

## PRICING SUPPLEMENT

Pricing Supplement dated 28 May 2019

**HSBC Bank plc**

### **Programme for the Issuance of Notes and Warrants**

#### **Issue of RUB 79,130,000 Variable Coupon Equity-Linked Notes due June 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 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](http://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.**

<b>1</b>	Issuer:	HSBC Bank plc
<b>2</b>	Tranche number:	1
<b>3</b>	Currency:	
	(i) Denomination Currency:	Russian Ruble (" <b>RUB</b> ")
	(ii) Settlement Currency:	RUB
<b>4</b>	Aggregate Principal Amount of Notes:	
	(i) Series:	RUB 79,130,000
	(ii) Tranche:	RUB 79,130,000
<b>5</b>	Issue Price:	8.85 per cent. of the Aggregate Principal Amount
<b>6</b>	(i) Denomination(s): ( <i>Condition 2</i> )	RUB 1,000
	(ii) Calculation Amount:	The Denomination
	(iii) Aggregate Outstanding Nominal Amount Rounding:	Not applicable
<b>7</b>	(i) Issue Date:	29 May 2019
	(ii) Interest Commencement Date:	Issue Date
	(iii) Trade Date:	15 May 2019
<b>8</b>	Maturity Date: ( <i>Condition 7(a)</i> )	03 June 2024, adjusted in accordance with the Following Business Day Convention.
<b>9</b>	Change of interest or redemption basis:	Not applicable

**PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE**

<b>10</b>	Fixed Rate Note provisions: ( <i>Condition 4</i> )	Not applicable
<b>11</b>	Floating Rate Note provisions: ( <i>Condition 5</i> )	Not applicable
<b>12</b>	Zero Coupon Note provisions: ( <i>Condition 6</i> )	Not applicable
<b>13</b>	Equity/Index-Linked Interest Note and 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, if the Calculation Agent determines that, on an Observation Date<sub>j</sub> (see Annex 2),  $WO_j$  is greater than or equal to Coupon Barrier<sub>j</sub> (see Annex 2) the Variable Coupon (the "**Coupon<sub>j</sub>**") payable on the immediately succeeding Variable Coupon Interest Payment Date<sub>j</sub> shall be an amount in the Settlement Currency determined by the Calculation Agent in accordance with the following formula :

$$\text{Coupon}_j = j \times 8.50\% - \sum_{k=0}^{j-1} \text{Coupon}_k$$

Otherwise, no Variable Coupon shall be paid.

Where:

"**WO<sub>j</sub>**" means the lowest performance (expressed as a percentage) among the Securities as determined by the Calculation Agent in accordance with the following formula:

$$\text{Min}_{i=1 \text{ to } 6} \left( \frac{S_j^i}{S_0^i} \right)$$

Where:

"**S<sub>j</sub><sup>i</sup>**" means, in respect of a Security (Security<sub>i</sub>) the price of such Security<sub>i</sub> on the relevant Exchange at the Valuation Time on an **Observation Date<sub>j</sub>** as determined by the Calculation Agent.

"**S<sub>0</sub><sup>i</sup>**" means, in respect of a Security (Security<sub>i</sub>), the Initial Price (as defined in paragraph 28(v) below) of such Security<sub>i</sub>.

(iii) Provisions for determining interest where calculation by reference to Equity/Index and/or formula and/or other

See adjustment provisions specified in paragraphs 28(ix), 28(x), 28(xii) and 28(xiv) below.

variable is impossible or impracticable or otherwise disrupted:

- |   |  |
|---|--|
| (iv) Interest or calculation period(s): | Not applicable   |
| (v) Interest Payment Date(s):           | Each date specified as such in the Annex 2 (each a " <b>Variable Coupon Interest Payment Date</b> ") |
| (vi) Business Day Convention:           | Following  |
| (vii) Business Centre(s):               | Moscow   |
| (viii) Minimum Interest Rate:           | Not applicable   |
| (ix) Maximum Interest Rate:             | Not applicable   |
| (x) Day Count Fraction:                 | Not applicable   |

#### **PROVISIONS RELATING TO REDEMPTION**

- |           |  |  |
|-----------|--|--|
| <b>14</b> | Issuer's optional redemption (Call Option):<br>( <i>Condition 7(c)</i> )   | Not applicable   |
| <b>15</b> | Noteholder's optional redemption (Put Option):<br>( <i>Condition 7(d)</i> )  | Not applicable   |
| <b>16</b> | Final Redemption Amount of each Note:<br>( <i>Condition 7(a)</i> )   | See paragraph 17 below   |
| <b>17</b> | 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 28(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> <p>- <math>WO_{final}</math> is less than 90%, 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:</p> <p style="text-align: center;">Calculation Amount <math>\times</math> 0%</p> <p>- <math>WO_{final}</math> is greater than or equal to 90%, 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</p> |

