

PRICING SUPPLEMENT

Pricing Supplement dated 10 December 2019

HSBC Bank plc

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

Programme for the Issuance of Notes and Warrants Issue of

UGX 24,000,000,000 Fixed Rate Notes due December 2024 issued pursuant to HSBC Bank plc's Programme for the Issuance of Notes and Warrants

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 (the "**Conditions**") set forth in such Offering Memorandum. The Alternative Note General Conditions do not apply.

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 'Investors', '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and Markets Act 2000 (as amended) or (ii) a base prospectus for the purposes of Directive 2003/71/EC (as amended or superseded, the "Prospectus Directive").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 (as amended or superseded, the "**Insurance Mediation Directive**"), 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: United States Dollar ("**USD**"), subject to Condition 9(j) (*Payments – Conversion*)
 - (ii) Denomination Currency: Ugandan Shilling ("**UGX**")
4. Aggregate Principal Amount:
 - (i) Series: UGX 24,000,000,000
 - (ii) Tranche: UGX 24,000,000,000
5. Issue Price: 100.00 per cent of the Aggregate Principal Amount. The Issue Price will be payable in the Settlement Currency with the Denomination Currency amount being converted into the Settlement Currency at the Initial Exchange Rate. The Initial Exchange Rate is 3,680 UGX per 1 USD.
6.
 - (i) Denomination(s) (*Condition 2*): UGX 200,000,000 and integral multiples of UGX 50,000 in excess thereof up to and including UGX 399,950,000

No notes in definitive form will be issued with a denomination above UGX 399,950,000
 - (ii) Calculation Amount: UGX 50,000
 - (iii) Aggregate Outstanding Nominal Amount Rounding: Not applicable

7. (i) Issue Date: 11 December 2019
- (ii) Interest Commencement Date: Issue Date
- (iii) Trade Date: 04 December 2019
8. Maturity Date: 11 December 2024 (the “**Scheduled Maturity Date**”), subject to adjustment in accordance with (i) the Business Day Convention for the purposes of payment only and not for the accrual of interest and (ii) paragraph 25 below which set out certain circumstances in which the Scheduled Maturity Date may be postponed.
(*Condition 7(a)*)
9. Change of interest or redemption basis: Not applicable

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

10. Fixed Rate Note provisions: Applicable
(*Condition 4*)
- (i) Rate of Interest: 10.55 per cent. per annum.
- (ii) Interest Payment Date(s): Annually on 19 June in each year, commencing on 19 June 2020, up to and including the Maturity Date, each subject to adjustment in accordance with the Business Day Convention for the purposes of payment only and not for the accrual of interest.
- (iii) Fixed coupon amounts: Not applicable
- (iv) Day Count Fraction: 30/360, provided, however, that for the purpose of calculating the amount of interest payable on an Interest Payment Date, the relevant Interest Period shall run from and including an Interest Payment Date to but excluding the following Interest Payment Date, subject to No Adjustment, except that (a) the initial Interest Period shall commence on and include the Interest Commencement Date and (b) the final Interest Period shall end on but exclude the Maturity Date, subject to No Adjustment.

(v)	Business Day Convention	Following Business Day Convention
(vi)	Business Centre(s)	London, New York and Kampala
(vii)	Other terms relating to the method of calculating interest for Fixed Rate Notes	Any amount of interest will be paid in the Settlement Currency with the amount of interest calculated being converted from the Denomination Currency into the Settlement Currency by reference to the Conversion Rate. The amount in the Settlement Currency shall be rounded to the nearest 0.01 USD, with USD 0.005 being rounded upwards. For further details please refer to paragraph 25.

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| 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: | Not applicable |

PROVISIONS RELATING TO REDEMPTION

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| 14. | Issuer's optional redemption (Call Option):
(<i>Condition 7(c)</i>) | Not applicable |
| 15. | Noteholder's optional redemption (Put Option):
(<i>Condition 7(d)</i>) | Not applicable |
| 16. | Final Redemption Amount of each Note:
(<i>Condition 7(a)</i>) | 100.00 per cent. per Calculation Amount.

The Final Redemption Amount will be paid in the Settlement Currency with the Final Redemption Amount calculated being converted from the Denomination Currency into the Settlement Currency by reference to the Conversion Rate. The amount in the Settlement Currency shall be rounded to the nearest 0.01 USD, with USD 0.005 being rounded upwards

For further details please refer to paragraph 25. |
| 17. | Final Redemption Amount of each Note in cases where the Final Redemption | Not applicable |

amount is Index-Linked or other variable-linked:

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| 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>Condition 7(b) or Condition 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) Early Redemption Amount (upon redemption following an FX Disruption Event or Benchmark Trigger Event):
(<i>Condition 9(f)(Y) or 15A</i>) | Fair Market Value |
| | (iv) Other redemption provisions: | The Early Redemption Amount will be paid in the Settlement Currency with the Early Redemption Amount calculated being converted from the Denomination Currency into the Settlement Currency by reference to the Conversion Rate. The amount in the Settlement Currency shall be rounded to the nearest USD 0.01, with USD 0.005 being rounded upwards. |
| | | For further details please refer to paragraph 25. |

