

PRICING SUPPLEMENT

Pricing Supplement dated 14 November 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 USD 1,374,000 Equity-Linked Interest Automatic Early Redemption Equity-Linked Notes due November 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 (the "**Conditions**") set forth in the 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and Markets Act 2000 (as amended) or (ii) a base prospectus for the purposes of Directive 2003/71/EC (as amended or superseded, the "Prospectus Directive").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.

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).

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) Denomination Currency:	United States Dollar ("USD")
	(ii) Settlement Currency:	USD
4	Aggregate Principal Amount of Notes	
	(i) Series:	USD 1,374,000
	(ii) Tranche:	USD 1,374,000
5	Issue Price:	100.00 per cent. of the Aggregate Principal Amount
6	(i) Denomination(s): (<i>Condition 2</i>)	USD 1,000
	(ii) Calculation Amount:	The Denomination
7	(i) Issue Date:	15 November 2019
	(ii) Interest Commencement Date:	The Issue Date
	(iii) Trade Date:	31 October 2019
8	Maturity Date: (<i>Condition 7(a)</i>)	15 November 2024, subject to early redemption on an Automatic Early Redemption Date (see paragraph 35 below) and adjusted in accordance with the Following Business Day Convention
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	Applicable

(i) Index/formula/other variable: The basket of Securities as defined in paragraph 29(i) below.

(ii) Provisions for determining interest where calculated by reference to Equity/Index and/or formula and/or other variable: Unless the Notes have been previously redeemed, or purchased and cancelled in accordance with the Conditions, an amount in the Settlement Currency ("**Coupon_j**") shall be paid on the corresponding Variable Coupon Payment Date_j (as defined below) as follows:

- if the Calculation Agent determines that, on a Variable Coupon Valuation Date_j (as set out in Annex 2), Basket_j is greater than or equal to 80 per cent., Coupon_j shall be determined by the Calculation Agent in accordance with the following formula:

$$Coupon_j = j \times 2.50\% - \sum_{k=0}^{j-1} Coupon_k];$$

Otherwise, Coupon_j shall be equal to zero

Where:

"**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:

$$\left(\sum_{i=1}^5 W_i \times \frac{S_{i j}}{S_{i initial}} \right)$$

Where:

" S_j^i " means, in respect of a Security (Security_i) and either a Variable Coupon Valuation Date_j or Automatic Early Redemption Valuation Date_j (as the case may be), the price of such Security_i on the relevant Exchange at the Valuation Time on such Variable Coupon Valuation Date_j or Automatic Early Redemption Valuation Date_j (as the case may be), as determined by the Calculation Agent.

" $S_{Initial}^i$ " means, in respect of a Security (Security_i), the Initial Price (as defined in paragraph 29(v) below) of such Security_i.

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

(iii) Provisions for determining interest 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(xiv) below

(iv) Interest or calculation period(s): Not applicable

(v) Interest Payment Date(s): Each date specified as such in Annex 2 (each a "**Variable Coupon Payment Date_j**"), subject (except in the case of the Maturity Date) to early redemption on an Automatic Early Redemption Date_j and adjusted in accordance with the Business Day Convention.

(vi) Business Day Convention: Following Business Day Convention

(vii) Business Centre(s): New York

(viii) Minimum Interest Rate: Not applicable

(ix) Maximum Interest Rate: Not applicable

(x) Day Count Fraction: Not applicable

PROVISIONS RELATING TO REDEMPTION

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

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

16 Final Redemption Amount of each Note: See paragraph 17 below

(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 basket of Securities as defined in paragraph 29(i) below
- (ii) Provisions for determining Final Redemption Amount where calculated by reference to Equity/ Index and/or formula and/or other variable; Unless previously redeemed or purchased and cancelled, if, on the Valuation Date (as defined in paragraph 32 below), the Calculation Agent determines that:
- $Basket_{final}$ is greater than or equal to 100 per cent, the Issuer shall redeem the Notes on the Maturity Date at USD 1,000 per Calculation Amount; or
 - $Basket_{final}$ is less than 100 per cent. and WO_{final} is greater than or equal to the Strike, the Issuer shall redeem the Notes on the Maturity Date at USD 1,000 per Calculation Amount; or
 - $Basket_{final}$ is less than 100 per cent and WO_{final} is less than the Strike, the Issuer shall redeem the Notes by paying on the Maturity Date 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:

$$\text{Calculation Amount} \times [WO_{final} / \text{Strike}]$$

Where:

"**Basket_{final}**" means, with respect to the Valuation Date, the average performance (expressed as a percentage) of the basket of Securities, as determined by the Calculation Agent in accordance with the following formula:

$$\left(\sum_{i=1}^5 W_i \times \frac{S_{ifinal}}{S_{i0}} \right)$$

Where:

" S_{Final}^i " means, in respect of a Security (Security_i) and the Valuation Date, the Final Price (as defined in paragraph 29(vii) below) of such Security_i.

" S_0^i " means, in respect of a Security (Security_i), the Initial Price (as defined in paragraph 29(v) below) of such Security_i.

"Strike" means 65 per cent.

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

"W_{final}" means, in respect of the Valuation Date, the lowest performance (expressed as a percentage) among the Securities as determined by the Calculation Agent in accordance with the following formula:

$$Min_{i=1 to 5} \left(\frac{S_{Final}^i}{S_0^i} \right)$$

Where:

"i" means each Security in the basket, 1 to 5.

