#### FINAL TERMS (INDICATIVE)

Final Terms dated 9 January 2023

### **HSBC Bank plc**

(A company incorporated in England with registered number 14259; the liability of its members is limited)

# Programme for the Issuance of Notes and Warrants

#### Issue of

# Up to CHF 5,000,000\*

Fixed Coupon Callable Barrier Reverse Convertible Notes due April 2024 linked to a Basket of Shares

# PART A - CONTRACTUAL TERMS

This document constitutes the final terms (the "**Final Terms**") relating to the issue of the Tranche of Notes described herein and must be read in conjunction with the Base Prospectus dated 24 June 2022 as supplemented from time to time (the "**Base Prospectus**"). The Base Prospectus is a base prospectus in accordance with Art. 35 para. 1 of the Financial Services Act ("**FinSA**") and has been evaluated and approved pursuant to Art. 51 et seq. of the FinSA and Art. 59 et seq. of the Financial Services Ordinance ("**FinSO**") by the reviewing body SIX Exchange Regulation AG ("**Reviewing Body**"). 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. The Alternative Note General Conditions do not apply to the Notes.

Except as disclosed in these Final Terms and the Base Prospectus, there has been no significant change in the financial or trading position of the Is suer and its subsidiary undertakings since 30 June 2022.

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 Base Prospectus. The Base Prospectus is available for viewing at HSBC Bank plc, 8 Canada Square, London E14 5HQ, United Kingdomand www.hsbc.com(please follow the links to 'Investors', 'Fixed income investors', 'Issuance programmes') and copies may be obtained from HSBC Bank plc, 8 Canada Square, London E14 5HQ, United Kingdom.

The Base Prospectus does not comprise (i) a base prospectus for the purposes of Regulation (EU) 2017/1129 as it forms part of domestic law by virtue of the European Union (Withdrawal) Act 2018, as amended, (the "EUWA") (the "UK Prospectus Regulation") or (ii) a base prospectus for the purposes of Regulation (EU) 2017/1129 (as amended, the "EU Prospectus Regulation"). The Base Prospectus has been prepared solely with regard to Notes that are not to be admitted to listing or trading on any regulated market for the purposes of Directive 2014/65/EU (as amended, "MiFID II") or Regulation (EU) No 600/2014 as it forms part of domestic law by virtue of the EUWA ("UK MiFIR") and not to be offered to the public in the United Kingdom (the "UK") (other than pursuant to one or more of the exemptions set out in Section 86 of the Financial Services and Markets Act 2000 (as amended, the "FSMA")) or a Member State of the European Economic Area (other than pursuant to one or more of the exemptions set out in Article 1(4) of the EU Prospectus Regulation).

THESE FINAL TERMS ARE INDICATIVE AND SUBJECT TO COMPLETION AND AMENDMENT. IN PARTICULAR, CERTAIN INDICATIVE INFORMATION MARKED WITH AN ASTERISK (\*) WILL BE COMPLETED FOLLOWING THE END OF THE OFFER PERIOD AND WILL BE PUBLISHED IN THE DEFINTIVE FINAL TERMS RELATING TO THE NOTES DESCRIBED HEREIN, WHICH, ONCE AVAILABLE, WILL BE FILED WITH SIX EXCHANGE

The Notes do not constitute a collective investment scheme as defined in the Federal Collective Investment Schemes Act ("CISA") and are therefore neither governed by the CISA nor subject to supervision by the Swiss Financial Market Supervisory Authority (FINMA). Accordingly, Noteholders do not have the benefit of the specific investor protection provided under the CISA. Noteholders bear the issuer risk.

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 Base Prospectus and these Final Terms. Investors should consider carefully the risk factors set forth under " $Risk\ Factors$ " in the Base Prospectus.

