

PRICING SUPPLEMENT

Pricing Supplement dated 28 March 2019

HSBC Bank plc

Programme for the Issuance of Notes and Warrants

Issue of GBP 11,194,010 Variable Coupon Automatic Early Redemption Index-Linked Notes due March 2025 linked to a Basket of Indices

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 plc trading as Euronext Dublin ("**Euronext Dublin**") and must be read in conjunction with the offering memorandum dated 06 June 2018 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, including the Terms and Conditions of the Equity Linked Notes, and Index Linked 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, United Kingdom and www.hsbc.com (please follow the links to 'Investor relations', 'Fixed income investors', '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 not to be admitted to listing or trading on any regulated market for the purposes of Directive 2014/65/EU, as amended 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).

PRIIPs REGULATION - PROHIBITION OF SALES TO EEA RETAIL INVESTORS – The Notes are not intended to be offered, sold or otherwise made available to and should not be offered, sold or otherwise made available to any retail investor in the European Economic Area ("EEA"). For these purposes, a retail investor means a person who is one (or more) of: (i) a retail client as defined in point (11) of Article 4(1) of Directive 2014/65/EU, as amended ("MiFID II"); (ii) a customer within the meaning of Directive 2002/92/EC ("IMD"), where that customer would not qualify as a professional client as defined in point (10) of Article 4(1) of MiFID II; or (iii) not a qualified investor as defined in the Prospectus Directive. Consequently no key information document required by Regulation (EU) No 1286/2014 (the "PRIIPs Regulation") for offering or selling the Notes or otherwise making them available to retail investors in the EEA has been prepared and therefore offering or selling the Notes or otherwise making them available to any retail investor in the EEA may be unlawful under the PRIIPs Regulation.

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:	Great British Pounds (" GBP ")
	(ii) Denomination Currency:	GBP
4	Aggregate Principal Amount of Notes:	
	(i) Series:	GBP 11,194,010
	(ii) Tranche:	GBP 11,194,010
5	Issue Price:	100 per cent. of the Aggregate Principal Amount
6	(i) Denomination(s): (<i>Condition 2</i>)	GBP 1
	(ii) Calculation Amount:	The Denomination
	(iii) Aggregate Outstanding Nominal Amount Rounding	Not applicable
7	(i) Issue Date:	29 March 2019
	(ii) Interest Commencement Date:	Issue Date
	(iii) Trade Date:	14 March 2019
8	Maturity Date: (<i>Condition 7(a)</i>)	28 March 2025 adjusted in accordance with Following Business Day Convention, subject to early redemption on an Automatic Early Redemption Date (see paragraph 35 below).
9	Change of interest or redemption basis:	Not applicable

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

10	Fixed Rate Note provisions: (<i>Condition 4</i>)	Not applicable
11	Floating Rate Note provisions: (<i>Condition 5</i>)	Not applicable
12	Zero Coupon Note provisions: (<i>Condition 6</i>)	Not applicable
13	Equity-/ Index-Linked Interest Note and other variable-linked interest Note provisions:	Applicable
	(i) Index/formula/other variable:	The Basket of Indices as defined in the paragraph 31(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 a Coupon Valuation Date_j (as defined in Annex 2 below), WO_j is greater than or equal to 65 per cent., the amount of interest payable on the immediately succeeding Variable Coupon Interest Payment Date_j shall be an amount in the Settlement Currency (the "**Variable Coupon Amount**") equal to the product of the Calculation Amount and 2.80 per cent.

Otherwise, no coupon will be paid.

(b) if the Calculation Agent determines that, on the Valuation Date (as defined in paragraph 32 below), WO_{final} is greater than or equal to 65 per cent., the amount of interest payable on the Maturity Date shall be an amount in the Settlement Currency (the "**Variable Coupon Amount**") equal to the product of the Calculation Amount and 2.80 per cent.

Otherwise, no coupon will be paid.