Calculation Agent in accordance with the following formula:

Calculation Amount x

$$[42.50\% - \sum_{k=0}^4 \text{Coupon}_k]$$

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:

$$\text{Min}_{i=1 \text{ to } 6} \left( \frac{S_{\text{Final}}^i}{S_0^i} \right)$$

Where:

"i" means each Security in the basket, 1 to 5.

"S<sub>Final</sub><sup>i</sup>" 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>.

"S<sub>0</sub><sup>i</sup>" means, in respect of a Security (Security<sub>i</sub>), the Initial Price (as defined in paragraph 28(v) below) of such Security<sub>i</sub>.

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<sub>final</sub>.

- (iii) Provisions for determining Final Redemption Amount where calculation by reference to Equity / Index and/or Formula and/or other variable See adjustment provisions specified in paragraphs 28(ix), 28(x), 28(xii) and 28(xiv) below

	is impossible or impracticable or otherwise disrupted:	
	(iv) Minimum Final Redemption Amount:	Not applicable
	(v) Maximum Final Redemption Amount:	Not applicable
<b>18</b>	Instalment Notes: ( <i>Condition 7(a)</i> )	Not applicable
<b>19</b>	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**

<b>20</b>	Form of Notes: ( <i>Condition 2(a)</i> )	Bearer Notes
<b>21</b>	New Global Note:	No
<b>22</b>	If issued in bearer form:	
	(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:	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:	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 after the Issue Date
- 24** Payments:  
(*Condition 9*)
- (i) Relevant Financial Centre Day: Moscow
- (ii) Payment of Alternative Payment Currency Equivalent: Applicable – The rate of exchange between the Alternative Payment Currency and the Settlement Currency will be expressed as the number of units of Alternative Payment Currency per one unit of Settlement Currency
- Cross Currency Exchange Rate: Not applicable
- Settlement Currency Jurisdiction: Russian Federation
- Alternative Payment Currency: USD
- Alternative Payment Currency Jurisdiction: United States of America
- Alternative Payment Currency Fixing Page: Reuters Page WMRSPOT (or its successor) under the heading 'Mid'
- Alternative Payment Currency Fixing Time: 4 p.m. London Time
- Alternative Payment Currency Fixing Date: The fifth day prior to the relevant Interest Payment Date, Maturity Date or other date on which the relevant payment falls due (as appropriate), adjusted in accordance with the definition of “Alternative Payment Currency Fixing Date” in Condition 1.
- Alternative Payment Currency Exchange Rate Fall-Back provisions: The Calculation Agent will determine the Alternative Payment Currency Exchange Rate acting in good faith and in a commercially reasonable manner
- Additional Alternative Payment Currency Event: Not applicable.

	- Offshore RMB Centre:	Not applicable
	- Alternative Pre-nominated Index:	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
<b>25</b>	Redenomination: ( <i>Condition 10</i> )	Not applicable
<b>26</b>	Other terms:	See Annexes

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

<b>27</b>	Physical Delivery (for Equity-Linked Notes only):	Not applicable
<b>28</b>	Provisions for Equity-Linked Notes:	Applicable
(i)	Security(ies):	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 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:	Not applicable
(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)):	The definition in Condition 22(a) applies
	- additional Potential Adjustment Event (for purposes	Not applicable



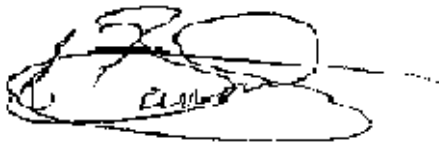
	of paragraph (viii) of the definition thereof):	
	(x) Extraordinary Event:	Condition 22(g)(ii) applies
	(xi) Conversion: <i>(for Notes relating to Government Bonds and debt securities only)</i>	Condition 22(g)(iii) does not apply
	(xii) Correction of prices:	Condition 22(g)(iv) applies
	(xiii) China Connect Underlying:	No
	(xiv) Additional Disruption Events:	The following Additional Disruption Events apply: Change in Law, Insolvency Filing, Hedging Disruption, Increased Cost of Hedging
<b>29</b>	Additional provisions for Equity-Linked Notes:	See Annexes
<b>30</b>	Provisions for Index-Linked Notes:	Not applicable
<b>31</b>	Valuation Date(s):	15 May 2024, subject to postponement in accordance with Condition 22(e)
	- Specified Maximum Number of Disrupted Days	Eighth Scheduled Trading Day
	- Number of local banking days for the purpose of postponing Disrupted Day Related Payment Dates pursuant to Condition 22(e)	5
<b>32</b>	Valuation Time:	The definition in Condition 22(a) applies
<b>33</b>	Averaging Dates:	Not applicable
<b>34</b>	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:	Not applicable