1.	Issuer:		HSBC Bank plc		
2.	Tranche number:		1		
3.	Currency:				
	(i)	Settlement Currency:	Swiss franc ("CHF")		
	(ii)	Denomination Currency:	Settlement Currency		
4.	Aggreg	Aggregate Principal Amount:			
	(i)	Series:	Up to CHF 5,000,000*		
	(ii)	Tranche:	Up to CHF 5,000,000*		
5.	Principal Protected Amount:		Not applicable		
6.	Issue Price:		100 per cent. of the Aggregate Principal Amount		
7.	(i)	Denomination(s):	CHF 1,000		
	(Condition 2)				
	(ii)	Calculation Amount:	The Denomination		
	(iii)	Aggregate Outstanding Nominal Amount Rounding:	Not applicable		
8.	(i)	Issue Date:	20 January 2023		
	(ii)	Interest Commencement Date:	Not applicable		
	(iii)	Trade Date:	5 January 2023		
9.		ty Date: tion 7(a))	22 April 2024, subject to early redemption on ar Optional Redemption Date (Call Option) (see paragraph 15 below) and adjusted in accordance with the Following Business Day Convention for the purposes of payment only and not accrual of interest		
10.	Change	e of interest or redemption basis:	Not applicable		

# PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

11. Fixed Rate Note provisions: (Condition 4) Applicable

(i) Rate(s) of Interest: Not applicable

(ii) Interest Payment Date(s): Each date specified as a "Fixed Interest Payment

**Date**<sub>j</sub>" in Annex 2, adjusted in accordance with the Business Day Convention for the purposes of payment

only and not for the accrual of interest, and subject to an early redemption on a prior occurring Optional Redemption Date (Call Option)

(iii) Fixed Coupon Amount(s): An amount determined by the Calculation Agent and payable on the corresponding Interest Payment Date equalto:

Calculation Amount × Rate of Interesti

Where "Rate of Interest<sub>j</sub>" means the rate specified as such in Annex 2 in respect of the corresponding Fixed Interest Payment Date<sub>i</sub>.

Day Count Fraction: Not applicable (iv)

(v) Business Day Convention: Following Business Day Convention

Business Centre(s): Zurich (vi)

(vii) Other terms relating to the method of calculating interest for Fixed Rate Notes:

Not applicable

Floating Rate Note provisions: 12.

(Condition 5)

Not applicable

Zero Coupon Note provisions: 13.

(Condition 6)

Not applicable

14. Equity-/Index-Linked Interest Note and other variable-linked interest

provisions:

Not applicable

### PROVISIONS RELATING TO REDEMPTION

15. Is suer's optional redemption (Call Option): (Condition 7(c))

Applicable, the Issuer may on any Optional Redemption Date (Call Option), by giving notice on or prior to the corresponding Optional Redemption Call Date<sub>j</sub> to the Noteholders in accordance with Condition 14 (*Notices*) (which notice shall be irrevocable), redeem on such Optional Redemption Date (Call Option) all (but not some only) of the Notes then outstanding at the Redemption Amount (Call Option) as determined by the Issuer in accordance with the Conditions and as calculated in accordance with the formula below.

Where:

"Optional Redemption Call Date<sub>j</sub>" means each date specified as such in Annex 2 in respect of the corresponding Optional Redemption Date (Call Option). Each Optional Redemption Call Date<sub>j</sub> shall be subject to postponement in accordance with Condition 22(e) as if each reference to "Valuation Date" in such Condition (and in the definitions of "Scheduled Valuation Date" and "Disrupted Day Related Payment Date") was deemed to be a reference to "Optional Redemption Call Date<sub>j</sub>".

(i) Redemption Amount (Call Option): Calculation Amount × Optional Redemption Rate<sub>j</sub>

Where "Optional Redemption Rate<sub>j</sub>" means the rate specified as such in Annex 2 in respect of the corresponding Optional Redemption Date<sub>j</sub>.

(ii) Series redeemable in part:

Not applicable

(iii) Optional Redemption Date (Call Option):

Each date specified as an Optional Redemption Date<sub>j</sub> in Annex 2, subject to adjustment in accordance with the Following Business Day Convention for the purposes of payment only and not for the accrual of interest.

(iv) Minimum Redemption Amount (Call Option):

Not applicable

(v) Maximum Redemption Amount (Call Option):

Not applicable

16. Noteholder's optional redemption (Put Not applicable Option): (Condition 7(d))

17. Final Redemption Amount of each Note: (Condition 7(a))

See paragraph 18 below

- 18. Final Redemption Amount of each Note in cases wherethe Final Redemption Amount is Equity-Linked, Index-Linked or other variable-linked:
- Applicable
- (i) Index/formula/other variable:

The Basket as defined in paragraph 30(i) below

(ii) Provisions for determining Final Redemption Amount where calculated by reference to Index and/or formula and/or other variable:

Unless previously redeemed or purchased and cancelled, if the Calculation Agent determines that:

