PRICING SUPPLEMENT

Pricing Supplement dated 19 September 2013

HSBC Bank plc

Programme for the Issuance of Notes and Warrants

Issue of USD 1,000,000 Variable Coupon Amount Automatic Early Redemption Reverse Convertible Equity-Linked Notes due September 2016 linked to a Basket of Depositary Receipts

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** United States Dollar ("USD") Settlement Currency USD (ii) 4 Aggregate Principal Amount of Notes USD 1,000,000 (i) Series: (ii) Tranche: USD 1,000,000 5 Issue Price: 100 per cent. of the Aggregate Principal Amount 6 USD 1,000 (i) Denomination(s) Condition 2(b): (ii) Calculation Amount: The Denomination 7 (i) Issue Date: 20 September 2013 (ii) **Interest Commencement Date:** The Issue Date 8 Maturity Date: 20 September 2016, subject to early redemption (Condition 7(a)) on an Automatic Early Redemption Date 9 In certain circumstances, the Notes will, at the Change of interest or redemption basis: option of the Issuer, be redeemed by delivery of Securities or, if the Issuer does not exercise such option, redeemed at the Alternative Cash Redemption Amount. See paragraph 17(ii) below PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE 10 Fixed Rate Note provisions: Not applicable (Condition 4) 11 Floating Rate Note provisions: Not applicable (Condition 5) 12 Zero Coupon Note provisions: Not applicable (Condition 6) 13 Equity-Linked/Index-Linked Interest Applicable Note/other variable-linked interest Note provisions (i) Index/formula/other variable: The basket of Securities (ii) Provisions Unless the Notes have been previously redeemed, for determining interest where calculated by reference to or purchased and cancelled in accordance with the Index and/or formula and/or other Conditions: variable:

(a)

if the Calculation Agent determines that,

on an Automatic Early Redemption Valuation Datej (as defined in paragraph 35(iii) below), WOj (as defined in paragraph 35(iii) below) is greater than or equal to 70 per cent., the Variable Coupon Amount (the "Couponj") payable on the immediately succeeding Variable Interest Payment Date shall be an amount in the Settlement Currency determined by Calculation Agent in accordance with the following formula:

Couponj =
$$j \times 2 \% - \sum_{k=0}^{j-1} Coupon$$

Otherwise, no Variable Coupon Amount shall be paid.

(b) if the Calculation Agent determines that, on the Valuation Date (as defined in paragraph 32), WOfinal (as defined in paragraph 17(ii) below) is greater than or equal to 70 per cent., the Variable Coupon Amount (the "Couponj=18") payable on the Maturity Date shall be an amount in the Settlement Currency determined by the Calculation Agent in accordance with the following formula:

$$Coupon_{j=18} = 18 \times 2 \% - \sum_{k=0}^{17} Coupon$$

Otherwise, no Variable Coupon Amount shall be paid.

Where:

"j" means, for 1 to 18 each Variable Coupon Interest Payment $Date_j$ (as defined in paragraph 13(v) below).

For avoidance of doubt, " $Coupon_{j=0}$ " means zero.

(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"), subject (except in the case of the Maturity Date) to early redemption on the Automatic Early Redemption Date

(vi) **Business Day Convention:** Following

(vii) Business Centre(s): New York

(viii) Minimum Interest Rate: Not applicable

Maximum Interest Rate: Not applicable (ix)

(x) Day Count Fraction: Not applicable

PROVISIONS RELATING TO REDEMPTION

14 Issuer's optional redemption Not applicable (Call

Option):

(Condition 7(c))

15 Noteholder's optional redemption (Put Not applicable

Option):

(Condition 7(d))

16 Final Redemption Amount of each Note: See paragraph 17 below

(Condition 7(a))

17 Final Redemption Amount of each Note

in cases where the Final Redemption Amount is Equity-Linked/ Index-Linked

or other variable-linked:

(i) Index/formula/other variable: The basket of Securities as defined in paragraph

28(i) below

Applicable

(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:

- 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. and a Trigger Event has not occurred with respect to any of the Securities, the Issuer shall redeem the Notes on the Maturity Date at 100 per cent. of par;
- WO_{final} is less than 60 per cent. and Trigger Event has occurred with respect to one or more of the Securities, the Issuer shall, (i) if it elects Physical Delivery, redeem the Notes delivering or procuring the delivery of the Securities Transfer Amount (as defined in paragraph 27(i) below) of the Worst Performing Security and paying or procuring the payment of any Residual Cash Amounts to (or for the account of) the Noteholders in accordance with

the paragraph 27, and Condition 21(b), or (ii) if the Issuer does not elect Physical Delivery, redeem the Notes by paying on the Maturity Date an amount (the "Alternative Cash Redemption Amount") in the Settlement Currency in respect of each Note determined by the Calculation Agent in accordance with the following formula:

Calculation Amount x WO_{final} /Strike

Where:

"**Trigger Event**" means, with respect to a Security, that the Final Price per Security (at least one), as determined by the Calculation Agent, is lower than the Trigger Price.

