### **FINAL TERMS**

Final Terms dated 15 June 2023

## **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**

#### Issue of

## 2,000 Index-linked Capped Barrier Notes due December 2024

## PART A - CONTRACTUAL TERMS

This document constitutes the final terms (the "**Final Terms**") relating to the issue of the Tranche of Notes described herein and must be read in conjunction with the Base Prospectus dated 24 June 2022 as supplemented from time to time (the "**Base Prospectus**"). The Base Prospectus is a base prospectus in accordance with Art. 35 para. 1 of the Financial Services Act ("**FinSA**") and has been evaluated and approved pursuant to Art. 51 et seq. of the FinSA and Art. 59 et seq. of the Financial Services Ordinance ("**FinSO**") by the reviewing body SIX Exchange Regulation AG ("**Reviewing Body**"). 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 the Base Prospectus. The Alternative Note General Conditions do not apply to the Notes.

Except as disclosed in these Final Terms and the Base Prospectus, there has been no significant change in the financial or trading position of the Issuer and its subsidiary undertakings since 31 December 2022.

Full information on the Issuer and the offer of the Notes is only available on the basis of the combination of these Final Terms and the Base Prospectus. The Base Prospectus 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 Base Prospectus does not comprise (i) a base prospectus for the purposes of Regulation (EU) 2017/1129 as it forms part of domestic law by virtue of the European Union (Withdrawal) Act 2018, as amended, (the "EUWA") (the "UK Prospectus Regulation") or (ii) a base prospectus for the purposes of Regulation (EU) 2017/1129 (as amended, the "EU Prospectus Regulation"). The Base Prospectus 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, "MiFID II") or Regulation (EU) No 600/2014 as it forms part of domestic law by virtue of the EUWA ("UK MiFIR") and not to be offered to the public in the United Kingdom (the "UK") (other than pursuant to one or more of the exemptions set out in Section 86 of the Financial Services and Markets Act 2000 (as amended, the "FSMA")) or a Member State of the European Economic Area (other than pursuant to one or more of the exemptions set out in Article 1(4) of the EU Prospectus Regulation).

The Notes do not constitute a collective investment scheme as defined in the Federal Collective Investment Schemes Act ("CISA") and are therefore neither governed by the CISA nor subject to supervision by the Swiss Financial Market Supervisory Authority (FINMA). Accordingly, Noteholders do not have the benefit of the specific investor protection provided under the CISA. Noteholders bear the issuer risk.

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 Base Prospectus and these Final Terms. Investors should consider carefully the risk factors set forth under "Risk Factors" in the Base Prospectus.

1. Issuer: HSBC Bank plc 2. Tranche number: 1 Currency: 3. (i) Settlement Currency: euros ("EUR") (ii) Denomination Currency: **Settlement Currency** 4. Aggregate Principal Amount: (i) Series: 2,000 Notes (EUR 2,000,000) (ii) Tranche: 2,000 Notes (EUR 2,000,000) 5. Issue Price: EUR 1,000 per Note Denomination(s): EUR 1,000 6. (i) (Condition 2) (ii) Calculation Amount: EUR 1.000 Aggregate Outstanding Nominal (iii) Not applicable Amount Rounding: 7. (i) Issue Date: 15 June 2023 (ii) Interest Commencement Date: Not applicable (iii) Trade Date: 8 June 2023 8. Maturity Date: 16 December 2024 adjusted in accordance with Following Business Day Convention (Condition 7(a)) 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: Not applicable (Condition 5) Zero Coupon Note provisions: 12. Not applicable (Condition 6) Equity-/Index-Linked Interest Note and 13. Not applicable other variable-linked interest provisions: PROVISIONS RELATING TO REDEMPTION Issuer's optional redemption (Call Option): Not applicable 14. (Condition 7(c)) Noteholder's optional redemption (Put 15. Not applicable Option): (Condition 7(d)) Final Redemption Amount of each Note: See paragraph 17 below 16.