## **DISTRIBUTION**

<b>35</b>	(i) If syndicated, names of Relevant Dealer(s):	Not applicable
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	(ii) If syndicated, names of other Dealers (if any):	Not applicable
<b>36</b>	Prohibition of Sales to EEA Retail Investors:	Applicable
<b>37</b>	Selling restrictions:  United States of America:	TEFRA D Rules  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
<b>38</b>	Exemption(s) from requirements under Directive 2003/71/EC (as amended) (the " <b>Prospectus Directive</b> "):	Not applicable. The offer is made exclusively to investors outside the European Economic Area.
<b>39</b>	Additional U.S. federal income tax considerations:	The Notes are not Section 871(m) Notes for the purpose of Section 871(m).
<b>40</b>	Additional selling restrictions:	Not applicable

**CONFIRMED**  
**HSBC BANK PLC**



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 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 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 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 underlying can be obtained from 7203 JT, PG UN, ADS GY, 0005930 KP, BN FP, UCG IM.

## OPERATIONAL INFORMATION

5	ISIN Code:	XS2000514591
6	Common Code:	200051459
7	CUSIP:	Not applicable
8	Valoren Number:	Not applicable
9	SEDOL:	Not applicable
10	WKN:	Not applicable
11	Other identifier / code:	Not applicable

<b>12</b>	Intended to be held in a manner which would allow Eurosystem eligibility:	Not applicable.
<b>13</b>	Any clearing system(s) other than Euroclear and Clearstream, Luxembourg and the relevant identification number(s):	None
<b>14</b>	Delivery:	Delivery against payment
<b>15</b>	Settlement procedures:	Medium Term Note
<b>16</b>	Additional Paying Agent(s) (if any):	None
<b>17</b>	Common Depositary:	HSBC Bank plc
<b>18</b>	Calculation Agent:	HSBC Bank plc
<b>19</b>	ERISA Considerations:	ERISA prohibited

**ANNEX 1**

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

**Information in relation to the Securities**

<b>i</b>	<b>Securities</b>	<b>Underlying Company</b>	<b>Bloomberg Code</b>	<b>ISIN Code</b>	<b>Exchange</b>	<b>Related Exchange</b>	<b>Initial Price</b>
<b>1</b>	Ordinary shares of TOYOTA MOTOR CORP	TOYOTA MOTOR CORP	7203 JT	JP36334000 01	Tokyo Stock Exchange	All Exchanges	JPY 6570
<b>2</b>	Ordinary shares of PROCTER & GAMBLE	PROCTER & GAMBLE	PG UN	US74271810 91	New York Stock Exchange	All Exchanges	USD 106.70
<b>3</b>	Ordinary shares of ADIDAS AG	ADIDAS AG	ADS GY	DE000A1E WWW0	Xetra	All Exchanges	EUR 253.10
<b>4</b>	Ordinary shares of SAMSUNG ELECTRONICS CO LTD	SAMSUNG ELECTRON ICS CO LTD	005930 KP	KR7005930 003	Korea Stock Exchange	All Exchanges	KRW 42550
<b>5</b>	Ordinary shares of DANONE	DANONE	BN FP	FR00001206 44	Euronext Paris	All Exchanges	EUR 70.06
<b>6</b>	Ordinary shares of UNICREDIT SPA	UNICREDI T SPA	UCG IM	IT00052393 60	Borsa Italiana	All Exchanges	EUR 10.638

**ANNEX 2**

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

<b>"j"</b>	<b>Observation Date<sub>j</sub></b>	<b>Variable Coupon Interest Payment Date<sub>j</sub></b>	<b>Coupon Barrier<sub>j</sub></b>
<b>1</b>	15 May 2020*	29 May 2020	100%
<b>2</b>	17 May 2021*	31 May 2021	100%
<b>3</b>	16 May 2022*	30 May 2022	100%
<b>4</b>	15 May 2023*	29 May 2023	95%

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