(a) WO<sub>final</sub> is greater than or equal to Strike, the Issuer shall redeem the Notes on the Maturity Date at an amount in the Settlement Currency in respect of each Note (of the Calculation Amount) determined by the Calculation Agent in accordance with the following formula:

Calculation Amount × 100%

(b) WO<sub>final</sub> is less than Strike and a Barrier Event has not occurred, the Issuer shall redeem the Notes on the Maturity Date at an amount in the Settlement Currency in respect of each Note (of the Calculation Amount) determined by the Calculation Agent in accordance with the following formula:

Calculation Amount × 100%

(c) WO<sub>final</sub> is less than Strike and a Barrier
Event has occurred, the Issuer shall redeem
the Notes on the Maturity Date at an amount
in the Settlement Currency in respect of each
Note (of the Calculation Amount) determined
by the Calculation Agent in accordance with
the following formula:

Calculation Amount  $\times \frac{WO_{final}}{Strike}$ 

Where:

"Barrier Event" means, with respect to the Securities, an event which occurs if the price of any Security; on the relevant Exchange is at any time on any day during the Barrier Period less than or equal to the Barrier Price of such Security, as determined by the Calculation Agent.

"Barrier Period" means the period from, and including, the Strike Date to, and including, the Valuation Date.

"Barrier Price" means 59.00% \* of the Initial Price.

"**Strike**" means 100.00% \*.

"WO<sub>final</sub>" means, in respect of the Valuation Date, the worst performance (expressed as a percentage) among the Securities as determined by the Calculation Agent in accordance with the following formula:

$$\min_{i=1 \text{ toN}} \left( \frac{S_{final}^{i}}{S_{initial}^{i}} \right)$$

Where:

"i" means each Security in the Basket, 1 to 2.

"N" means the total number of Securities in the Basket, 2.

"S<sup>i</sup>final" means, in respect of a Security<sub>i</sub> and the Valuation Date, the Final Price (as defined in paragraph 30(vii) below) of such Security.

"Sinitial" means, in respect of a Security, the Initial Price (as defined in paragraph 30(v) below) of such Security.

(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 30(x), 30(xi), and 30(xiv) below

(iv) Minimum Final Redemption Amount:

Not applicable

(v) Maximum Final Redemption Amount:

Not applicable

19. Instalment Notes: (Condition 7(a))

Not applicable

20. Early Redemption:

(i) Early Redemption Amount (upon redemption for taxation reasons or illegality):

(Condition 7(b)) or 7(f))

Fair Market Value

(ii) Early Redemption Amount (upon redemption following an Event of Default):

(Condition 11)

(iii) Early Redemption Amount (upon redemption following an FX Disruption Event or a Benchmark Trigger Event): (Condition 9(e)(Y) or 15A)

(iv) Other redemption provisions: Not applicable

### GENERAL PROVISIONS APPLICABLE TO THE NOTES

21. Form of Notes: Bearer Notes

(Condition 2(a))

22. New Global Note: No

23. If is sued in bearer form: Applicable

(i) Initially represented by a Temporary Global Note Global Note or Permanent Global Note:

(ii) Temporary Global Note exchangeable for Permanent Global Note and/or Definitive Notes: (Condition 2(a))

Yes. Temporary Global Note exchangeable for a Permanent Global Note which is exchangeable for Definitive Notes only in 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:

Notes:

(iv) Coupons to be attached to Definitive Yes

- (v) Talons for future Coupons to be No attached to Definitive Notes:
- 24. Exchange Date for exchange of Temporary Not earlier than 40 days after the Issue Date Global Note:

Yes

25. If is sued in registered form: Not applicable

Payments: (Condition 9)

(i) Relevant Financial Centre Day: Zurich

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

(iii) Conversion provisions: Not applicable

(iv) Underlying Currency Pair Not applicable provisions:

(v) Price Source Disruption: Not applicable

(vi) EM Price Source Disruption: Not applicable

(iv) LBMA Physical Settlement

provisions:

Not applicable

(viii) Physical Settlement provisions: Not applicable

27. Redenomination: Not applicable

(Condition 10)

28. Other terms: Not applicable

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

29. Physical Delivery: Not applicable

30. Provisions for Equity-Linked Notes: Applicable

(i) Security(ies): Each Security comprising the basket (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 systems pecified as such in Annex 1