(Condition 7(a))

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 Index as defined in paragraph 31(i)

(ii) Provisions for determining Final Redemption Amount where calculated by reference to 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:

(a) **a Barrier Event has not occurred**, the Issuer shall redeem the Notes on the Maturity Date at an amount in the Settlement Currency in respect of each Note (of the Calculation Amount) determined by the Calculation Agent in accordance with the following formula:

Calculation Amount  $\times$  [100% + Min(Cap; Max(Rebate; Perf<sub>final</sub> - Strike))]

(b) a Barrier Event has occurred and Perf<sub>final</sub> is greater than or equal to Strike, the Issuer shall redeem the Notes on the Maturity Date at an amount in the Settlement Currency in respect of each Note (of the Calculation Amount) determined by the Calculation Agent in accordance with the following formula:

Calculation Amount  $\times$  [100% + Min(Cap; Max(0; Perf<sub>final</sub> - Strike))]

(c) a Barrier Event has occurred and Perf<sub>final</sub> is less than Strike, the Issuer shall redeem the Notes on the Maturity Date at an amount in the Settlement Currency in respect of each Note (of the Calculation Amount) determined by the Calculation Agent in accordance with the following formula:

$$Calculation \ Amount \times \frac{Perf_{final}}{Strike}$$

Where:

"Barrier Event" means an event which will be deemed to have occurred if the level of the Index, as determined by the Calculation Agent, on the relevant Exchange (or, with respect to a Multiple Exchange Index, the official level of the Index as calculated and published by the Index Sponsor) as of any time during the Barrier Period, is less than or equal to the Barrier Level.

"Barrier Level" means 75.00 per cent. of the Initial Index Level.

"Barrier Period" means the period from (and including) the Strike Date to (and including) the Valuation Date.

"Cap" means 20.00 per cent.

"**Perf**<sub>final</sub>" shall be determined by the Calculation Agent in accordance with the following formula:

Final Index Level
Initial Index Level

"Rebate" means 6.50 per cent.

Not applicable

"Strike" means 100.00 per cent.

(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 31(x) and 31(xii).

- (iv) Minimum Final Redemption Amount:
- (v) Maximum Final Redemption Not applicable Amount:
- 18. Instalment Notes: Not applicable (*Condition 7(a)*)
- 19. Early Redemption:
  - (i) Early Redemption Amount (upon redemption for taxation reasons or illegality):

    (Condition 7(b)) or 7(f))
  - (ii) Early Redemption Amount (upon redemption following an Event of Default):

    (Condition 11)
  - (iii) Early Redemption Amount (upon redemption following an FX Disruption Event or a Benchmark Trigger Event):

    (Condition 9(e)(Y) or 15A)
  - (iv) Other redemption provisions: Not applicable

# GENERAL PROVISIONS APPLICABLE TO THE NOTES

20. Form of Notes: Bearer Notes (*Condition 2(a)*)

21. New Global Note: No

22. If issued in bearer form: **Applicable** (i) Temporary Global Note Initially represented by Temporary Global Note or Permanent Global Note: (ii) Temporary Global Yes. Temporary Global Note exchangeable for a Note exchangeable Permanent Global Note which is exchangeable for for Permanent Global Note and/or Definitive Definitive Notes only in limited circumstances specified in the Permanent Global Note Notes: ( $Condition\ 2(a)$ ) (iii) Permanent Global Note Yes exchangeable at the option of the Issuer in circumstances where the Issuer would suffer material disadvantage following a change of law or regulation: (iv) Coupons to be attached Not applicable **Definitive Notes:** Talons for future Coupons to be (v) Not applicable attached to Definitive Notes: 23. Exchange Date for exchange of Temporary Not earlier than 40 days after the Issue Date Global Note: 24. If issued in registered form: Not applicable Payments: 25. (Condition 9) (i) Relevant Financial Centre Day: Euro Business Day (ii) Payment of Alternative Payment Not applicable Currency Equivalent: (iii) Conversion provisions: Not applicable (iv) Underlying Currency Not applicable Pair provisions: Price Source Disruption: Not applicable (v)