Where:

"WO_j" means the lowest performance (expressed as a percentage) among the Indices 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 Index (Index_i) and an Automatic Early Redemption Valuation Date_j, the level of such Index_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 Index (Index_i), the Initial Index Level (as defined in paragraph 31(v) below) of such Index_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 31(x) and 31(xi) 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 "), adjusted in accordance with Business Day Convention
(vi) Business Day Convention:	Following
(vii) Business Centre(s):	New York
(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): (Condition 7(c))	Not applicable
15	Noteholder's optional redemption (Put Option): (Condition 7(d))	Not applicable
16	Final Redemption Amount of each Note: (Condition 7(a))	See paragraph 17 below
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 Indices as defined in paragraph 31(i) below
	(ii) Provisions for determining Final Redemption Amount where calculated by reference to Equity/ Index and/or formula and/or other variable:	<p>Unless previously redeemed or purchased and cancelled, if, on the Valuation Date, the Calculation Agent determines that :</p> <ul style="list-style-type: none"> - 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; - WO_{final} is less than 100 per cent. and a Trigger Event has not occurred with respect to any of the Indices, the Issuer shall redeem the Notes on the Maturity Date at 100 per cent. of par; or - WO_{final} is less than 100 per cent and a Trigger Event has occurred with respect to one or more of the Indices, 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:

Calculation Amount x WO_{final} /Strike

Where:

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

"Trigger Level" means, with respect to an Index, the level specified as such in Annex 1 with respect to such Index.

" WO_{final} " means, in respect of the Valuation Date, the lowest performance (expressed as a percentage) among the Indices 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 Index in the basket, 1 to 2.

" S_{Final}^i " means, in respect of an Index (Index_i) and the Valuation Date, the Final Index Level (as defined in paragraph 31(vii) below) of such Index_i .

" S_0^i " means, in respect of an Index (Index_i), the Initial Index Level (as defined in paragraph 31(v) below) of such Index_i .

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

"Worst Performing Index" means the Index for which the performance is the lowest in accordance with the definition of WO_{final} .

"Strike Level" means in respect of an Index, 100% of the Initial Index Level of such Index.

"Strike" means 100%

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|-------|---|--|
| (iii) | Provisions for determining Final Redemption Amount where calculation by reference to Equity/ Index and/or Formula and/or other variable is impossible | See adjustment provisions specified in paragraphs 31(x) and 31(xi) below |
|-------|---|--|

	or impracticable or otherwise disrupted:	
	(iv) Minimum Final Redemption Amount:	Not applicable
	(v) Maximum Final Redemption Amount:	100 per cent. of the nominal amount
18	Instalment Notes: (<i>Condition 7(a)</i>)	Not applicable
19	Early Redemption:	Applicable
	(i) Early Redemption Amount (upon redemption for taxation reasons or illegality): (<i>Conditions 7(b) or 7(f)</i>)	Fair Market Value
	(ii) Early Redemption Amount (upon redemption following an Event of Default): (<i>Condition 11</i>)	Fair Market Value
	(iii) Other redemption provisions:	Not applicable

GENERAL PROVISIONS APPLICABLE TO THE NOTES

20	Form of Notes: (<i>Condition 2(a)</i>)	Registered Notes
21	New Global Note:	No
22	If issued in bearer form:	Not applicable
23	Exchange Date for exchange of Temporary Global Note:	Not Applicable
24	If issued in registered form:	Applicable
	(i) Initially represented by:	Regulation S Global Registered Note
	(ii) Regulation S Global Registered Note exchangeable at the option of the Issuer in circumstances where the Issuer would suffer a material disadvantage following a change of law or regulation:	No. Paragraph (d) of the Regulation S Global Registered Note does not apply. The Issuer may not elect to exchange a Regulation S Global Registered Note for Regulation S Definitive Registered Notes in the circumstances described in paragraph (d) of the Regulation S Global Registered Note
25	Payments: (<i>Condition 9</i>)	

	(i) Relevant Financial Centre Day:	London
	(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
	(vi) EM Price Source Disruption:	Not applicable
	(vii) LBMA Physical Settlement provisions:	Not applicable
26	Redenomination: (Condition 10)	Not applicable
27	Other terms:	See Annexes

