

PRICING SUPPLEMENT

Pricing Supplement dated 1 February 2017

HSBC Bank plc

Programme for the issue of Notes and Warrants

Issue of EUR 1,120,000 Variable Coupon Automatic Early Redemption
Equity-Linked Notes due February 2024 linked to a Basket of Securities

PART A - CONTRACTUAL TERMS

This document constitutes the pricing supplement (the “**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 10 June 2016 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', '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 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).

As of the Issue Date, the Issuer has not prepared a key information document in relation to the Notes in accordance with Regulation (EU) No 1286/2014 of the European Parliament and of the Council of 26 November 2014 on key information documents for packaged retail and insurance-based investment products (PRIIPs).

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.

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| 1. | Issuer: | HSBC Bank plc |
| 2. | Tranche Number: | 1 |

3. **Currency:**
 - (i) Denomination Currency: Euro (EUR)
 - (ii) Settlement Currency: EUR
4. **Aggregate Principal Amount of Notes:**
 - (a) Series: EUR 1,120,000
 - (b) Tranche: EUR 1,120,000
5. **Issue Price:** **100** 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: 2 February 2017
 - (ii) Interest Commencement Date: The Issue Date
 - (iii) Trade Date: 19 January 2017
8. **Maturity Date:** 2 February 2024, subject to early redemption on an Automatic Early Redemption Date (see paragraph 34 below) and adjusted in accordance with the Modified Following Business Day Convention and any applicable Business Centres for the definition of Business Day
(Condition 7(a))
9. **Change of Interest Basis or Redemption basis:** Not applicable

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

10. **Fixed Rate Note Provisions:** Not Applicable
(Condition 5)
11. **Floating Rate Note provisions:** Not applicable
(Condition 5)
12. **Zero Coupon Note provisions:** Not applicable
(Condition 6)
13. **Equity-Linked/Index-Linked Interest Note/ other variable-linked interest Note provisions** Applicable
 - (i) Index/Formula/other variable: The Basket of Securities as defined in paragraph 28(i) below.

- (ii) Provisions for determining interest where calculated by reference to Equity/ 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 34 and Annex 2 below), WO_j is greater than or equal to 75.0000 per cent., the Variable Coupon (the "Coupon_j" payable on the immediately succeeding Variable Coupon Interest Payment Date_j shall be an amount in the Settlement Currency determined by the Calculation Agent in accordance with the following formula:

$$\text{Coupon}_j = i \times y \% - \sum_{k=0}^{j-1} \text{Coupon}_k$$

Otherwise, no coupon will be paid.

(b) if the Calculation Agent determines that, on the Valuation Date (as defined in paragraph 31 below), WO_{final} is greater than or equal to 75.0000 per cent., the Variable Coupon (the "Coupon_{j=28}" payable on the Maturity Date shall be an amount in the Settlement Currency determined by the Calculation Agent in accordance with the following formula:

$$\text{Coupon}_{j=28} = 28 \times y \% - \sum_{k=0}^{28-1} \text{Coupon}_k$$

Where:

"y" equals 2.0000%

"i" means, for 1 to 28, each a Variable Amount Payable Payment Date_j (as defined in paragraph 18(g) below).

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

Otherwise, no Variable Coupon will be paid.

Where:

"**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:

$$\text{Min}_i = 1 \text{ to } 2 \left(\frac{S_J^i}{S_0^i} \right)$$

Where:

"**S_Jⁱ**" 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.

"**S₀ⁱ**" means, in respect of a Security (Security_i), the Initial Price (as defined in Condition 28(v) below) of such Security_i.

(iii) Provisions for determining interest 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) and 28(xiii) below
(vi) Interest or Calculation Period(s):	Not applicable
(v) Interest Payment Date(s):	Each date specified as such in Annex 2 (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 and adjusted in accordance with Business Day Convention and any applicable Business Centres for the definition of Business Day
(vi) Business Day Convention	Modified Following Business Day
(vii) Business Centre:	TARGET
(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):** Not applicable
(Condition 7.(c))
15. **Noteholders optional redemption (Put Option):** Not applicable
(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
- (i) Index/Formula/other variable: The Basket of Securities as defined in paragraph 30 (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 90 per cent, the Issuer shall redeem the Notes on the Maturity Date at 100.00 per cent. of par; or**
- **WO_{final} is less than 90 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 lower than 90 per cent., and a Trigger Event has occurred with respect to one or more of the Securities,** 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:
- $\text{Calculation Amount} \times \text{WO}_{\text{final}} / 100.0000\%$
- 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 **less** than the Trigger Price.
- "Trigger Price"** means with respect to a Security, the price specified as such in the Annex(es) 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:

$$\text{Min}_i = 1 \text{ to } 2 \left(\frac{S_{\text{Final}}^i}{S_0^i} \right)$$

Where:

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

" S_{Final}^i " 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.

