### PRICING SUPPLEMENT

Pricing Supplement dated 27 December 2013

### **HSBC** Bank plc

## Programme for the Issuance of Notes and Warrants

Issue of EUR 841,000 Automatic Early Redemption Equity-Linked Notes due December 2018 linked to a Basket of Securities

## **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.	Currer	ncy:			
	(i)	Denomination Currency:	Euros ("EUR")		
	(ii)	Settlement Currency:	EUR		
4.	Aggre	gate Principal Amount of Notes:			
	(i)	Series:	EUR 841,000		
	(ii)	Tranche:	EUR 841,000		
5.	Issue I	Price:	63 per cent. of the Aggregate Principal Amount		
6.	(i)	Denomination(s):	EUR 1,000		
		$(Condition\ 2(b))$			
	(ii)	Calculation Amount:	The Denomination		
7.	(i)	Issue Date:	30 December 2013		
	(ii)	Interest Commencement Date:	The Issue Date		
8.		ity Date: ition 7(a))	31 December 2018, subject to early redemption on an Automatic Early Redemption Date and adjusted in accordance with Modified Following Business Day Convention and any applicable Business Centres for the definition of Business Day		
9.	Chang	e of interest or redemption basis:	Not applicable		
PROVISIO	NS REI	LATING TO INTEREST (IF ANY) P	AYABLE		
10.	Fixed	Rate Note provisions:	Not applicable		
	(Cond	ition 4)			
11.	Floatir	ng Rate Note provisions:	Not applicable		
	(Cond	ition 5)			
12.	Zero C	Coupon Note provisions:	Not applicable		
	(Cond	ition 6)			
13.		r-Linked/Index-Linked Interest other variable-linked interest Note	Not applicable		

# provisions:

# PROVISIONS RELATING TO REDEMPTION

14. Issuer's optional redemption (Call Option): Not applicable (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:

Applicable

variable-inked:

(i) Index/formula/other variable:

The Basket of Securities as defined in paragraph 28(i) below

(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 100 per cent, the Issuer shall redeem the Notes on the Maturity Date at 100 per cent. of par; or
- WO<sub>final</sub> is less than 100 per cent., the Issuer will redeem 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:

$$[100\% + [\max(100\%; 2 \times Min(0\%; WO_{final} - 1)])]$$

# Where:

"WO<sub>final</sub>" 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:

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

# Where:

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

" $S^{i}_{Final}$ " means, in respect of a Security (Security<sub>i</sub>) and the Valuation Date, the Final Price (as defined in paragraph 28(vii) below) of such Security<sub>i</sub>.

"Sinitial" means, in respect of a Security (Securityi), the Initial Price (as defined in paragraph 28(v) below) of such Securityi.

(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))

19.

Not applicable

Applicable

Early Redemption Amount:

Fair Market Value

(i) Early Redemption Amount (upon redemption for taxation reasons, illegality or following an Event of Default):

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

(ii) Other redemption provisions: (Condition 7(i))

Not applicable

### (Containion 7 (1))

# GENERAL PROVISIONS APPLICABLE TO THE NOTES

20. 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:

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: TARGET

(ii) Payment of Alternative Payment Not applicable Currency Equivalent:

(iii) Conversion provisions: Not applicable

(iv) Underlying Currency Pair Not applicable provisions:

(v) FX Disruption: Not applicable

(vi) LBMA Physical Settlement Not applicable Commodit(y)(ies):

commount(y)(103)

25. Redenomination: Not applicable

(Condition 10)

26. Other terms: See Annexes

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

27. Physical Delivery: Not applicable

28. Provisions for Equity-Linked Notes: Applicable

(i) Securities: The Securities comprising the basket

specified in Annex 1

(ii) Underlying Company(ies): With respect to each Security, the entity

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

(iv) Related Exchange(s): With respect to each Security, each

exchange or quotation system specified as such in respect of such Security in the

Annex 1

(v) Initial Price: See Annex 1

(vi) Strike Date: 19 December 2013

(vii) Final Price: The definition in Condition 22(a) applies

(viii) Reference Price: Not applicable

(ix) Potential Adjustment Event: Condition 22(g)(i) applies

- Extraordinary Dividend (if other than as specified in the definition in

Condition 21(a)): The definition in Condition 22(a) applies

- additional Potential Adjustment Event (for purposes of paragraph

(viii) of the definition thereof): Not applicable

(x) Extraordinary Event: Condition 22(g)(ii) applies

(xi) Conversion: Condition 22(g)(iii) does not apply

(for Notes relating to Government

	Bonds	and	debt	securities only)
	 		_	_

	(xii)	Correction of prices:	Condition 22(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.	Additio Notes:	nal provisions for Equity-Linked	See Annexes
30.	Provisio	ons for Index-Linked Notes:	Not applicable
31.	For Equ	nity-Linked and Credit-Linked Notes:	U.S. Federal Income Tax Considerations
32.	Valuatio	on Date(s):	20 December 2018, subject to postponement in accordance with Condition 22(e)
33.	Valuation	on Time:	The definition in Condition 22(a) applies
34.	Averagi	ing Dates:	Not applicable
35.		erms or special conditions relating to inked Notes or Equity-Linked	Applicable
	(i)	Knock-in Event:	Not applicable
	(ii)	Knock-out Event:	Not applicable
	(iii)	Automatic Early Redemption Event:	$WO_j$ is greater than or equal to the Automatic Early Redemption Price as of any Automatic Early Redemption Valuation $Date_j$ .
			Where:
			" $WO_j$ " means the lowest performance (expressed as a percentage) among the Securities (as defined in paragraph 17 below)

- Automatic Early Redemption Valuation Date(s):

Each date specified as such in Annex 2 ("j" ranking from 1 to 4) (each an "Automatic Early Redemption Valuation Date<sub>j</sub>").

Each Automatic Early Redemption Valuation Date shall be subject to postponement in accordance with Condition 22(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.

- Automatic Early Redemption Date(s): Each date specified as such in Annex 2 ("j" ranking from 1 to 4) (each an "Automatic Early Redemption Date<sub>j</sub>"), subject to adjustment in accordance with the Modified 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 fewer than 150 natural or legal persons (other than qualified investors as defined in the Prospectus

Directive).

Additional selling restrictions:

Not applicable

# CONFIRMED

# HSBC BANK PLC



By:		
	Authorised Signatory	

# **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

REP SM, SAN SM, TEF SM

# OPERATIONAL INFORMATION

7	ISIN Code:	XS1010346317
8	Common Code:	101034631
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 France
20	City in which specified office of Registrar to be maintained: (Condition 15)	Not applicable
21	ERISA Considerations:	Not applicable

<u>ANNEX 1</u>
(This annex forms part to the Pricing Supplement to which it is attached)

i	Securities	Underlying company	Bloomberg Code	Exchange	Related Exchange	Initial Price (EUR)
1	Ordinary shares of Repsol	Repsol	REP SM	SIBE Madrid	MEFF	18.49
2	Ordinary shares of Santander	Santander	SAN SM	SIBE Madrid	MEFF	6.318
3	Ordinary shares of Telefónica	Telefónica	TEF SM	SIBE Madrid	MEFF	11.605

ANNEX 2

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

"j"	Automatic Early Redemption Valuation Date <sub>i</sub>	Automatic Early Redemption Date <sub>j</sub>
1	22 Dec 2014	31 Dec 2014
2	23 Dec 2015	31 Dec 2015
3	23 Dec 2016	02 Jan 2017
4	21 Dec 2017	02 Jan 2018

<sup>\*</sup> Subject to postponement in accordance with Condition 22(e)