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

28	Physical Delivery:	Not applicable
29	Provisions for Equity-Linked Notes:	Not applicable
30	Additional provisions for Equity-Linked Notes:	Not applicable
31	Provisions for Index-Linked Notes:	Applicable
	(i) Index(ices):	The indices comprising the basket specified in Annex 1 below
	(ii) Index Sponsor:	With respect to each Index, the entity specified as such in respect of such Index in Annex 1
	(iii) Index Rules:	Not applicable
	(iv) Exchange(s):	With respect to each Index, each exchange or quotation system specified as such in respect of such Index in Annex 1
	(v) Related Exchange(s):	With respect to each Index, each exchange or quotation system specified as such in respect of such Index in Annex 1
	(vi) Initial Index Level:	See Annex 1
	(vii) Final Index Level:	The definition in Condition 22(a) applies

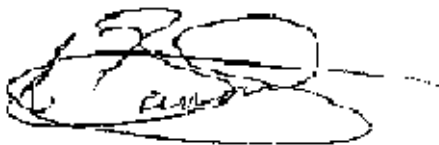
	(viii)	Strike Date:	14 March 2019
	(ix)	Reference Level:	Not applicable
	(x)	Adjustments to Indices:	Condition 22(f) applies
	(xi)	China Connect Underlying:	No
	(xii)	Additional Disruption Event:	The following Additional Disruption Events apply: Change in Law, Hedging Disruption, Increased Cost of Hedging
	(xiii)	Index Substitution:	Not applicable
	(xiv)	Alternative Pre-nominated Index:	Not applicable
32		Valuation Date(s):	14 March 2025, subject to postponement in accordance with Condition 22(e)
	(i)	Specified Maximum Number of Disrupted Days:	The definition in Condition 22(a) applies
	(ii)	Number of local banking days for the purpose of postponing Disrupted Day Related Payment Dates pursuant to Condition 22(e):	3
33		Valuation Time:	The definition in Condition 22(a) applies.
34		Averaging 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)	Automatic Early Redemption Event:	Applicable
	-	Automatic Early Redemption Valuation Date(s):	If WOj (as defined in paragraph 13(ii) above) is greater than or equal to the Automatic Early Redemption Level as of any Automatic Early Redemption Valuation Datej
	-	Automatic Early Redemption Valuation Date:	Each date specified as such in Annex 2 ("j" ranking 4,6,8 and 10 (each an " Automatic Early Redemption Valuation Datej "). 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 Redemption Date(s):	Early	Each date specified as such in the Annex 2 (each an " Automatic Early Redemption Date_j ") ("j" ranking 4,6,8 and 10) subject to adjustment in accordance with the Business Day Convention
- Automatic Redemption Price(s):	Early	Each level specified as such in the Annex 2 (each an " Automatic Early Redemption Level_j ") ("j" ranking 4,6,8 and 10)
- Automatic Redemption Amount:	Early	Each amount specified as such in Annex 2 (" j " ranking 4,6,8 and 10) (each an " Automatic Early Redemption Amount_j "),
- Accrued interest payable on Automatic Early Redemption Date:	Yes	
(iv) Interest Adjustment:	Not applicable	

DISTRIBUTION

36	(i) If syndicated, names of Relevant Dealer(s):	Not applicable
	(ii) If syndicated, names of other Dealers (if any):	Not applicable
37	Prohibition of Sales to EEA Retail Investors:	Applicable
38	Selling restrictions:	Not applicable
	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
	Exemption(s) from requirements under Directive 2003/71/EC (as amended) (the " Prospectus Directive ");	The offer is addressed solely to qualified investors (as such term is defined in the Prospectus Directive).
39	Additional selling restrictions:	Not applicable
40	Additional U.S. federal income tax considerations:	The Notes are not Section 871(m) Notes for the purpose of Section 871(m).

