

PRICING SUPPLEMENT

Pricing Supplement dated 30 July 2018

HSBC Bank plc

Programme for the Issuance of Notes and Warrants

Issue of GBP 8,000,000 Automatic Early Redemption Index-Linked Notes due July 2024 linked to a Basket of Indices

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 06 June 2018 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).

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 ("IMD"), 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: | Great Britain Pounds (" GBP ") |
| | (ii) Denomination Currency: | GBP |
| 4 | Aggregate Principal Amount of Notes: | |
| | (i) Series: | GBP 8,000,000 |
| | (ii) Tranche: | GBP 8,000,000 |
| 5 | Issue Price: | 100 per cent. of the Aggregate Principal Amount |
| 6 | (i) Denomination(s): (<i>Condition 2</i>) | GBP 1.00 |
| | (ii) Calculation Amount: | The Denomination |
| | (iii) Aggregate Outstanding Nominal Amount Rounding | Not applicable |
| 7 | (i) Issue Date: | 31 July 2018 |
| | (ii) Interest Commencement Date: | Not applicable |
| | (iii) Trade Date: | 17 July 2018 |
| 8 | Maturity Date: (<i>Condition 7(a)</i>) | 31 July 2024 adjusted in accordance with Following Business Day Convention, subject to early redemption on an Automatic Early Redemption Date (see paragraph 35 below). |
| 9 | Change of interest or redemption basis: | Not applicable |

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

| | | |
|-----------|---|----------------|
| 10 | Fixed Rate Note provisions: (<i>Condition 4</i>) | Not applicable |
| 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

| | | |
|-----------|--|--|
| 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 Indices as defined in paragraph 31(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">- WO_{final} is greater than or equal to 75 per cent, the Issuer shall redeem the Notes on the Maturity Date at 149.20 per cent. of par;- WO_{final} is less than 75 per cent. and a Trigger Event has not occurred with respect to any of the Indices, the Issuer shall redeem the Notes on the Maturity Date at 100 per cent. of par; or- WO_{final} is less than 75 per cent and a Trigger Event has occurred with respect to one or more of the Indices, the Issuer shall 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="text-align: center;">Calculation Amount x WO_{final} /Strike</p> <p>Where:</p> <p>"Trigger Event" means, with respect to a Security, that the Final Index Level per Index (at least one), as determined by the Calculation Agent, is lower than the Trigger Level.</p> <p>"Trigger Level" means, with respect to an Index, the level specified as such in Annex 1 with respect to such Index.</p> <p>"WO_{final}" means, in respect of the Valuation Date, the lowest performance (expressed as a percentage) among the Indices as</p> |

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

$$\text{Min}_{i=1 \text{ to } 2} \left(\frac{S_{\text{Final}}^i}{S_0^i} \right)$$

Where:

"i" means each Index in the basket, 1 to 2.

" S_{Final}^i " means, in respect of an Index (Index_i) and the Valuation Date, the Final Index Level (as defined in paragraph 31(vii) below) of such Index_i.

" S_0^i " means, in respect of an Index (Index_i), the Initial Index Level (as defined in paragraph 31(v) below) of such Index_i.

For information purposes, if more than one Index has the same percentage, the Calculation Agent shall determine which Index is the Worst Performing Index in its sole and absolute discretion.

"**Worst Performing Index**" means the Index for which the performance is the lowest in accordance with the definition of WO_{final} .

"**Strike Level**" means in respect of an Index, 100% of the Initial Index Level of such Index.

"**Strike**" means 100%

| | | |
|-----------|--|--|
| (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(xi) below |
| (iv) | Minimum Final Redemption Amount: | Not applicable |
| (v) | Maximum Final Redemption Amount: | 100 per cent. of the nominal amount |
| 18 | Instalment Notes: (Condition 7(a)) | Not applicable |
| 19 | Early Redemption: | Applicable |
| (i) | Early Redemption Amount (upon redemption for | Fair Market Value |

taxation reasons or
illegality):

(Conditions 7(b) or 7(f))

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

(Condition 11)

- (iii) Other redemption Not applicable
provisions:

GENERAL PROVISIONS APPLICABLE TO THE NOTES

- 20** Form of Notes: Registered Notes
(Condition 2(a))
- 21** New Global Note: No
- 22** If issued in bearer form: Not applicable
- 23** Exchange Date for exchange of Not applicable
Temporary Global Note:
- 24** If issued in registered form: Applicable
- (i) Initially represented by: Regulation S Global Registered Note
- (ii) Regulation S Global Registered No. Paragraph (d) of the Regulation S Global Registered Note does
Note exchangeable at the option of not apply. The Issuer may not elect to exchange a Regulation S
the Issuer in circumstances where Global Registered Note for Regulation S Definitive Registered
the Issuer would suffer a material Notes in the circumstances described in paragraph (d) of the
disadvantage following a change of Regulation S Global Registered Note
law or regulation:
- 25** Payments:
(Condition 9)
- (i) Relevant Financial Centre London
 Day:
- (ii) Payment of Alternative Not applicable
 Payment Currency
 Equivalent:
- (iii) Conversion provisions: Not applicable
- (iv) Underlying Currency Pair Not applicable
 provisions:
- (v) Price Source Disruption: Not applicable

| | | | |
|-----------|-------|--------------------------------------|----------------|
| | (vi) | EM Price Source | Not applicable |
| | | Disruption: | |
| | (vii) | LBMA Physical Settlement provisions: | Not applicable |
| 26 | | Redenomination: (Condition 10) | Not applicable |
| 27 | | Other terms: | See Annexes |

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

| | | | |
|-----------|--------|--|---|
| 28 | | Physical Delivery: | Not applicable |
| 29 | | Provisions for Equity-Linked Notes: | Not applicable |
| 30 | | Additional provisions for Equity-Linked Notes: | Not applicable |
| 31 | | Provisions for Index-Linked Notes: | Applicable |
| | (i) | Index(ices): | The indices comprising the basket specified in Annex 1 below The S&P 500 is a Multiple Exchange Index |
| | (ii) | Index Sponsor: | With respect to each Index, the entity specified as such in respect of such Index in Annex 1 |
| | (iii) | Index Rules: | Not applicable |
| | (iv) | Exchange(s): | With respect to each Index, each exchange or quotation system specified as such in respect of such Index in Annex 1 |
| | (v) | Related Exchange(s): | With respect to each Index, each exchange or quotation system specified as such in respect of such Index in Annex 1 |
| | (vi) | Initial Index Level: | See Annex 1 |
| | (vii) | Final Index Level: | The definition in Condition 22(a) applies |
| | (viii) | Strike Date: | 17 July 2018 |
| | (ix) | Reference Level: | Not applicable |
| | (x) | Adjustments to Indices: | Condition 22(f) applies |
| | (xi) | China Connect Underlying: | No |
| | (xii) | Additional Disruption Event: | The following Additional Disruption Events apply: Change in Law, Hedging Disruption, Increased Cost of Hedging |
| | (xiii) | Index Substitution: | Not applicable |

| | | | |
|----|--|------------|---|
| | (xiv) Alternative Pre-nominated Index: | | Not applicable |
| 32 | Valuation Date(s): | | 17 July 2024, subject to postponement in accordance with Condition 22(e) |
| | (i) Specified Maximum Number of Disrupted Days: | | The definition in Condition 22(a) applies |
| | (ii) 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: | Applicable | |
| | - Automatic Early Redemption Valuation Date(s): | | If WO_j is greater than or equal to the Automatic Early Redemption Level as of any Automatic Early Redemption Valuation Date _j |

Where:

" WO_j " means the lowest performance (expressed as a percentage) among the Indices as determined by the Calculation Agent in accordance with the following formula:

$$\text{Min}_{i=1 \text{ to } 2} \left(\frac{S_j^i}{S_0^i} \right)$$

Where:

" S_j^i " means, in respect of an Index (Index_i) and an Automatic Early Redemption Valuation Date_j, the level of such Index_i on the relevant Exchange at the Valuation Time on such Automatic Early Redemption Valuation Date_j, as determined by the Calculation Agent.

" S_0^i " means, in respect of an Index (Index_i), the Initial Index Level of such Index_i.