"**Trigger Price**" means, with respect to a Security, the price specified as such in Annex 1 with respect to such Security.

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

$$\operatorname{Min}_{i=1 \text{ to } 3} \left(\frac{S_{\text{Final}}^{i}}{S_{0}^{i}} \right)$$

Where:

"i" means each Security in the basket, 1 to 3.

" $\mathbf{S_{Final}}$ " means, in respect of a Security (Security_i) and the Valuation Date, the Final Price (as defined in paragraph 28(vii) below) of such Security_i.

" $\mathbf{S_0^i}$ " means, in respect of a Security (Security_i), the Initial Price (as defined in paragraph 28(v) below) of such Security_i.

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

"Worst Performing Security" means the

Security for which the performance is the lowest in accordance with the definition of WO_{final} .

"Strike Price" means in respect of a Security, 100% of the Initial Price of such Security.

"Strike" means 100%

Not applicable

(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:
- (v) Maximum Final Redemption Amount:

100 per cent. of the nominal amount

18 Instalment Notes: Not applicable

(Condition 7(a))

19 Early Redemption Amount: Applicable

(i) Early redemption amount Fair Market Value (upon redemption for taxation reasons, illegality or following an Event of Default):

(Conditions 7(b),7(h) or 11)

(ii) Other redemption provisions: Not applicable (Condition 7(i))

GENERAL PROVISIONS APPLICABLE TO THE NOTES

Form of Notes: (Condition 2(a))

(i) Form of Notes: Bearer Notes

(ii) Bearer Notes exchangeable for No Registered Notes:

21 New Global Note: No

22 If issued in bearer form: Applicable

(i) Initially represented by a Temporary Global Note Temporary Global Note or Permanent Global Note: (ii) Temporary Global Note exchangeable for Permanent Global Note and/or Definitive Notes and/or Registered Notes:

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

(Condition 2(a))

- (iii) Permanent Global Note Yes exchangeable at the option of the Issuer in circumstances where the Issuer would suffer material disadvantage following a change of law or regulation:
- (iv) Coupons to be attached to Yes Definitive Notes:
- (v) Talons for future Coupons to be No attached to Definitive Notes:
- Exchange Date for exchange of Not earlier than 40 days following the Issue Date Temporary Global Note:
- Payments:

(Condition 9)

- (i) Relevant Financial Centre New York Day:
- (ii) Underlying Currency Pair Not applicable provisions:
- (iii) FX Disruption: Not applicable
- 25 Redenomination: Not applicable

(Condition 10)

26 Other terms: See Annexes

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

27 Physical Delivery Condition 21(b) applies (i) Securities Transfer Amount: In respect of the Worst Performing Security, the number of such Securities per Note calculated by the Calculation Agent in accordance with the following formula: Calculation Amount / Strike Price and rounded to the lowest integer (ii) Residual Amount: In relation to a Noteholder and a Note, the amount in the Settlement Currency determined by the Calculation Agent in accordance with the following formula: Calculation Amount - (Securities Transfer Amount × Strike Price) (iii) Residual Cash Amount: In respect of a Residual Amount, the product of such Residual Amount and the fraction of which the numerator is WO_{final} and the denominator is the Strike. (iv) Settlement Date: As defined in Condition 21(a) (v) Settlement Disruption Event: Condition 21(b)(iii) applies (vi) Disruption Period: Condition 21(b)(iii) applies (vii) Delivery Disruption Event: Condition 21(b)(iv) applies 28 Provisions for Equity-Linked Notes: Applicable Securities: (i) The Securities comprised in the basket specified in Annex 1 (ii) Underlying Company(ies): The entities specified as such in Annex 1 (iii) Exchange(s): With respect to each Security, each exchange or quotation system specified as such in respect of such Security in the Annex 1 Related Exchange(s): With respect to each Security, each exchange or (iv) quotation system specified as such in respect of such Security in the Annex 1 **Initial Price:** (v) See Annex 1 Strike Date: (vi) 13 September 2013 Final Price: (vii) As defined in Condition 21(a)