CONFIRMED
HSBC BANK PLC

A handwritten signature in black ink, appearing to be 'Paul', written over a circular stamp or seal.

By: -----
Authorised Signatory

Date: -----

PART B - OTHER INFORMATION

1 LISTING

- (i) Listing: Application will be made to admit the Notes to listing on the Official List of Euronext Dublin on or around the Issue Date. No assurance can to 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 to be given as to whether or not, or when, such application will be granted.
- (iii) Estimated total expenses of EUR 800 admission to trading:

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 Dealer(s) (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 Dealer(s), and [its] [their] affiliates have engaged, and may in 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 PERFORMANCE OF INDEX/FORMULA/OTHER VARIABLE, AND OTHER INFORMATION CONCERNING THE UNDERLYING

details of past and future performance and volatility of the Indices can be obtained from SPX, UKX.

OPERATIONAL INFORMATION

- 5 ISIN Code: GB00BJ320D81
- 6 Common Code: 197492724
- 7 CUSIP: Not applicable
- 8 Valoren Number: Not applicable
- 9 SEDOL: BJ320D8
- 10 WKN: Not applicable

11	Other identifier / code:	Not applicable
12	Intended to be held in a manner which would allow Eurosystem eligibility:	Not applicable
13	Any clearing system(s) other than Euroclear and Clearstream, Luxembourg and the relevant identification number(s):	CREST Account 7451
14	Delivery:	Delivery against payment
15	Settlement procedures:	Medium Term Note
16	Additional Paying Agent(s) (if any):	Computershare Investor Services plc
17	Common Depositary:	Not applicable
18	Calculation Agent:	HSBC Bank plc
19	ERISA Considerations:	ERISA Prohibited

ANNEX 1

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

Information in relation to underlying Indices

"i"	Indices	Bloomberg	Index Sponsor	Exchange	Related Exchange	Initial Index Level	Trigger Level
1	S&P 500	SPX	Standard & Poor's Corporation	The regulated markets or quotation systems (or any substituting market or system) on which the shares which compose the Index are mainly traded	All Exchanges	2808.48	1685.088
2	FTSE 100	UKX	FTSE International Limited	London Stock Exchange	All Exchanges	7185.43	4311.258

ANNEX 2

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

"j"	Automatic Early Redemption Valuation Date_j	Automatic Early Redemption Date_j	Automatic Early Redemption Level_j	Automatic Early Redemption Amount_j	Coupon Valuation Date_j	Variable Coupon Interest Payment Date_j
1	None	None	None	None	16 Sep 2019	30 Sep 2019
2	None	None	None	None	16 Mar 2020	30 Mar 2020
3	None	None	None	None	14 Sep 2020	28 Sep 2020
4	15 Mar 2021*	29 Mar 2021	100.00%	100.00%	15 Mar 2021	29 Mar 2021
5	None	None	None	None	14 Sep 2021	28 Sep 2021
6	14 Mar 2022*	28 Mar 2022	100.00%	100.00%	14 Mar 2022	28 Mar 2022
7	None	None	None	None	14 Sep 2022	28 Sep 2022
8	14 Mar 2023*	28 Mar 2023	100.00%	100.00%	14 Mar 2023	28 Mar 2023
9	None	None	None	None	14 Sep 2023	28 Sep 2023
10	14 Mar 2024*	28 Mar 2024	100.00%	100.00%	14 Mar 2024	28 Mar 2024
11	None	None	None	None	16 Sep 2024	30 Sep 2024
12	None	None	None	None	14 Mar 2025	The Maturity Date

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

ANNEX [3]

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

Index Disclaimers

STATEMENTS REGARDING THE FTSE® 100 INDEX

The Notes, Warrants and/or Certificates, as the case may be, (the "**Products**") have been developed solely by their respective issuers. The Products are not in any way connected to or sponsored, endorsed, sold or promoted by the London Stock Exchange Group plc and its group undertakings (collectively, the "**LSE Group**"). FTSE Russell is a trading name of certain of the LSE Group companies.

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