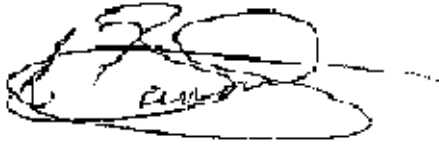
- Automatic Early Redemption Valuation Date: Each date specified as such in Annex 2 ("j" ranking from 1 to 5) (each an "**Automatic Early Redemption Valuation Date_j**").
Each Automatic Early Redemption Valuation Date shall be subject to postponement in accordance with Condition 22(e) as if each reference to "Valuation Date" in such Condition was deemed to be a reference to "Automatic Early Redemption Valuation Date".
- Automatic Early Redemption Date(s): Each date specified as such in the Annex 2 (each an "**Automatic Early Redemption Date_j**") ("j" ranking from 1 to 5) subject to adjustment in accordance with the Business Day Convention
- Automatic Early Redemption Price(s): Each level specified as such in the Annex 2 (each an "**Automatic Early Redemption Level_j**") ("j" ranking from 1 to 5)
- Automatic Early Redemption Amount: Each amount specified as such in Annex 2 ("j" ranking from 1 to 5) (each an "**Automatic Early Redemption Amount_j**"),
- Accrued interest payable on Automatic Early Redemption Date: No, interest does not accrue
- (iv) Interest Adjustment: Not applicable

DISTRIBUTION

- 36** (i) If syndicated, names of Relevant Dealer(s): Not applicable
- (ii) If syndicated, names of other Dealers (if any): Not applicable
- 37** Prohibition of Sales to EEA Retail Investors: Applicable
- 38** Selling restrictions: Not applicable
- 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: Applicable
- Exemption(s) from requirements under Directive 2003/71/EC (as amended) (the "**Prospectus Directive**"): The offer is addressed solely to qualified investors (as such term is defined in the Prospectus Directive).

- 39** Additional selling restrictions: Not applicable
- 40** 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



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. on or around the Issue Date. No assurance can to 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 to be given as to whether or not, or when, such application will be granted.
- (iii) Estimated total expenses of admission to trading: EUR 600

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

details of past and future performance and volatility of the Indices can be obtained from SPX, UKX

OPERATIONAL INFORMATION

- 5 ISIN Code: GB00BFLTMX71
- 6 Common Code: 186049560
- 7 CUSIP: Not applicable
- 8 Valoren Number: Not applicable
- 9 SEDOL: BFLTMX7

| | | |
|-----------|--|-------------------------------------|
| 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): | CREST Account 7451 |
| 14 | Delivery: | Delivery against payment |
| 15 | Settlement procedures: | Medium Term Note |
| 16 | Additional Paying Agent(s) (if any): | Computershare Investor Services plc |
| 17 | Common Depositary: | Not applicable |
| 18 | Calculation Agent: | HSBC Bank plc |
| 19 | ERISA Considerations: | ERISA Prohibited |

ANNEX 1

(This annex forms part of the Pricing Supplement to which it is attached)

Information in relation to underlying Indices

| "i" | Indices | Bloomberg | Index Sponsor | Exchange | Related Exchange | Initial Index Level | Trigger Level |
|------------|----------------|------------------|-------------------------------|---|-------------------------|----------------------------|----------------------|
| 1 | S&P 500 | SPX | Standard & Poor's Corporation | The regulated markets or quotation systems (or any substituting market or system) on which the shares which compose the Index are mainly traded | All Exchanges | 2809.55 | 1826.2075 |
| 2 | FTSE 100 | UKX | FTSE International Limited | London Stock Exchange | All Exchanges | 7626.33 | 4957.1145 |

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_j | Automatic Early Redemption Amount_j |
|------------|--|--|---|--|
| 1 | 17 Jul 2019* | 31 Jul 2019 | 100.00% | 108.20% |
| 2 | 17 Jul 2020* | 31 Jul 2020 | 100.00% | 116.40% |
| 3 | 19 Jul 2021* | 02 Aug 2021 | 95.00% | 124.60% |
| 4 | 18 Jul 2022* | 01 Aug 2022 | 90.00% | 132.80% |
| 5 | 17 Jul 2023* | 31 Jul 2023 | 85.00% | 141.00% |

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

ANNEX [3]

(This Annex forms part of the Pricing Supplement to which it is attached)

Index Disclaimers

STATEMENTS REGARDING THE FTSE® 100 INDEX

The Notes, Warrants and/or Certificates, as the case may be, (the "**Products**") have been developed solely by their respective issuers. The Products are not in any way connected to or sponsored, endorsed, sold or promoted by the London Stock Exchange Group plc and its group undertakings (collectively, the "**LSE Group**"). FTSE Russell is a trading name of certain of the LSE Group companies.

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