" S_0^i " means, in respect of a Security (Security_i), the Initial Price (as defined in Condition 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, 100.0000% of the Initial Price of such Security.

"**Strike**" means 100.0000%.

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| (iii) | Provisions for determining the 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: | 100.00% of the nominal amount |

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| 18. | Instalment Notes:
(Condition 7(a)) | Not applicable |
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| 19. | Early Redemption Amount: | Applicable |
| | (i) Early Redemption Amount (upon redemption for taxation reasons, illegality or following an Event of Default):
(Conditions 7(b), 7(h) or 11) | Fair Market Value |
| | (ii) Other redemption provisions:
(Condition 7(i)) | Fair Market Value |

GENERAL PROVISIONS APPLICABLE TO THE NOTES

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| 20. | Form of Notes:
(Condition 2(a)) | Bearer Notes |
| 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:

(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 in 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: | TARGET |

	(ii) Payment of Alternative Payment Currency Equivalent:	Not applicable
	(iii) Conversion provisions:	Not applicable
	(iv) Underlying Currency Pair provisions:	Not applicable
	(v) Price Source Disruption:	Not applicable
25.	Redenomination: (Condition 10)	Not applicable
26.	Other Terms:	See Annexes

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

27.	Physical Delivery (for Equity-Linked Notes only):	Not applicable
28.	Provisions for Equity-Linked Notes:	Applicable
	(i) Securities	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
	(iv) Related Exchanges(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 January 2017
	(vii) Final Price:	As defined in Condition 22(a)
	(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))	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, Failure to Deliver, Hedging Disruption, Increased Cost of Hedging
29.	Additional Provisions for Equity-Linked Notes:	Not applicable
30.	Index-Linked Interest Note and other variable-linked interest Note provisions:	Not applicable
31.	Valuation Date(s):	19 January 2024, subject to postponement in accordance with Condition 22(e)
	(i) Specified Maximum Number of Disrupted Days:	Not applicable
	(ii) Number of local banking days for the purpose of postponing Disrupted Day Related Payment Dates pursuant to Condition 22(e):	3
32.	Valuation Time:	The definition in Condition 22(a) applies
33.	Averaging Dates:	Not applicable
34.	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:

Applicable:

If " 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 determined by the Calculation Agent in accordance with the following formula:

$$\text{Min}_i = 1 \text{ to } 2 \left(\frac{S_J^i}{S_0^i} \right)$$

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.

" S_0^i " means, in respect of a Security (Security_i), the InitialPrice of such Security.

-Automatic Early Redemption Valuation Date(s):

Each date specified as such in Annex 2 ("**j**" ranking from 1 to 27) (each an "**Automatic Early Redemption Valuation Date_j**").

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:

Each price specified as such in the Annex 2, (each an "**Automatic Early Redemption Price_j**"), ("**j**" ranking from 1 to 27)

- Automatic Early Redemption
Date(s):

Each date specified as such in Annex 2 ("j"
ranking from 1 to 27) (each an "**Automatic Early
Redemption Date**"), subject to adjustment in
accordance with the Modified Following Business
Day Convention

- Automatic Early Redemption Amount: See the Annex(es)

DISTRIBUTION:

- | | | |
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| 35. | (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 |
| 36. | 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 2003/71/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 |
| | Additional U.S. federal income tax considerations: | The Notes are not Section 871(m) Notes for the purpose of Section 871(m). |

CONFIRMED

Signed on behalf of HSBC Bank plc:



L Barrett

By: -----

Authorised Signatory

Date: -----

PART B - OTHER INFORMATION

1. LISTING

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| (i) | Listing | Application has been made to admit the Notes to listing on the Official List of Irish Stock Exchange. No assurance will 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 will be given as to whether or not, or when, such application will be granted |

2. RATINGS

Ratings:	The Notes are not rated.
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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

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| (i) | Reasons for the offer | Not applicable |
| (ii) | Estimated net proceeds: | Not applicable |
| (iii) | Estimated total expenses: | Not applicable |

5. YIELD

Indication of Yield:	Not applicable
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6. PERFORMANCE OF INDEX/FORMULA/OTHER VARIABLE, AND OTHER INFORMATION CONCERNING THE UNDERLYING

Details of the past and future performance and volatility of the Securities can be obtained from *Bloomberg*.