(iv) Related Exchange(s): All Exchanges

(v) Initial Price: With respect to each Security, the price specified as such

in Annex 1 (which will be determined by the Calculation Agent as of the Valuation Time on the relevant Exchange

on the Strike Date)\*

(vi) Strike Date: 13 January 2023

(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))

Condition 21(a) applies

 additional Potential Adjustment Event (for purposes of paragraph (viii)

purposes of paragraph (viii) of the definition thereof)

Not applicable

(x) Extraordinary Event: Condition 21(g)(ii) applies

Conversion: (xi) Condition 21(g)(iii) does not apply (for Notes relating to Government Bonds and debt securities only) (xii) Correction of prices: Condition 21(g)(iv) applies (xiii) China Connect Underlying: No Additional Disruption Event: The following Additional Disruption Events apply: (xiv) Change in Law, Hedging Disruption, Increased Cost of Hedging, Insolvency Filing Additional provisions for Equity-Linked Not applicable 31. Notes: Provisions for Index-Linked Notes: 32. Not applicable Valuation Date(s): 15 April 2024 33. Specified Maximum Number of The definition in Condition 21(a) applies Disrupted Days: Number of local banking days for the purpose of postponing Disrupted Day Related Payment Dates pursuant to Condition 21(e): Valuation Time: The definition in Condition 21(a) applies 34. 35. Averaging Dates: Not applicable Other terms or special conditions relating to Not applicable 36. Index-Linked Notes or Equity-Linked Notes: DISTRIBUTION If syndicated, names of Relevant Not applicable 37. (i) Dealer(s): (ii) If syndicated, names of other Not applicable Dealers (if any): Prohibition of Sales to EEA Retail Investors: Not applicable 38. Prohibition of Sales to UK Retail Investors: Not applicable 39. Selling restrictions: 40. 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). 40-day Distribution Compliance Period: Not applicable

offer

The offer is addressed to investors who will acquire Notes

for a consideration of at least EUR100,000 (or equivalent

amount in another currency) per investor for each separate

41.

Exemption(s) from requirements under

Regulation (EU) 2017/1129 (as amended,

the "EU Prospectus Regulation"):

42. Exemption(s) from requirements under Regulation (EU) 2017/1129 as it forms part of domestic law by virtue of the EUW A (the "UK Prospectus Regulation"):

The offer is addressed to investors who will acquire Notes for a consideration of at least EUR100,000 (or equivalent amount in another currency) per investor for each separate offer

43. Additional U.S. federal income tax considerations:

The Notes are not Section 871(m) Notes for the purpose of Section 871(m).

44. Additional selling restrictions:

Not applicable

# CONFIRMED

# **HSBCBANK PLC**

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Balag	ee Swaminathan					
Ву:	Auth	orised	 Signat	tory	 	
Date:					 	

### PART B - OTHER INFORMATION

#### LISTING 1.

Not applicable (i) Listing:

(ii) Admission to trading: Not applicable

(iii) Estimated total expenses of Not applicable

admission to trading:

#### 2. **RATINGS**

The Notes are not rated Ratings:

# **OPERATIONAL INFORMATION**

ISIN Code: XS2575167502 3.

Common Code: 257516750 4.

CUSIP: 5. Not applicable

Valoren Number: 121541895 6.

7. SEDOL: Not applicable

WKN: 8. Not applicable

Other identifier / code: Not applicable 9.

Barrier Reverse Convertible (1230) - Callable 10. Type:

Level of capital protection, where 11.

applicable.

Not applicable.

Additional information the 12. on underlying(s) for Notes on equity or debt

securities, where applicable

Not applicable

13. Additional information on the underlying(s) for Notes on collective

investment schemes, where applicable

Not applicable

14. Additional Information on the underlying(s) for Notes on indices, where applicable:

Not applicable

Additional information the 15. on underlying(s) for Notes on baskets of underlying(s), where applicable:

Securities					
1	RWEAG(BloombergTicker:RWEGY)				
2	E.ON SE (Bloomberg Ticker: EOAN GY)				

The Initial Price of the Securities is specified in Annex 1. Each Security has equal weighting in the Basket and the performance of the Notes will be determined by the worst performing amongst them.

