

PRICING SUPPLEMENT

Pricing Supplement dated 17 May 2021

HSBC Bank plc

(A company incorporated in England with registered number 14259; the liability of its members is limited)

Programme for the Issuance of Notes and Warrants

Further Issue of UGX 14,000,000,000

Fixed Rate Notes due December 2024

(to be consolidated and form a single series with the existing Tranche 1 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 3 June 2020 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 Additional Terms and Conditions of Equity Linked Notes, and Index Linked Notes (the "**Conditions**") set forth in the Offering Memorandum.

Terms used herein shall be deemed to be defined as such for the purposes of the 2019 Conditions, which are defined in, and incorporated by reference into, the Offering Memorandum and which are applicable to the Notes. 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' and '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 Regulation (EU) 2017/1129 (as amended, the "Prospectus Regulation"). 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 the European Economic Area or in the United Kingdom (other than pursuant to one or more of the exemptions set out in the Prospectus Regulation).

PRIIPs REGULATION - PROHIBITION OF SALES TO EEA AND UK 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") or in the United Kingdom (the "UK"). 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 (EU) 2016/97 (as amended, the "Insurance Distribution 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 Regulation. Consequently, no key information document required by Regulation (EU) No 1286/2014 (as amended, the "PRIIPs Regulation") for offering or selling the Notes or otherwise making them available to retail investors in the EEA or in the UK has been prepared and therefore offering or selling the Notes or otherwise making them available to any retail investor in the EEA or in the UK 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: 2. The Notes issued under this Pricing Supplement are to be consolidated and form a single series with existing Tranche 1 UGX 24,000,000,000 Fixed Rate Notes due December 2024 (the "**Original Issue**") issued on 11 December 2019 (ISIN): XS2092196547.
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 38,000,000,000

	(ii) Tranche	UGX 14,000,000,000
5.	Issue Price:	105.66 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 3520 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.
	(ii) Calculation Amount:	UGX 50,000
	(iii) Aggregate Outstanding Nominal Amount Rounding:	Not applicable
7.	(i) Issue Date:	19 May 2021
	(ii) Interest Commencement Date:	11 December 2020
	(iii) Trade Date:	11 May 2021
8.	Maturity Date: (Condition 7(a))	11 December 2024 (the " Scheduled Maturity Date ") subject to adjustment in accordance with the Following Business Day Convention and paragraph 25 below which sets out certain circumstances in which the Scheduled Maturity Date may be postponed.
9.	Change of interest or redemption basis:	Not applicable

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

10.	Fixed Rate Note provisions: (Condition 4)	Applicable
	(i) Rate of Interest:	10.55 per cent. per annum payable in arrear
	(ii) Interest Payment Date(s):	Annually, on 11 December in each year, commencing on 11 December 2021 and ending on 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 Amount(s):	Not applicable
	(iv) Day Count Fraction:	30/360, provided, however, that for the purpose of calculating the amount of interest payable on the Interest Payment Date, the relevant Interest Period shall run from and include 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, 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 USD 0.01, with USD 0.005 being rounded upwards. For further details please refer to paragraph 25.
11.	Floating Rate Note provisions: (Condition 5)	Not applicable
12.	Zero Coupon Note provisions: (Condition 6)	Not applicable

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| 13. | Equity/Index-Linked Interest Note and other variable-linked interest Note provisions: | Not applicable |
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PROVISIONS RELATING TO REDEMPTION

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| 14. | Issuer's optional redemption (Call Option): | Not applicable |
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(Condition 7(c))

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| 15. | Noteholder's optional redemption (Put Option): | Not applicable |
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(Condition 7(d))

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| 16. | Final Redemption Amount of each Note:
<i>(Condition 7(a))</i> | 100 per cent. per Calculation Amount |
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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 USD 0.01, with USD 0.005 being rounded upwards.

For further details please refer to paragraph 25.

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| 17. | Final Redemption Amount in cases where the Final Redemption Amount is Index-Linked or other variable-linked: | Not applicable |
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| 18. | Instalment Notes:
<i>(Condition 7(a))</i> | Not applicable |
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| 19. | Early Redemption: | Applicable |
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| (i) | (Early Redemption Amount (upon redemption for taxation reasons, or illegality): | Fair Market Value |
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(Condition 7(b) or 7(f))

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| (ii) | Early Redemption Amount (upon redemption following an Event of Default): | Fair Market Value |
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(Condition 11)

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| (iii) | Early Redemption Amount (upon redemption following an FX Disruption Event or Benchmark Trigger Event)
(Condition 9(f)(Y) or 15A) | Fair Market Value |
| (iv) | Other redemption provisions: | <p>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.</p> <p>For further details please refer to paragraph 25.</p> |

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 exchangeable for Permanent Global Note and/or Definitive Notes:
(<i>Condition 2(a)</i>) | 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: | 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 40 days following 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 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, London, New York 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
	- 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 11:00 a.m. 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
(vii)	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 Dealer (s) (if any): Not applicable

30. Prohibition of Sales to EEA and UK Retail Investors: Applicable

Selling restrictions: TEFRA D Rules.

31. 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 US person (as defined in Regulation S).
40-day Distribution Compliance Period: Not applicable

32. Exemption(s) from requirements under Regulation (EU) 2017/1129 (as amended, the "**Prospectus Regulation**"): The offer is addressed solely to qualified investors (as such term is defined in the Prospectus Regulation)

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 'R. ...', written over a light grey rectangular background.

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. 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.
The Original Issue was admitted to trading 11 December 2019.
- (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(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. Fixed rate notes only

Indication of yield: 8.604 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. Temporary ISIN Code: XS2344001776
Following consolidation with Original Issue:
XS2092196547

6.	Temporary Common Code:	234400177
		Following consolidation with Original Issue:
		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
13.	Settlement procedures:	Medium Term Note
14.	Additional Paying Agent(s) (if any):	None
15.	Common Depository:	HSBC Bank plc
16.	Calculation Agent:	HSBC Bank plc
17.	ERISA Considerations:	ERISA prohibited