GENERAL PROVISIONS APPLICABLE TO THE NOTES

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| 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 | Yes. Temporary Global Note |

	exchangeable for Permanent Global Note and/or Definitive Notes: (<i>Condition 2(a)</i>)	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:	No. Paragraph (c) of the Permanent Global Note does not apply. The Issuer may not elect to exchange a Permanent Global Note for Definitive Notes in the circumstances described in paragraph (c) of the Permanent Global Note.
(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 the date which is 40 days after the Issue Date
24.	If issued in registered form (other than Uncertificated Registered Notes):	Not applicable
25.	Payments: (<i>Condition 9</i>)	
(i)	Relevant Financial Centre Day:	London, New York and Kampala
(ii)	Payment of Alternative Payment Currency Equivalent:	Not applicable
(iii)	Conversion Provisions	Applicable in respect of the interest payments under the Notes, the Final Redemption Amount and the Early Redemption Amount. The rate of exchange between the Denomination Currency and the Settlement Currency shall be expressed as the number of units of the Denomination Currency per one unit of the Settlement Currency.
	- Conversion Rate Business Days:	in respect of interest payments under the Notes, the Final Redemption Amount and the Early Redemption Amount, New York, London and Kampala

- Conversion Rate Fixing Date: in respect of interest payments under the Notes and the Final Redemption Amount, the second Conversion Rate Business Day prior to the relevant Interest Payment Date or Maturity Date, as applicable. In respect of the Early Redemption Amount, the Conversion Rate Business Day immediately prior to the relevant date on which the relevant payment falls due
- Cross Currency Exchange Rate: Not applicable
- Cross Currency: Not applicable
- Cross Currency Jurisdiction: Not applicable
- Conversion Rate Fixing Page: The Calculation Agent will determine the relevant Conversion Rate by reference to the spot rate prevailing in the international or local exchange market on the relevant Conversion Rate Fixing Date.
- Conversion Rate Fixing Time: At or around 11:00 am London time
- Denomination Currency Jurisdiction: Republic of Uganda
- Settlement Currency Jurisdiction: United States of America
- Conversion Rate Fall-Back provisions: Not applicable
- Alternative Pre-nominated Index: Not applicable
- (iv) Underlying Currency Pair provisions: Not applicable
- (v) Price Source Disruption: Not applicable
- (vi) EM Price Source Disruption: Applicable
- Price Materiality: Applicable
- Price Materiality Threshold Percentage: 3 per cent.
- FX Disruption Event: Not applicable

	EM Deferral Period:		The number of calendar days for the purposes of the EM Deferral Period is 14
	Fallback Conversion Rate Fixing Page:		Condition 1 applies
	Fallback Conversion Rate Fixing Time:		At or around 11am London time
	Number of days for the purpose of postponing Related Payment Dates pursuant to Condition 9(h):		3 Relevant Financial Centre Days
	Interest Adjustment:		Not applicable
	(vi) LBMA Physical Settlement provisions:		Not Applicable
26.	Redenomination: (<i>Condition 10</i>)		Not applicable
27.	Other terms:		For the purposes of Condition 9(g)(iii), the determination by the Calculation Agent that a rate does not accurately represent the rate which the Issuer could have achieved in the general foreign exchange market shall be made in the Calculation Agent's sole and absolute discretion, such rate to be determined by the Calculation Agent acting in good faith and in a commercially reasonable manner.
28.	Valuation Date		Not applicable
DISTRIBUTION			
29.	(i) If syndicated, names of Relevant Dealer(s):		Not applicable
	(ii) If syndicated, names of other Dealers (if any):		Not applicable
30.	Prohibition of Sales to EEA Retail		Applicable

Investors:

31. 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

32. Exemption(s) from requirements under Directive 2003/71/EC (as amended or superseded, the "**Prospectus Directive**"): The offer is addressed solely to qualified investors (as such term is defined in the Prospectus Directive)

33. Additional U.S. federal income tax considerations: The Notes are not Section 871(m) Notes for the purpose of Section 871(m).

34. Additional selling restrictions: Not applicable

CONFIRMED
HSBC BANK PLC

A handwritten signature in black ink, appearing to be 'Ben' followed by a flourish.

By: -----
Authorised Signatory

Date: -----

PART B - OTHER INFORMATION

1. LISTING

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| (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 admission to trading: | EUR 800 |

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, 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. *Fixed Rate Notes only* - YIELD

Indication of yield: 10.55 per cent. per annum

The yield is calculated at the Issue Date on the basis of the Issue Price. It is not an indication of future yield.

OPERATIONAL INFORMATION

5.	ISIN Code:	XS2092196547
6.	Common Code:	209219654
7.	CUSIP:	Not applicable
8.	Valoren Number:	Not applicable
9.	SEDOL:	Not applicable
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):	None
14.	Delivery:	Delivery against payment
15.	Settlement procedures:	Medium Term Note
16.	Additional Paying Agent(s) (if any):	None
17.	Common Depository:	HSBC Bank plc
18.	Calculation Agent:	HSBC Bank plc
19.	ERISA Considerations:	ERISA prohibited