- | | | |
|-------|--|--|
| (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(xiv) below |
| (iv) | Minimum Final Redemption Amount: | Not applicable |
| (v) | Maximum Final Redemption | Not applicable |

	Amount:	
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>Conditions 7(b) or 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:	Applicable – see paragraph 35(iii) and Annex 2

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: (<i>Condition 2(a)</i>)	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	Yes

Definitive Notes:

	(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 Uncertified registered Notes):	Not applicable
25		Payments: (<i>Condition 9</i>)	
	(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)	LBMA Physical Settlement provisions:	Not applicable
26		Redenomination: (<i>Condition 10</i>)	Not applicable
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 _i in Annex 1
	(iv) Related Exchange(s):	With respect to each Security _i , each exchange or quotation system specified as such in respect of such Security _i in Annex 1
	(v) Initial Price:	See Annex 1
	(vi) Strike Date:	31 October 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 22(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: (for Notes relating to Government Bonds and debt securities only)	Condition 22(g)(iii) does not apply
	(xii) Correction of prices:	Condition 22(g)(iv) applies
	(xiii) China Connect Underlying:	No
	(xiv) 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):	31 October 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 (as defined in paragraph 13(ii) above) is greater than or equal to the Automatic Early Redemption Level as of any Automatic Early Redemption Valuation Date _j
	-Automatic Early Redemption Valuation Date:	Each date specified as such in Annex 2 ("j" ranking from 1 to 19) (each an " Automatic Early Redemption Valuation Date_j "). Each Automatic Early Redemption Valuation Date _j 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 19) (each an " Automatic Early Redemption Date_j ") subject to adjustment in accordance with the Following Business Day Convention
	- Automatic Early Redemption Rate:	100 per cent.
	- Automatic Early Redemption Level(s):	100 per cent.
	- Automatic Early Redemption Amount:	The definition in Condition 22(a) applies
	- Accrued interest payable on Automatic Early Redemption:	No, interest does not accrue
	(iv) Interest Adjustment:	Not applicable

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:	Applicable
38	Selling restrictions: United States of America:	TEFRA D Rules 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
39	Exemption(s) from requirements under Directive 2003/71/EC (as amended or superseded, the " Prospectus Directive "):	Not applicable. The offer is made exclusively to investors outside the European Economic Area
40	Additional selling restrictions:	Not applicable
41	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 be 'Ben' followed by a flourish.

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

Save for any fees payable to the Dealer (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 PERFORMANCE OF INDEX/FORMULA/OTHER VARIABLE AND OTHER INFORMATION CONCERNING THE UNDERLYING

Details of past and future performance and volatility of the Securities can be obtained from BA UN, BP/ LN, COP UN, KER FP, and VOD LN

OPERATIONAL INFORMATION

- 5** ISIN Code: XS2076916407
- 6** Common Code: 207691640
- 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 Depositary:	HSBC Bank plc
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 the Securities

"i"	Securities	Underlying company	Bloomberg Code	ISIN code of the Securities	Wi	Exchange	Related Exchange	Initial Price
1	Ordinary Shares of BOEING CO	BOEING CO	BA UN	US0970231058	1/5	New York Stock Exchange	All Exchanges	USD 339.91
2	Ordinary Shares of BP PLC	BP PLC	BP/ LN	GB0007980591	1/5	London Stock Exchange	All Exchanges	GBp 489.3
3	Ordinary Shares of CONOCO PHILLIPS	CONOCOPHILLIPS	COP UN	US20825C1045	1/5	New York Stock Exchange	All Exchanges	USD 55.2
4	Ordinary Shares of KERING	KERING	KER FP	FR0000121485	1/5	Euronext Paris	All Exchanges	EUR 510.2
5	Ordinary Shares of VODAFONE GROUP PLC	VODAFONE GROUP PLC	VOD LN	GB00BH4HKS39	1/5	London Stock Exchange	All Exchanges	GBp 157.4

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	Variable Coupon Valuation Date_j	Variable Coupon Date_j
1.	31 January 2020	14 February 2020	31 January 2020*	14 February 2020
2.	30 April 2020	14 May 2020	30 April 2020*	14 May 2020
3.	31 July 2020	14 August 2020	31 July 2020*	14 August 2020
4.	30 October 2020	16 November 2020	30 October 2020*	16 November 2020
5.	29 January 2021	12 February 2021	29 January 2021*	12 February 2021
6.	30 April 2021	14 May 2021	30 April 2021*	14 May 2021
7.	30 July 2021	13 August 2021	30 July 2021*	13 August 2021
8.	29 October 2021	15 November 2021	29 October 2021*	15 November 2021
9.	31 January 2022	14 February 2022	31 January 2022*	14 February 2022
10.	29 April 2022	13 May 2022	29 April 2022*	13 May 2022
11.	29 July 2022	12 August 2022	29 July 2022*	12 August 2022
12.	31 October 2022	15 November 2022	31 October 2022*	15 November 2022
13.	31 January 2023	14 February 2023	31 January 2023*	14 February 2023
14.	28 April 2023	12 May 2023	28 April 2023*	12 May 2023

	2023			
15.	31 July 2023	14 August 2023	31 July 2023*	14 August 2023
16.	31 October 2023	14 November 2023	31 October 2023*	14 November 2023
17.	31 January 2024	14 February 2024	31 January 2024 *	14 February 2024
18.	30 April 2024	14 May 2024	30 April 2024*	14 May 2024
19.	31 July 2024	14 August 2024	31 July 2024*	14 August 2024
20	None	None	The Valuation Date	The Maturity Date

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