PRICING SUPPLEMENT
Pricing Supplement dated 24 July 2013

HSBC Bank plc

Programme for the Issuance of Notes and Warrants

Issue of USD 2,300,000 Variable Coupon Amount Automatic Early Redemption Equity-Linked Notes due July 2014 linked to ordinary shares of Bank of America Corporation

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.

CONFIDENTIEL/RESTRICTED

1.	Issuer		HSBC Bank plc
2.	Tranche number:		1
3.	Currency:		
	(i)	Denomination Currency:	United States Dollars (USD)
	(ii)	Settlement Currency:	USD
4.	Aggregate Principal Amount of Notes:		
	(i)	Series:	USD 2,300,000
	(ii)	Tranche:	USD 2,300,000
5.	Issue Price:		100%
6.	(i)	Denomination(s): (*Condition 1(b)*)	USD 1,000
	(ii)	Calculation Amount:	The Denomination
7.	(i)	Issue Date:	25 July 2013
	(ii)	Interest Commencement Date:	The Issue Date
8.	Maturity Date: (*Condition 7(a)*)		25 July 2014, subject to early redemption on an Automatic Early Redemption Date
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 Security
(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: (a) if the Calculation Agent determines that, on an Automatic Early Redemption Valuation Date$_j$ (as defined in paragraph 35(iii) below), the Release Price (as defined in paragraph 13(ii) below) of the Security is greater than or equal to 76 per cent. of the Initial Price (as defined in paragraph 28(v) below) of such Security, the Variable Coupon Amount (the "**Coupon$_j$**") payable on the immediately succeeding Variable Coupon Interest Payment Date$_j$ shall be an amount in the Specified Currency determined by the Calculation Agent in accordance with the following formula : $\text{Coupon}_j = j \times 2.00\,\% - \sum_{k=0}^{j-1} \text{Coupon}_k$ Otherwise, no Variable Coupon Amount shall be paid. (b) if the Calculation Agent determines that, on the Valuation Date (as defined in paragraph 32), the Final Price (as defined in paragraph 28(vii) below) of the Security is greater than or equal to 76 per cent. of the Initial Price of such Security, the Variable Coupon Amount (the "**Coupon$_4$**") payable on the Maturity Date shall be an amount in the Specified Currency determined by the Calculation Agent in accordance with the following formula : $\text{Coupon}_{j=4} = 4 \times 2.00\,\% - \sum_{k=0}^{3} \text{Coupon}_k$ Otherwise, no Variable Coupon Amount shall be paid. Where: "**j**" means, from 1 to 4, each Variable Coupon Interest Payment Date$_j$ (as defined

		in paragraph 17(v) above). For avoidance of doubt, "**Coupon$_{j=0}$**" means zero. "**Release Price**" means, with respect to an Automatic Early Redemption Valuation Date$_j$ and subject to the Conditions, the price of the Security as of the Valuation Time on the Exchange on such Automatic Early Redemption Valuation Date$_j$, 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 (each a "**Variable Coupon Interest Payment Date$_j$**"), subject (except in the case of the Maturity Date) to early redemption on an Automatic Early Redemption Date
	(vi) Business Day Convention:	Following
	(vii) Business Centre(s):	New York
	(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	Applicable

is Equity-Linked/Index-Linked or other variable-linked:		
(i)	Index/formula/other variable:	The Security
(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 Valuation Date, the Calculation Agent determines that : - the Final Price (as defined in the paragraph 28(vii) below) of the Security is greater than or equal to 76 per cent of the Initial Price(as defined in the paragraph 28(v) below) of such Security, the Issuer shall redeem the Notes on the Maturity Date at 100 per cent. of par; or - the Final Price of the Security is less than 76 per cent of the Initial Price of such Security and a Trigger Event has not occurred, the Issuer shall redeem the Notes on the Maturity Date at 100 per cent. of par; or - the Final Price of the Security is less than 76 per cent of the Initial Price of such Security, and a Trigger Event has occurred, the Issuer shall redeem the 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 × (Final Price /Initial Price)] Where: "**Trigger Event**" means, with respect to the Security, that the Final Price of such Security, as determined by the Calculation Agent, is lower than the Trigger Price. "**Trigger Price**" means 76% of Initial Price

	(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:	100 per cent. of par
18.	Instalment Notes: (*Condition 7(a)*)		Not applicable
19.	Early redemption amount:		Applicable
	(i)	Early redemption amount (upon redemption for taxation reasons, illegality or following an Event of Default): (*Condition 7(b), 7(h) 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:	Bearer Notes
	(ii)	Bearer Notes exchangeable for Registered Notes:	No
21.	New Global Note:		No
22.	If issued in bearer form:		Applicable
	(i)	Initially represented by a Temporary Global Note or Permanent Global Note:	Temporary Global Note
	(ii)	Temporary Global Note exchangeable for Permanent Global Note and/or Definitive Notes and/or Registered Notes: (*Condition 2(a)*)	Temporary Global Note exchangeable for Permanent Global Note which is exchangeable for Definitive Notes only in the limited circumstances specified in the Permanent Global Note

