#### PRICING SUPPLEMENT

Pricing Supplement dated 10 November 2020

## **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 GBP 1,000,000 Notes linked to UKSED3P Investments Limited Class A Preference Shares Series 1844

#### PART A – CONTRACTUAL TERMS

This document constitutes the pricing supplement ("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 Terms and Conditions of the Preference Share Linked 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 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 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).

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.

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1.	Issuer:	HSBC Bank plc

2. Tranche number:

- 3. Currency:
  - (i) Settlement Currency:

Great British Pound ("GBP")

(ii) Denomination Currency:

**GBP** 

- 4. Aggregate Principal Amount:
  - (i) Series

GBP 1,000,000

(ii) Tranche

GBP 1,000,000

5. Issue Price:

100 per cent. of the Aggregate Principal

Amount

6. (i) Denomination(s)

GBP 1.000

(Condition 2):

(ii) Calculation Amount:

The Denomination

(iii) Aggregate Outstanding Nominal Amount Rounding Not applicable

7. Is sue Date:

13 November 2020

8. Maturity Date: (Condition 7(a))

Means (1) if the Preference Shares become subject to the auto-call provisions contained in the terms and conditions of the Preference Shares and redemption occurs (or would have become subject to such redemption but for the delay of the date for valuation or determination of the underlying asset or reference basis (or any part thereof) for the Preference Shares on or about such date):

- (i) in the year 2021,12 November 2021:
- (ii) in the year 2022, 14 February 2022;
- (iii) in the year 2022, 16 May 2022;
- (iv) in the year 2022, 12 August 2022;
- (v) in the year 2022, 14 November 2022;
- (vi) in the year 2023,13 February 2023;
- (vii)in the year 2023,15 May 2023;
- (viii) in the year 2023, 14 August 2023;
- (ix) in the year 2023, 13 November 2023;
- (x) in the year 2024, 13 February 2024;
- (xi) in the year 2024, 16 May 2024;
- (xii) in the year 2024, 13 August 2024;

or (2) otherwise 13 November 2024, or, in each case and if later, 2 (two) Business Days following the Valuation Date.

9. Change of interest or redemption basis: Not applicable

## PROVISIONS RELATING TO REDEMPTION

10. Final Redemption Amount of each Note: (Condition 7(a))

The product of:

[Calculation Amount x  $\frac{\text{Share Value}_{\text{final}}}{\text{Share Value}_{\text{inital}}}$ ]

per Calculation Amount

Where:

"Share Value<sub>final</sub>" means the Preference Share Value on the Valuation Date; and

"Share Value initial" means the Preference Share Value on the Initial Valuation Date.

11. Early Redemption Amount:

Yes

(i) Early Redemption Amount (upon redemption for taxation reasons, illegality, following redemption at the option of the Issuer, following the occurrence of a Preference Share Early Redemption Event, an Extraordinary Event or Additional Disruption Event)

Per Calculation Amount, an amount in GBP calculated by the Calculation Agent on the same basis as the Final Redemption Amount except that the definition of Share Value final shall be the Preference Share Value on the day falling 2 (two) Business Days before the due date for early redemption of the Notes.

(Conditions 7(b), 7(c), 11, 23(b), 23(c) or 23(d))

(ii) Other redemption provisions:

Not applicable

#### GENERAL PROVISIONS APPLICABLE TO THE NOTES

12. Form of Notes: Bearer Notes

(Condition 2(a))

13. New Global Note: No

14. If is sued in bearer form:

(i) Initially represented by a Temporary Global Note Global Note or Permanent Global

Note:

The Claim No.

e Yes

(ii) Temporary Global Note exchangeable for Permanent Global

Temporary Global Note exchangeable for a Permanent Global Note which is Note and/or Definitive Notes and/or exchangeable for Definitive Notes only in Registered Notes: limited circumstances specified in the (Condition 2(a)) Permanent Global Note

Yes

(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:

Definitive Notes:

(iv) Coupons to be attached to Not applicable

(v) Talons for future Coupons to be Not applicable attached to Definitive Notes:

15. Exchange Date for exchange of Temporary Not earlier than 40 days after the Issue Date. Global Note:

16. If is sued in registered form (other than Uncertificated Registered Notes):

17. Payments: (Condition 9)

(i) Relevant Financial Centre Day: London

(ii) Payment of Alternative Payment Not applicable Currency Equivalent:

(iii) Conversion provisions: Not applicable(iv) Price Source Disruption: Not applicable