(vi) EM Price Source Disruption: Not applicable

(iv) LBMA Physical Settlement Not applicable

provisions:

(viii) Physical Settlement provisions: Not applicable

26. Redenomination: Not applicable

(Condition 10)

27. Other terms: The Business Centre for the purposes of the definition

of "Business Day" is: Euro Business Day.

# PROVISIONS APPLICABLE TO INDEX-LINKED NOTES, EQUITY-LINKED NOTES

28. Physical Delivery: Not applicable

29. Provisions for Equity-Linked Notes: Not applicable

30. Additional provisions for Equity-Linked Not applicable

Notes:

31. Provisions for Index-Linked Notes: Applicable

(i) Index(ices): EURO STOXX 50® Index

(Bloomberg Ticker: SX5E)

(ii) Index Sponsor: STOXX Ltd

(iii) Index Rules: Not applicable

(iv) Exchange(s): The Index is a Multiple Exchange Index

(v) Related Exchange(s): All Exchanges

(vi) Initial Index Level: 4297.68

(vii) Final Index Level: The definition in Condition 21(a) applies

(viii) Strike Date: 8 June 2023

(ix) Reference Level: Not applicable

(x) Adjustments to Indices: Condition 21(f) applies

(xi) China Connect Underlying: No

(xii) Additional Disruption Event: The following Additional Disruption Events apply:

Change in Law, Hedging Disruption and Increased

Cost of Hedging

(xiii) Index Substitution: Not applicable

(xiv) Alternative Pre-nominated Index: Not applicable

32. Valuation Date(s): 9 December 2024

Specified Maximum Number of The definition in Condition 21(a)applies

Disrupted Days:

 Number of local banking days for the purpose of postponing Disrupted Day Related Payment Dates pursuant to Condition 21(e):

33. Valuation Time: The definition in Condition 21(a)applies

34. Averaging Dates: Not applicable

35. Other terms or special conditions relating Not applicable to Index-Linked Notes or Equity-Linked Notes:

## DISTRIBUTION

36. (i) If syndicated, names of Relevant Not applicable Dealer(s):

(ii) If syndicated, names of other Not applicable Dealers (if any):

37. Prohibition of Sales to EEA Retail Not applicable Investors:

38. Prohibition of Sales to UK Retail Not applicable Investors:

39. 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

40. Exemption(s) from requirements under The offer Regulation (EU) 2017/1129 (as amended, Notes for

the "EU Prospectus Regulation"):

The offer is addressed to investors who will acquire Notes for a consideration of at least EUR100,000 (or equivalent amount in another currency) per investor for each separate offer

41. Exemption(s) from requirements under Regulation (EU) 2017/1129 as it forms part of domestic law by virtue of the EUWA (the "**UK Prospectus Regulation**"):

The offer is addressed to investors who will acquire Notes for a consideration of at least EUR100,000 (or equivalent amount in another currency) per investor for each separate offer

42. Additional U.S. federal income tax considerations:

The Notes are not Section 871(m) Notes for the purpose of Section 871(m).

43. Additional selling restrictions: Not applicable

# CONFIRMED

# HSBC BANK PLC

ILI ME	
Balajee Swaminathan	
By:Authorised Signatory	••••
Date:	

# **PART B - OTHER INFORMATION**

#### LISTING 1.

Listing: Not applicable (i)

(ii) Admission to trading: Not applicable

(iii) Estimated total expenses of Not applicable

admission to trading:

**RATINGS** 2.

> The Notes are not rated. Ratings:

# OPERATIONAL INFORMATION

ISIN Code: XS2631239568 3.

Common Code: 263123956 4.

