The MXN/JPY exchange rate expressed as the number of JPY for 1 MXN as calculated from USD/MXN as published on Reuters Page WMR at 4pm London time and mid-rate of USD/JPY (expressed as a number of JPY per one USD) as observed on Reuters page WMR at 4 pm London time	1/4
JPY and INR	INR 1.8678 per JPY 1.00	The INR/JPY exchange rate expressed as the number of JPY for 1 INR as calculated from USD/INR rate as published on Reuters page RBIB at 1:00pm Mumbai time and mid-rate of USD/JPY (expressed as a number of JPY per one USD) as observed on Reuters page WMR at 4 pm London time	1/4
JPY and CLP	CLP 0.2138 per JPY 1.00	The CLP/JPY exchange rate expressed as the number of JPY for 1 CLP as calculated from USD/CLP as observed on Reuters page CLPOB under Value at 6 pm Santiago time and mid-rate of USD/JPY (expressed as a number of JPY per one USD) as observed on Reuters page WMR at 4 pm London time	1/4
JPY and BRL	BRL 50.8573 per JPY 1.00	The BRL/JPY exchange rate expressed as the number of JPY for 1 BRL as calculated from USDBRL exchange rate as observed the next day on Reuters page BRFR at or about 08:30am Sao Paolo time and mid-rate of USD/JPY (expressed as a number of JPY per one USD) as observed on Reuters page WMR	1/4

		at 4 pm London time	