OPERATIONAL INFORMATION

- | | | |
|-----|-----------------|----------------|
| 7. | ISIN Code: | XS1555712501 |
| 8. | Common Code: | 155571250 |
| 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.	ERISA Considerations:	ERISA Prohibited

ANNEX 1

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

Information in relation to underlying Securities

"i"	Securities*	ADR/ GDR Issuer	Underlying company	Bloomberg Code	Exchange	Related Exchange	Initial Price	Trigger Price
1	Ordinary Shares of AIRBUS GROUP SE	x	AIRBUS GROUP SE	AIR FP	Euronext Paris	All Exchanges	EUR 65.25	70.0000% of the Initial Price
2	Ordinary Shares of KONINKLIJKE PHILIPS ELECTRON	x	KONINKLIJKE PHILIPS ELECTRON	PHIA NA	Euronext Amsterdam	All Exchanges	EUR 28.5	70.0000% of the Initial Price

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

ANNEX 2

(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	19 Apr 2017	4 May 2017	4 May 2017	90.00%	100.00%
2	19 Jul 2017	2 Aug 2017	2 Aug 2017	90.00%	100.00%
3	19 Oct 2017	2 Nov 2017	2 Nov 2017	90.00%	100.00%
4	19 Jan 2018	2 Feb 2018	2 Feb 2018	90.00%	100.00%
5	19 Apr 2018	4 May 2018	4 May 2018	90.00%	100.00%
6	19 Jul 2018	2 Aug 2018	2 Aug 2018	90.00%	100.00%
7	19 Oct 2018	2 Nov 2018	2 Nov 2018	90.00%	100.00%
8	21 Jan 2019	4 Feb 2019	4 Feb 2019	90.00%	100.00%
9	23 Apr 2019	8 May 2019	8 May 2019	90.00%	100.00%
10	19 Jul 2019	2 Aug 2019	2 Aug 2019	90.00%	100.00%
11	21 Oct 2019	4 Nov 2019	4 Nov 2019	90.00%	100.00%
12	20 Jan 2020	3 Feb 2020	3 Feb 2020	90.00%	100.00%
13	20 Apr 2020	5 May 2020	5 May 2020	90.00%	100.00%
14	20 Jul 2020	3 Aug 2020	3 Aug 2020	90.00%	100.00%
15	19 Oct 2020	2 Nov 2020	2 Nov 2020	90.00%	100.00%
16	19 Jan 2021	2 Feb 2021	2 Feb 2021	90.00%	100.00%
17	19 Apr 2021	3 May 2021	3 May 2021	90.00%	100.00%
18	19 Jul 2021	2 Aug 2021	2 Aug 2021	90.00%	100.00%
19	19 Oct 2021	2 Nov 2021	2 Nov 2021	90.00%	100.00%
20	19 Jan 2022	2 Feb 2022	2 Feb 2022	90.00%	100.00%
21	19 Apr 2022	3 May 2022	3 May 2022	90.00%	100.00%
22	19 Jul 2022	2 Aug 2022	2 Aug 2022	90.00%	100.00%
23	19 Oct 2022	2 Nov 2022	2 Nov 2022	90.00%	100.00%
24	19 Jan 2023	2 Feb 2023	2 Feb 2023	90.00%	100.00%
25	19 Apr 2023	4 May 2023	4 May 2023	90.00%	100.00%
26	19 Jul 2023	2 Aug 2023	2 Aug 2023	90.00%	100.00%
27	19 Oct 2023	2 Nov 2023	2 Nov 2023	90.00%	100.00%
28	None	None	The Maturity Date	None	None

*Subject to postponement in accordance with Condition 22(e)