	(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:	Yes
	(iv) Coupons to be attached to Definitive Notes:	Yes
	(v) Talons for future Coupons to be attached to Definitive Notes:	No
23.	Exchange Date for exchange of Temporary Global Note:	Not earlier than 40 days following the Issue Date
24.	Payments: (*Condition 9*)	
	(i) Relevant Financial Centre Day:	New York
	(ii) Underlying Currency Pair provisions:	Not applicable
25.	Redenomination: (*Condition 10*)	Not applicable
26.	Other terms:	See Annex

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

27.	Physical Delivery:	Not applicable
28.	Provisions for Equity-Linked Notes:	Applicable
	(i) Securities:	Ordinary shares of Bank of America Corporation (*Bloomberg*: BAC UN)
	(ii) Underlying Company(ies):	Bank Of America Corporation
	(iii) Exchange(s):	The New York Stock Exchange
	(iv) Related Exchange(s):	CBOE (The Chicago Board Option Exchange), CME
	(v) Initial Price:	USD 13.51

	(vi)	Strike Date:	11 July 2013
	(vii)	Final Price:	The definition in Condition 21(a) applies
	(viii)	Reference Price:	Not applicable
	(ix)	Potential Adjustment Event:	Condition 21(g)(i) applies
		- Extraordinary Dividend (if other than as specified in the definition in Condition 21(a)):	The definition in Condition 21(a) applies
		- additional Potential Adjustment Event (for purposes of paragraph (viii) of the definition thereof):	Not applicable
	(x)	Extraordinary Event:	Condition 21(g)(ii) applies
	(xi)	Conversion: (*for Notes relating to Government Bonds and debt securities only*)	Condition 21(g)(iii) does not apply
	(xii)	Correction of prices:	Condition 21(g)(iv) applies
	(xiii)	Additional Disruption Events:	The following Additional Disruption Events apply: Change in Law, Insolvency Filing, Hedging Disruption, Increased Cost of Hedging
29.	Additional provisions for Equity-Linked Notes:		See Annex
30.	Provisions for Index-Linked Notes:		Not applicable
31.	For Equity-Linked and Credit-Linked Notes:		U.S. Federal Income Tax Considerations
32.	Valuation Date(s):		11 July 2014, subject to postponement in accordance with Condition 21(e)
33.	Valuation Time:		The definition in Condition 21(a) applies
34.	Averaging Dates:		Not applicable
35.	Other terms or special conditions relating to Index-Linked Notes or Equity-Linked Notes:		Applicable
	(i)	Knock-in Event:	Not applicable
	(ii)	Knock-out Event:	Not applicable
	(iii)	Automatic Early Redemption Event:	The Release Price (as defined in paragraph 13(ii) above) of the Security is greater than or equal to the Automatic Early Redemption

		Price as of any Automatic Early Redemption Valuation Date$_j$
	- Automatic Early Redemption Valuation Date(s):	Each date specified as such in Annex ("**j**" ranking from 1 to 3) (each an "**Automatic Early Redemption Valuation Date$_j$**").
		Each Automatic Early Redemption Valuation Date shall be subject to postponement in accordance with Condition 21(e) as if each reference to "Valuation Date" in such Condition was deemed to be a reference to "Automatic Early Redemption Valuation Date".
	- Automatic Early Redemption Price:	100 per cent. of the Initial Price of the Security
	- Automatic Early Redemption Date(s):	Each date specified as such in Annex ("**j**" ranking from 1 to 3) (each an "**Automatic Early Redemption Date$_j$**"), subject to adjustment in accordance with the Following Business Day Convention
	- Automatic Early Redemption Amount:	100 per cent. of the nominal amount

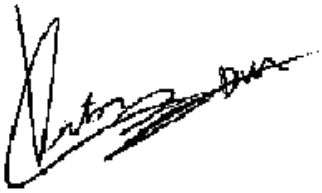
DISTRIBUTION

36.	(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
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 to investors who will acquire Notes for a consideration of at least EUR 100,000 (or equivalent amount in another currency) per investor for each separate offer.
	Additional selling restrictions:		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 USD 150,000 and increasing multiples of USD 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 USD 1,000 in excess of USD 150,000, such a holding will be redeemed at its principal amount.

CONFIRMED

HSBC BANK PLC



Victor Delgado Melgares

By: _____

Authorised Signatory

Date: _____

PART B - OTHER INFORMATION

LISTING

(i)	Listing	Application will be 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 on or around 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 been specifically 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

BAC UN

OPERATIONAL INFORMATION

7	ISIN Code:	XS0954000351
8	Common Code:	095400035
9	CUSIP:	Not applicable
10	Valoren Number:	Not applicable
11	SEDOL:	Not applicable
12	WKN:	Not applicable
13	New Global Note 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):	None
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	Calculation Agent:	HSBC Bank plc
20	City in which specified office of Registrar to be maintained: (*Condition 15*)	Not applicable
21	ERISA Considerations:	Not applicable

ANNEX

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

"j"	Automatic Early Redemption Valuation Date$_j$	Automatic Early Redemption Date$_j$	Variable Coupon Interest Payment Date$_j$	Automatic Early Redemption Price$_j$	Automatic Early Redemption Amount$_j$
1	11 Oct 2013	28 Oct 2013	28 Oct 2013	100%	100%
2	13 Jan 2014	28 Jan 2014	28 Jan 2014	100%	100%
3	11 Apr 2014	28 Apr 2014	28 Apr 2014	100%	100%
4	None	None	The Maturity Date	None	None

* Subject to postponement in accordance with Condition 21(e)