16. Intended to be held in a manner which would allow Eurosystemeligibility:

Not applicable

17. Any clearing system(s) other than Euroclear and Clearstream, Luxembourg and the relevant identification number(s):

None

18. Delivery:

Delivery against payment

19. Settlement procedures:

Medium Term Note

20. Additional Paying Agent(s) (if any):

None

21. Common Depository:

HSBC Bank plc

22. Calculation Agent:

HSBC Bank plc

### TERMS AND CONDITIONS OF THE OFFER

23. Offer Price:

Issue Price

24. Total amount of the is sue/offer:

Up to 5,000 Notes\* will be is sued and the criterion/condition for determining the final amount of Notes will be investor demand. A copy of these Final Terms will be published and filed with SIX Exchange Regulation AG. The public offer of the Notes is permitted in Switzerland.

25. The time period, including any possible amendments, during which the offer will

be open:

The period from, and including, 9amin Zurich on 9 January 2023 to, and including, 5pm in Zurich on 13 January 2023 (the "**Offer Period**"). The Issuer reserves the right for any reason to close the time period early

26. Conditions to which the offer is subject:

The Issuer may close the Offer Period prior to 13 January 2023 if the Notes are fully subscribed before such date.

27. Description of the application process:

A prospective investor should contact CREDIT SUISSE AG, ZURICH during the Offer Period. An investor will subscribe for the Notes in accordance with the arrangements existing between CREDIT SUISSE AG, ZURICH and its customer relating to the subscription of securities generally and not directly with the Issuer.

Persons interested in purchasing Notes should contact their financial adviser. If an investor wishes to purchase Notes, such investor should (a) be aware that sales in the relevant jurisdiction may not be permitted; and (b) contact its financial adviser, bank or financial intermediary for more information.

28. Details of the minimum and/or maximum amount of application:

Minimum of CHF 1,000, except for distribution in the European Economic Area or the United Kingdom where the offer is only addressed to investors who will acquire at least EUR 100,000 (or equivalent amount in another currency) per investor for each separate offer.

29. Details of the method and time limits for paying up and delivering of the securities:

Investors will be notified by CREDIT SUISSE AG, ZURICH of their allocations of Notes and the settlement arrangements in respect thereof. The Notes will be is sued on the Is sue Date on a delivery versus payment basis.

Procedure for exercise of any right of preemption, negotiability of subscription rights and treatment of subscription rights 30. not exercised:

Amount of any expenses and taxes specifically charged to the subscriber or purchaser: 31.

# ANNEX 1

 $(This\,annex\,forms\,part\,of\,the\,Final\,Terms\,to\,which\,it\,is\,attached)$ 

"i"	Securities	Bloomberg Ticker	Underlying Company	ISIN Code	Exchange	Initial Price
1	RWE CL A	RWE GY	RWE AG	DE0007037129	Xetra	EUR []*
2	E.ON AG	EOAN GY	E.ON SE	DE000ENA G999	Xetra	EUR []*

<sup>&</sup>quot;Securities" means either (i) 'Ordinary shares of'; or (ii) 'Preference shares of' each Underlying Company as the case may be.

 $\underline{\textbf{ANNEX 2}}$  (This annex forms part of the Final Terms to which it is attached)

" <b>j</b> "	Optional Redemption Call Date <sub>j</sub>	Optional Redemption Rate <sub>j</sub>	Optional Redemption Date <sub>j</sub>	Rate of Interest* <sub>j</sub>	Fixed Interest Payment Date <sub>j</sub>
1	-	-	-	0.875%	20 February 2023
2	-	-	•	0.875%	20 March 2023
3	-	-	•	0.875%	20 April 2023
4	-	-	-	0.875%	23 May 2023
5	-	-	•	0.875%	20 June 2023
6	13 July 2023	100.00%	20 July 2023	0.875%	20 July 2023
7	14 August 2023	100.00%	21 August 2023	0.875%	21 August 2023
8	13 September 2023	100.00%	20 September 2023	0.875%	20 September 2023
9	13 October 2023	100.00%	20 October 2023	0.875%	20 October 2023
10	13 November 2023	100.00%	20 November 2023	0.875%	20 November 2023
11	13 December 2023	100.00%	20 December 2023	0.875%	20 December 2023
12	15 January 2024	100.00%	22 January 2024	0.875%	22 January 2024
13	13 February 2024	100.00%	20 February 2024	0.875%	20 February 2024
14	13 March 2024	100.00%	20 March 2024	0.875%	20 March 2024
15	-	<del>-</del>	-	0.875%	22 April 2024