(v) LBMA Physical Settlement provisions: Not applicable

18. Other terms: Condition 23(f)(iv) will not apply to the Notes.

## PROVISIONS APPLICABLE TO PREFERENCE SHARE-LINKED NOTES

19. Provisions for Preference Share-Linked Notes:

(i) Preference Shares: UKSED3P Investments Limited Class A

Preference Shares Series 1844

(ii) Preference Share Is suer: UKSED3P Investments Limited

(iii) Initial Valuation Date: The Issue Date

(iv) Valuation Date: means the 8<sup>th</sup> (eighth) Business Day

following the Preference Share Valuation

Date

(v) Preference Share Valuation Date:

Means (1) if the Preference Shares become subject to the auto-call provisions contained in the terms and conditions of the Preference Shares (or would have become subject to such auto-call provisions but for the delay of the date for valuation or determination of the underlying asset or reference basis (or any part thereof) for the Preference Shares on or about such date):

- (i) in the year 2021, 29 October 2021;
- (ii) in the year 2022, 31 January 2022;
- (iii) in the year 2022, 29 April 2022;
- (iv) in the year 2022, 29 July 2022;
- (v) in the year 2022, 31 October 2022;
- (vi) in the year 2023, 30 January 2023;
- (vii)in the year 2023, 28 April 2023;
- (viii) in the year 2023, 31 July 2023;
- (ix) in the year 2023, 30 October 2023;
- (x) in the year 2024, 30 January 2024;
- (xi) in the year 2024, 30 April 2024;
- (xii) in the year 2024, 30 July 2024;

or (2) otherwise 30 October 2024, or, in each case, if such date for valuation of or any determination of the underlying asset or reference basis (or any part thereof) for the Preference Shares falling on or about such day is to be delayed in accordance with the terms and conditions of the Preference Shares by reas on of a disruption or adjustment event, the Preference Share Valuation Date shall be such delayed valuation or determination date, all as determined by the Calculation Agent.

(vi) Valuation Time:

At or around 5 pm (New York time)

(vii) Extraordinary Event:

Condition 23(c) applies

(viii) Additional Disruption Event:

Condition 23(d) applies. The following Additional Disruption Events apply: Change in Law and Insolvency Filing

20. Additional provisions for Preference Share-Linked Notes: Not applicable

# DISTRIBUTION

21.	(i)	If syndicated, names of Relevant Dealer(s):	Not applicable
	(ii)	If syndicated, names, addresses and underwriting commitments of other Dealer(s) (if any):	Not applicable
22.	Prohibition of Sales to EEA and UK Retail Investors:		Not applicable
23.	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
24.	Regula	tion(s) from requirements under tion (EU) 2017/1129(as amended, the sectus Regulation"):	The offer is addressed to investors who will acquire Notes for a consideration of at least EUR 100,000 (or equivalent amount in another currency) per investor for each separate offer.
25.		onal U.S. federal income tax erations:	The Notes are not Section 871(m) Notes for the purpose of Section 871(m).
26.	Additio	onal selling restrictions:	Not applicable

## CONFIRMED

# **HSBC BANK PLC**

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Ву:	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 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. No assurance can to be given as to whether or not, or when, such application

will be granted.

(iii) Estimated total expenses of EUR 800

admission to trading:

#### 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. PERFORMANCE OF THE PREFERENCE SHARES AND OTHER INFORMATION CONCERNING THE PREFERENCE SHARES AND THE PREFERENCE SHARE UNDERLYING

The Preference Share-Linked Notes relate to the Class A Preference Shares 1844 of the Preference Share Issuer.

The Preference Share Value will be published on the following publicly available website (<a href="https://www.hsbcnet.com/gbm/structured-investments/united-kingdom/investment-managers.html">https://www.hsbcnet.com/gbm/structured-investments/united-kingdom/investment-managers.html</a>).

The performance of the Preference Shares depends on the performance of the relevant underlying asset(s) or basis of reference to which the Preference Shares are linked (the "**Preference Share Underlying**"). The Preference Share Underlying is the NETFLIX INC. and SAPSE.

Information on the Preference Share Underlying (including past and future performance and volatility) is published on the websites of NASDAQ and Xetra.

# **OPERATIONAL INFORMATION**

5.	ISIN Code:	XS2254182848
6.	Common Code:	225418284
7.	CFI Code:	Not applicable
8.	CUSIP:	Not applicable
9.	SEDOL:	Not applicable
10.	Intended to be held in a manner which would allow Eurosystemeligibility:	Not applicable
11.	Any clearing system(s) other than Euroclear and Clearstream, Luxembourg and the relevant identification number(s):	None
12.	Delivery:	Delivery against payment
13.	Settlement procedures:	MediumTerm Note
14.	Additional Paying Agent(s) (if any):	None
15.	Common Depositary:	HSBC Bankplc.
16.	Calculation Agent:	HSBC Bankplc