PRICING SUPPLEMENT

Pricing Supplement dated 21 November 2013

HSBC Bank plc

Programme for the Issuance of Notes and Warrants
Issue of

USD 10,122,000 Autocallable Review Notes linked to the Palladium / USD exchange rate

due December 2014

PART A - CONTRACTUAL TERMS

This document constitutes the pricing supplement ("**Pricing Supplement**") relating to the issue of the Tranche of Notes described herein and must be read in conjunction with the Offering Memorandum dated 18 June 2013 as supplemented from time to time (the "**Offering Memorandum**"). 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 such 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, United Kingdom and www.hsbc.com (please follow links to 'Investor relations', 'Fixed income securities', 'Issuance programmes') and copies may be obtained from HSBC Bank plc, 8 Canada Square, London E14 5HQ, United Kingdom.

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 (ii) 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)	Settlement Currency:	United Stated Dollar ("**USD**")
	(ii)	Denomination Currency:	USD
4.	Aggregate Principal Amount:		
	(i)	Series:	USD 10,122,000
	(ii)	Tranche:	USD 10,122,000
5.	Issue Price:		100.00 per cent. of the Aggregate Principal Amount
6.	(i)	Denomination(s): (*Condition 2(b)*)	USD 1,000
	(ii)	Calculation Amount:	USD 1,000
7.	(i)	Issue Date:	26 November 2013
	(ii)	Interest Commencement Date:	Not applicable
8.	Maturity Date: (*Condition 7(a)*)		04 December 2014, or if later, five Business Days following the Final Underlying Currency Pair Fixing 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.	Index-Linked Interest Note Provisions:	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:	See paragraph 17 below

	(*Condition 7(a)*)	
17.	Final Redemption Amount of each Note in cases where the Final Redemption Amount is Index-Linked or other variable-linked:	Applicable Unless previously redeemed, or purchased and cancelled in accordance with the Conditions, the Final Redemption Amount payable by the Issuer in respect of each Note on the Maturity Date shall be an amount in the Settlement Currency determined by the Calculation Agent in accordance with the following formula:

		If on the Final Underlying Currency Pair Fixing Date the Underlying Currency Pair Exchange Rate is *less than* the Knock In Barrier: **USD 1,000 + USD 1,000 * Palladium Performance** If on the Final Underlying Currency Pair Fixing Date the Underlying Currency Pair Exchange Rate is *equal to or greater than* the Knock In Barrier but *lower than* the Initial Underlying Currency Pair Exchange Rate **USD1,000** If on the Final Underlying Currency Pair Fixing Date the Underlying Currency Pair Exchange Rate is *greater than or equal* the Initial Underlying Currency Pair Exchange Rate **USD 1,000 + (USD 1,000 * Max[8% ; Min (16.5% ; Palladium Performance)]** Where: ''**Knock In Barrier**'' means 80% of the Initial Underlying Currency Pair Exchange Rate ''**Palladium Performance**'' means an amount expressed in percentage and determined by the Calculation Agent in accordance with the following formula: [Underlying Currency Pair Exchange Rate – Initial Underlying Currency Pair Exchange Rate] / Initial Underlying Currency Pair Exchange Rate. The Palladium Performance may be positive or negative
18.	Instalment Notes: *(Condition 7(a))*	Not applicable
19.	Early Redemption Amount:	Yes
	(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)*)	Applicable. Following the occurrence of an Early Redemption Event each of the Notes will be redeemed early against payment by the Issuer of the Early Redemption Amount per Note on the Early Redemption Payment Date The Early Redemption Amount per Note will

be an amount in the Settlement Currency calculated by the Calculation Agent in accordance with the following formula:

USD 1,000 * (100% + Max [4%; Min (8.25% ; Palladium Performance)]

Where:

''**Early Redemption Event**'' means an event that is deemed to have occurred if on the Early Redemption Date the Underlying Currency Pair Exchange Rate is *equal to or greater than* the Initial Underlying Currency Pair Exchange Rate

''**Early Redemption Date**'' means 26 May 2014

''**Early Redemption Payment Date**'' means 2 June 2014 or if later five Business Days following the Early Redemption Date

GENERAL PROVISIONS APPLICABLE TO THE NOTES

20.	Form of Notes: (*Condition 2(a)*)		
	(i)	Form of Notes:	Registered Notes
	(ii)	Bearer Notes exchangeable for Registered Notes:	No
21.	Issued under the new safekeeping structure :		No
22.	If issued in bearer form:		Not applicable
23.	Exchange Date for exchange of Temporary Global Note:		Not applicable
24.	Payments: (*Condition 9*)		
	(i)	Relevant Financial Centre Day:	means a day on which commercial banks effect delivery of the Settlement Currency in the foreign exchange market of New York
	(ii)	Payment of Alternative Payment Currency Equivalent	Not applicable
	(iii)	Conversion provisions:	Not applicable
	(iv)	Underlying Currency Pair provisions:	Applicable in respect of the Final Redemption Amount and the Early Redemption Amount payable following an Early Redemption Event. The Initial Underlying Currency Pair Exchange Rate is 719.00
		- Reference Currency:	USD

		- Reference Currency Jurisdiction:	USA
		- Specified Currency:	Palladium
		- Underlying Currency Pair Business Days:	London
		- Underlying Currency Pair Fixing Date:	The Early Redemption Date and 26 November 2014 (the ''**Final Underlying Currency Pair Fixing Date**'')
		- Underlying Currency Pair Fixing Page:	Bloomberg Page PLDMLNPM
		- Underlying Currency Pair Fixing Time:	2:00pm (London time)
		- Underlying Currency Pair Exchange Rate Fall-Back provisions:	Condition 1 applies
	(v)	FX Disruption:	Applicable
	(vi)	LBMA Physical Settlement Provisions:	Not applicable
25.	Redenomination: (*Condition 10*)		
26.	Other terms:		Not applicable
27.	Valuation Date:		Not applicable

DISTRIBUTION

28.	(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
29.	Selling restrictions:		Not Rule 144A eligible
	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, any U.S. Persons (as defined in Regulation S)
	Exemption(s) from requirements under Directive 2003/71/EC (as amended) (the "**Prospectus Directive**"):		The offer of Notes is addressed solely to qualified investors, in accordance with Article 3(2)(a) of Directive 2003/71/EC (as amended, where applicable).
	Additional selling restrictions		Not applicable

CONFIRMED
HSBC BANK PLC

Leo Chan
Manager

By: ----------
Authorised Signatory

Date: ----------

PART B - OTHER INFORMATION

1. **LISTING**

(i)	Listing:	Applicable. Application has been made to admit the Notes to listing on the Official List of Irish Stock Exchange on or around the Issue Date. 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

2. **RATINGS**

Ratings: The Notes are not rated.

3. **INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE**

Save for any fees payable to the Dealers and Lead Manager (if any) so far as the Issuer is aware, no person involved in the issue of the Notes has an interest material to the issue. The Dealers and Lead Managers 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. **FIXED RATE NOTES ONLY YIELD**

Indication of yield: Not applicable

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

The performance of the Palladium/USD exchange rate will be published on the Underlying Currency Pair Fixing Page.

OPERATIONAL INFORMATION

7.	ISIN Code:	XS0997471296
8.	Common Code:	099747129
9.	CUSIP:	Not applicable
10.	Valoren Number:	Not applicable
11.	SEDOL:	Not applicable
12.	WKN:	Not applicable
13.	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:	Not applicable
19.	Calculation Agent:	HSBC Bank plc
20.	City in which specified office of Registrar to be maintained: (*Condition 15*)	London
21.	ERISA Considerations:	Not applicable