

HSBC Bank plc

**Programme for the Issuance of Notes and Warrants
Issue of USD 1,815,000 Automatic Early Redemption Reverse Convertible Equity-Linked Notes
due August 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 6 June 2019 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).

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.

Singapore SFA Product Classification: In connection with Section 309B of the Securities and Futures Act (Chapter 289) of Singapore (the "**SFA**") and the Securities and Futures (Capital Markets Products) Regulations 2018 of Singapore (the "**CMP Regulations 2018**") the Issuer has determined, and hereby notifies all relevant persons (as defined in Section 309A(1) of the SFA), that the Notes are capital markets products other than prescribed capital markets products (as defined in the CMP Regulations 2018) and are Specified Investment Products (as defined in MAS Notice SFA 04-N12: Notice on the Sale of Investment Products and MAS Notice FAA-N16: Notice on Recommendation on Investment Products).

1	Issuer	HSBC Bank plc
2	Tranche number:	1
3	Currency:	
	(i) Denomination Currency:	United States Dollar (USD)
	(ii) Settlement Currency:	USD
4	Aggregate Principal Amount of Notes	
	(i) Series:	USD 1,815,000
	(ii) Tranche:	USD 1,815,000
5	Issue Price:	99.75 per cent. of the Aggregate Principal Amount
6	(i) Denomination(s): (Condition 2)	USD 1,000
	(ii) Calculation Amount:	The Denomination
7	(i) Issue Date:	09 August 2019
	(ii) Interest Commencement Date:	Not applicable
	(iii) Trade Date:	02 August 2019
8	Maturity Date: (Condition 7(a))	09 August 2024, subject to early redemption on an Automatic Early Redemption Date (see paragraph 35 below) and adjusted in accordance with Following Business Day Convention and any applicable Business Centres for the definition of Business Day.
9	Change of interest or redemption basis:	Not applicable

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

10	Fixed Rate Note provisions: (Condition 4)	Not applicable
11	Floating Rate Note provisions: (Condition 5)	Not applicable
12	Zero Coupon Note provisions: (Condition 6)	Not applicable
13	Equity-Linked/ Index-Linked Interest Note/other variable-linked interest Note provisions	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 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> <ul style="list-style-type: none"> - Basket_{final} is greater than or equal to 80 per cent, the Issuer shall redeem the Notes on the Maturity Date at 156.50 per cent. of par; or - Basket_{final} is less than 80 per cent. and a Trigger Event has not occurred, the Issuer shall redeem the Notes on the Maturity Date at 100 per cent. of par; - Basket_{final} is less than 80 per cent and a Trigger Event has occurred the Issuer will 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 style="margin-left: 40px;">$\text{Calculation Amount} \times \text{Basket}_{\text{final}} / 100\%$</p> <p>Where:</p> <p>"Trigger Event" means that Basket_{final}, as determined by the Calculation Agent, is lower than the Trigger Price.</p> <p>"Trigger Price" means 60 per cent of the Initial Price.</p> <p>"Basket_{final}" means, with respect to the Valuation Date, the average performance (expressed as a percentage) of the Basket of Securities, as</p>

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

$$\left(\sum_{i=1}^2 W_i \times \frac{S_{Final}^i}{S_{Initial}^i} \right)$$

Where:

"**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_{Initial}ⁱ**" means, in respect of a Security (Security_i), the Initial Price (as defined in paragraph 28(v) above) of such Security_i.

(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 29(ix), 29(x), 29(xii) and 29(xiii) below
(iv)	Minimum Final Redemption Amount:	Not applicable
(v)	Maximum Final Redemption Amount:	156.50 per cent. of the nominal amount
18	Instalment Notes: (<i>Condition 7(a)</i>)	Not applicable
19	Early Redemption Amount:	Applicable
(i)	Early Redemption Amount (upon redemption for taxation reasons, illegality or following an Event of Default): (<i>Conditions 7(b), 7(h) or 11</i>)	Fair Market Value
(ii)	Other redemption provisions:	Fair Market Value

GENERAL PROVISIONS APPLICABLE TO THE NOTES

20	Form of Notes: (<i>Condition 2(a)</i>)	Bearer Notes
21	New Global Note:	No

22	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 and/or Registered Notes: (Condition 2(a))	Yes 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 bearer for Definitive Notes and/or Registered Notes:	Yes
	(iv) Coupons to be attached to Definitive Notes:	No
	(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	If issued in registered form:	Not applicable
25	Payments: (Condition 9)	
	(i) Relevant Financial Centre Day:	New York
	(ii) Underlying Currency Pair provisions:	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: Not applicable
(Condition 10)

27 Other terms: See Annexes

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

28 Physical Delivery (for Equity-Linked Notes only): Not applicable

29 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 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: 02 August 2019