	(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))	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:	Condition 21(g)(iii) does not apply		
	(for Notes relating to Government Bonds an securities only)				
	(xii)	Correction of prices:	Condition 21(g)(iv) applies		
	(xiii)	Additional Disruption Events:	The following Additional Disruption Events apply: Change in Law, Insolvency Filing, Failure to Deliver, Hedging Disruption, Increased Cost of Hedging		
29	Addition Notes:	nal provisions for Equity-Linked	See Annexes		
30	Provisio	ons for Index-Linked Notes:	Not applicable		
31	For Eq	uity-Linked and Credit-Linked	U.S Federal Income Tax Considerations		
32	Valuation Date(s):		13 September 2016, subject to postponement in accordance with Condition 21(e)		
33	Valuatio	on Time:	The definition in Condition 21(a) applies		
34	Averagi	ng 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) Event:	- Automatic Early Redemption	WO_j is greater than or equal to the Automatic Early Redemption Price as of any Automatic Early Redemption Valuation $Date_j$		
			Where:		
		2	$"WO_j"$ means the lowest performance (expressed		

as a percentage) among the Securities as determined by the Calculation Agent in accordance with the following formula:

$$Min_{i=1 \text{ to 3}} \left(\frac{S_{j}^{i}}{S_{0}^{i}} \right)$$

Where:

" S_j^i " means, in respect of a Security (Security_i) and an Automatic Early Redemption Valuation Date_j, the price of such Security_i on the relevant Exchange at the Valuation Time on such Automatic Early Redemption Valuation Date_j, as determined by the Calculation Agent.

" $\mathbf{S_0^i}$ " means, in respect of a Security (Security_i), the Initial Price (as defined in paragraph 28(v) above) of such Security_i.

- Automatic Early Redemption Valuation Date(s):

Each date specified as such in Annex 2 ("j" ranking from 1 to 17) (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:

See Annex 2

- Automatic Early Redemption Date(s):

Each date specified as such in Annex 2 ("j" ranking from 1 to 17) (each an "Automatic Early Redemption Datej"), subject to adjustment in accordance with the Following Business Day Convention

- Automatic Early Redemption See Annex 2 Amount:

DISTRIBUTION

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

(ii) If syndicated, names of other Not applicable Dealers/Managers (if any):

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 denomination of the Notes are greater than or equal to EUR 100,000 (or equivalent amount in another currency)

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

	and	
D.,,		

By: - L Barrett

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 EUR 500

admission to trading

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

MBT UN, OGZD LI and SBER LI

OPERATIONAL INFORMATION

7	ISIN Code:	XS0973085516		
8	Common Code:	097308551		
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 1

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

Information in relation to underlying Securities

i	Securities	Depositary	Underlying company	Bloomberg Code	Exchange	Related Exchange	Initial Price (USD)	Trigger Price (USD)
1	Depositary Receipts of MTS	http://www. bnymellon.c om	MTS	MBT UN	New York Stock Exchange	The Chicago Board Option Exchange	USD 21.64	60% of the Initial Price
2	Depositary Receipts of GAZPROM- ADR	http://www. bnymellon.c om	GAZPROM- ADR	OGZD LI	London International	Euronext.liffe, London	USD 8.71	60% of the Initial Price
3	Depositary Receipts of SBERBANK- SP ADR	http://www. bnymellon.c om	SBERBANK- SP ADR	SBER LI	London International	Euronext.liffe, London	USD 11.76	60% of the Initial Price

"Securities" means either (i) 'Ordinary Shares of'; or (ii) 'Units of the'; or (iii) 'Depositary Receipts' of each underlying security to this issue of Notes as the case may be. Website for "Depositary" if applicable: http://www.bnymellon.com

ANNEX 2

"j"	Automatic Early Redemption Valuation Datej	Automatic Early Redemption Datej	Variable Coupon Interest Payment Datej	Automatic Early Redemption Pricej	Automatic Early Redemption Amountj
1	13/11/13	20/11/13	20/11/13	100%	100%
2	13/01/14	21/01/14	21/01/14	100%	100%
3	13/03/14	20/03/14	20/03/14	100%	100%
4	13/05/14	20/05/14	20/05/14	100%	100%
5	14/07/14	21/07/14	21/07/14	100%	100%
6	15/09/14	22/09/14	22/09/14	100%	100%
7	13/11/14	20/11/14	20/11/14	100%	100%
8	12/01/15	20/01/15	20/01/15	100%	100%
9	13/03/15	20/03/15	20/03/15	100%	100%
10	13/05/15	20/05/15	20/05/15	100%	100%
11	13/07/15	20/07/15	20/07/15	100%	100%
12	14/09/15	21/09/15	21/09/15	100%	100%
13	13/11/15	20/11/15	20/11/15	100%	100%
14	12/01/16	20/01/16	20/01/16	100%	100%
15	14/03/16	21/03/16	21/03/16	100%	100%
16	13/05/16	20/05/16	20/05/16	100%	100%
17	13/07/16	20/07/16	20/07/16	100%	100%
18	None	None	The Maturity date	None	None

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