5. CUSIP: Not applicable

6. Valoren Number: 126560797

7. SEDOL: Not applicable

8. WKN: Not applicable

Other identifier / code: Not applicable 9.

10. Type: Bonus Certificate, Capped Participation (1320)

Level of capital protection, where Not applicable 11.

applicable.

12. information Additional the underlying(s) for Notes on equity or debt securities, where applicable

13. Additional information underlying(s) for Notes on collective investment schemes, where applicable

Not applicable

Not applicable

14. Additional Information underlying(s) for Notes on indices, where applicable:

Please refer to paragraph 31 above. The Index is a price index. Further information on the Index is available at:

https://www.stoxx.com.

Additional information 15. on the underlying(s) for Notes on baskets of underlying(s), where applicable:

Not applicable

Intended to be held in a manner which 16. would allow Eurosystem eligibility:

Not applicable

Any clearing system(s) other than 17. Euroclear and Clearstream, Luxembourg and the relevant identification number(s):

None

18. Delivery: Delivery against payment 19. Settlement procedures: Medium Term Note

20. Additional Paying Agent(s) (if any): None

21. Common Depository: HSBC Bank plc

22. Calculation Agent: HSBC Bank plc

## TERMS AND CONDITIONS OF THE OFFER

Offer Price: Issue Price 23.

Total amount of the issue/offer: 2,000 Notes will be issued. A copy of these Final Terms 24.

> will be published and filed with SIX Exchange Regulation AG. The public offer of the Notes is permitted in

Switzerland.

The period from (and including) 26 May 2023 to (and 25. The time period, including any possible amendments, during which the offer will including) 8 June 2023 (the "Offer Period"). The Issuer be open:

reserves the right for any reason to close the time period

early.

26. Conditions to which the offer is subject: The Issuer may close the Offer Period prior to 8 June 2023

if the Notes are fully subscribed before such date

27. Description of the application process: A prospective investor should contact their financial

adviser, bank or financial intermediary during the Offer Period. An investor will subscribe for the Notes in accordance with the arrangements existing between such financial adviser, bank or financial intermediary and its customer relating to the subscription of securities generally

and not directly with the Issuer.

Persons interested in purchasing Notes should contact their financial adviser. If an investor wishes to purchase Notes, such investor should (a) be aware that sales in the relevant jurisdiction may not be permitted; and (b) contact its financial adviser, bank or financial intermediary for more

information.

Details of the minimum 28. and/or maximum amount of application:

EUR 1,000 (except for distribution in the European Economic Area or United Kingdom where the offer is only addressed to investor who will acquire at least EUR 100,000 (or equivalent amount in another currency) per

investor for each separate offer).

29. Details of the method and time limits for paying up and delivering of the securities:

Prospective investors will be notified by their financial adviser, bank or financial intermediary of their allocations of Notes and the settlement arrangements in respect thereof. The Notes will be issued on the Issue Date on a delivery versus payment basis.

30. Procedure for exercise of any right of pre-emption, negotiability of subscription rights and treatment of subscription rights not exercised:

Not Applicable

31. Amount of any expenses and taxes specifically charged to the subscriber or purchaser:

Not Applicable

# **ANNEX**

(this annex forms part of the Final Terms which it is attached)

## STATEMENT REGARDING THE EURO STOXX 50® INDEX

The EURO STOXX 50® Index (the "Index") is the intellectual property (including registered trademarks) of STOXX Ltd., Qontigo Index GmbH, or their licensors, and is used under a license. The Notes are neither sponsored nor promoted, distributed or in any other manner supported by STOXX Ltd., Qontigo Index GmbH or their licensors, research partners or data providers and STOXX Ltd., Qontigo Index GmbH and their licensors, research partners or data providers do not give any warranty, and exclude any liability (whether in negligence or otherwise) with respect thereto generally or specifically in relation to any errors, omissions or interruptions in the Index or its data.