(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, Hedging Disruption, Increased Cost of Hedging
30	Additional provisions for Equity-Linked Notes:	See Annexes
31	Provisions for Index-Linked Notes:	Not applicable
32	Valuation Date(s):	02 August 2024, subject to postponement in accordance with Condition 22(e)
	- Specified Maximum Number of Disrupted Days:	The definition in Condition 22(a) applies
	- 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:	If Basket_j is greater than or equal to the Automatic Early Redemption Level as of any Automatic Early Redemption Valuation Date _j

"**Basket_j**" means the average performance (expressed as a percentage) of the Basket of Securities, as determined by the Calculation Agent in accordance with the following formula

$$\left(\sum_{i=1}^2 W_i \times \frac{S_j^i}{S_{initial}^i} \right)$$

Where:

"**S_jⁱ**" means, in respect of a Security (Security_i) and 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 and

the Valuation Date as determined by the Calculation Agent.

"**Sⁱ_{Initial}**" means, in respect of a Security (Security_i), the Initial Price (as defined in paragraph 28(v) above) of such Security_i.

"**W_i**" means in respect of a Security (Security_i), the weighting as specified in respect of such Security in the Annex 1.

-Automatic Early Redemption Valuation Date: Each date specified as such in Annex 2 ("j" ranking from 1 to 9) (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 Date: Each date specified as such in Annex 2 ("j" ranking from 1 to 9) (each an "**Automatic Early Redemption Date_j**") subject to adjustment in accordance with the Following Business Day Convention

- Automatic Early Redemption Level(s): See Annex 2

- Automatic Early Redemption Amount: See Annex 2

- Accrued interest payable on Automatic Early Redemption: No – interest does not accrue

DISTRIBUTION

36 (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

37 Prohibition of Sales to EEA Retail Investors: Not Applicable

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).
	40-day Distribution Compliance Period: Not applicable
Exemption(s) from requirements under Directive 2003/71/EC (as amended) (the " Prospectus Directive "):	With respect to investors within any Member State of the European Economic Area which has implemented the Prospectus Directive, the offer is addressed to investors who will acquire Notes for a consideration of at least EUR 100,000 (or equivalent amount in another currency) per investor for each separate offer; otherwise, not applicable.
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
HSBC BANK PLC

A handwritten signature in black ink, appearing to read "D. Manana". The signature is written in a cursive style with a horizontal line extending from the end.

By: -----
Authorised Signatory

Date: -----

PART B - OTHER INFORMATION

LISTING

- 1** (i) Listing: Application will be made to admit the Notes to listing on the Official List of Euronext Dublin. 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 on or around 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 admission to trading: EUR 800

2 RATINGS

Ratings: The Notes have not been specifically rated.

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 PERFORMANCE OF INDEX/FORMULA/OTHER VARIABLE AND OTHER INFORMATION CONCERNING THE UNDERLYING

Details of past and future performance of the securities can be obtained from AIG UN , PRU UN

OPERATIONAL INFORMATION

- 3** ISIN Code: XS2039604256
- 4** Common Code: 203960425
- 5** CUSIP: Not applicable
- 6** Valoren Number: 48850759
- 7** SEDOL: Not applicable
- 8** WKN: Not applicable
- 9** Other identifier / code: Not applicable
- 10** Intended to be held in a manner which would allow Eurosystem eligibility: Not applicable.

11	Any clearing system(s) other than Euroclear and Clearstream, Luxembourg and the relevant identification number(s):	None
12	Delivery:	Delivery against payment
13	Settlement procedures:	Medium Term Note
14	Additional Paying Agent(s) (if any):	None
15	Common Depositary:	HSBC Bank plc
16	Calculation Agent:	HSBC Bank plc
17	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

i	Securities	Underlying Company	Bloomberg Code	ISIN Code	Wi	Exchange	Related Exchange	Initial Price (USD)
1	Ordinary Shares of AMERICAN INTERNATIONAL GROUP	AMERICAN INTERNATIONAL GROUP	AIG UN	US0268747849	50%	New York Stock Exchange	All Exchanges	54.33
2	Ordinary Shares of PRUDENTIAL FINANCIAL INC	PRUDENTIAL FINANCIAL INC	PRU UN	US7443201022	50%	New York Stock Exchange	All Exchanges	88.56

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(s):	Automatic Early Redemption Amount_j
1	03 Feb 2020	10 Feb 2020	100.00%	105.65%
2	03 Aug 2020	10 Aug 2020	100.00%	111.30%
3	02 Feb 2021	09 Feb 2021	95.00%	116.95%
4	02 Aug 2021	09 Aug 2021	95.00%	122.60%
5	02 Feb 2022	09 Feb 2022	90.00%	128.25%
6	02 Aug 2022	09 Aug 2022	90.00%	133.90%
7	02 Feb 2023	09 Feb 2023	85.00%	139.55%
8	02 Aug 2023	09 Aug 2023	85.00%	145.20%
9	02 Feb 2024	09 Feb 2024	80.00%	150.85%

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