

SUPPLEMENTARY LISTING PARTICULARS DATED 8 AUGUST 2018



HSBC Bank plc

*(A company incorporated with limited liability in England with registered number 14259)
as Issuer*

PROGRAMME FOR THE ISSUANCE OF NOTES AND WARRANTS

This supplement (the "**Supplement**") to the offering memorandum dated 6 June 2018 relating to the Programme for the Issuance of Notes and Warrants (the "**Offering Memorandum**"), which constitutes listing particulars for the purposes of listing ("**Listing**") on the Official List of the Irish Stock Exchange plc trading as Euronext Dublin ("**Euronext Dublin**") and trading on the Global Exchange Market of Euronext Dublin and, for the avoidance of doubt, which does not constitute (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)), constitutes supplementary listing particulars (pursuant to rule 3.10 of the Global Exchange Market Listing and Admission to Trading – Rules) for the purposes of Listing.

Terms defined in the Offering Memorandum have the same meaning when used in this Supplement.

This Supplement is supplemental to, and should be read in conjunction with, the Offering Memorandum and any other supplements to the Offering Memorandum prepared by HSBC Bank plc, as issuer (the "**Issuer**") in relation to its Programme for the Issuance of Notes and Warrants.

This Supplement has been approved by Euronext Dublin for the purposes of Listing.

The Issuer accepts responsibility for the information contained in this Supplement. To the best of the knowledge of the Issuer (having taken all reasonable care to ensure that such is the case) the information contained in this Supplement is in accordance with the facts and does not omit anything likely to affect the import of such information.

The purpose of this Offering Memorandum Supplement is to:

- disclose that on 6 August 2018 the Issuer published its unaudited consolidated interim report for the six month period ended 30 June 2018 (the "**Unaudited Consolidated Interim Report**"). The Unaudited Consolidated Interim Report is available at: <https://www.hsbc.com/investor-relations/subsidiary-company-reporting>. The Unaudited Consolidated Interim Report, other than information incorporated by reference therein, is hereby incorporated by reference into the Offering Memorandum;
- replace paragraph 2 of the "*General Information*" section of the Registration Document (which is incorporated by reference into the Offering Memorandum) with the following statement:

"Save for the completion of the ring-fencing of the HSBC Group's UK retail banking activities on 1 July 2018, which is described on pages 3 to 6 of the Unaudited Consolidated Interim Report and in Note 12 to the Condensed Financial Statements contained therein, there has been no significant change in the financial or trading position of the Issuer and its subsidiary undertakings (the "**Group**") since 30 June 2018 nor any material adverse change in the prospects of the Issuer since 31 December 2017."; and

- replace paragraph 7 of the "*General Information*" section of the Offering Memorandum with the following statement:

"Save for the completion of the ring-fencing of the HSBC Group's UK retail banking activities on 1 July 2018, which is described on pages 3 to 6 of the Unaudited Consolidated Interim Report and in

Note 12 to the Condensed Financial Statements contained therein, there has been no significant change in the financial or trading position of the Issuer and its subsidiaries since 30 June 2018 or any material adverse change in the prospects of the Issuer since 31 December 2017."

To the extent that any document or information incorporated by reference itself incorporates any information by reference, either expressly or impliedly, such information will not form part of this Supplement or the Offering Memorandum, except where such information or documents are stated within this Supplement as specifically being incorporated by reference or where this Supplement is specifically defined as including such information.

To the extent that there is any inconsistency between (a) any statement in this Supplement and (b) any other statement in or incorporated by reference in the Offering Memorandum prior to the date of this Supplement, the statement in this Supplement will prevail.

Save as disclosed in this Supplement, no significant new factor, material mistake or inaccuracy relating to information included in the Offering Memorandum has arisen or been noted, as the case may be, since the publication of the Offering Memorandum.