

PRICING SUPPLEMENT

Pricing Supplement dated 21 November 2018

**HSBC Bank plc
Programme for the Issuance of Notes and Warrants**

Further Issue of GBP 1,000,000

Notes linked to Eukairos Investments Ltd Class A Preference Shares Series 1211

to be consolidated and form a single series with

Issue of GBP 7,237,900

Notes linked to Eukairos Investments Ltd Class A Preference Shares Series 1211

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 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 Preference Share 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' 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 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:	3
3.	Currency:	
	(i) Denomination Currency:	Great Britain Pounds (GBP)
	(ii) Settlement Currency:	GBP
4.	Aggregate Principal Amount:	
	(i) Series	GBP 8,237,900
	(ii) Tranche	GBP 1,000,000
5.	Issue Price:	100 per cent. of the Aggregate Principal Amount
6.	(i) Denomination(s)	GBP 1
	(<i>Condition 2</i>):	
	(ii) Calculation Amount:	The Denomination
	(iii) Aggregate Outstanding Nominal Amount Rounding:	Not applicable
7.	Issue Date:	22 November 2018
8.	Maturity Date:	29 October 2024 or if later, 2 (two)
	(<i>Condition 7(a)</i>)	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: (<i>Condition 7(a)</i>)	<p>The product of:</p> <p>(a) Calculation Amount; and</p> <p>(b) $\frac{\text{Share Value}_{\text{final}}}{\text{Share Value}_{\text{initial}}}$</p> <p>per Calculation Amount</p> <p>Where:</p> <p>"Share Value_{final}" means the Preference Share Value on the Valuation Date; and "Share Value_{initial}" means the Preference Share Value on the Initial Valuation Date.</p>
11.	Early Redemption:	Yes
	(i) Early Redemption Amount (upon redemption for taxation reasons or illegality) (<i>Conditions 7(b) or 7(f)</i>)	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.
	(ii) Early Redemption Amount (following redemption at the option of the Issuer, following an Event of Default, following the occurrence of a Preference Share Early Redemption Event, an Extraordinary Event or Additional Disruption Event): (<i>Conditions 11, 23(b), 23(c) or 23(d)</i>)	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.
	(iii) Other redemption provisions: (<i>Condition 7(i)</i>)	Not applicable

GENERAL PROVISIONS APPLICABLE TO THE NOTES

12.	Form of Notes: (<i>Condition 2(a)</i>)	Registered Notes
13.	New Global Note	No
14.	If issued in bearer form:	Not applicable
15.	Exchange Date for exchange of Temporary Global Note:	Not applicable
16.	If issued in registered form:	Applicable
	(i) Initially represented by:	Regulation S Global Registered Note

(ii) Regulation S Global Registered Note exchangeable at the option of the Issuer in circumstances where the Issuer would suffer a material disadvantage following a change of law or regulation:	No. Paragraph (d) of the Regulation S Global Registered Note does not apply. The Issuer may not elect to exchange a Regulation S Global Registered Note for Regulation S Definitive Registered Notes in the circumstances described in paragraph (d) of the Regulation S Global Registered Note
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| 17. | Payments:
(<i>Condition 9</i>) | |
| | (i) Relevant Financial Centre Day: | London |
| | (ii) Payment of Alternative Payment Currency Equivalent: | Not applicable |
| | (iii) Conversion provisions: | Not applicable |
| | (iv) Underlying Currency Pair provisions: | Not applicable |
| | (iv) Price Source Disruption: | Not applicable |
| | (vi) EM Price Source Disruption: | Not applicable |
| | (vii) LBMA Physical Settlement provisions: | Not applicable |
| 18. | Redenomination:
(<i>Condition 10</i>) | Not applicable |
| 19. | Other terms: | Condition 23(f)(iv) will not apply to the Notes.

For further terms see Annex 1. |

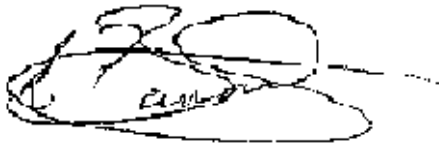
PROVISIONS APPLICABLE TO PREFERENCE SHARE-LINKED NOTES

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| 20. | Provisions for Preference Share-Linked Notes: | |
| | (i) Preference Shares: | Eukairos Investments Ltd Class A Preference Shares Series 1211 |
| | (ii) Preference Share Issuer: | Eukairos Investments Ltd |
| | (iii) Initial Valuation Date: | Issue Date |
| | (iv) Valuation Date: | means the 8th (eighth) Business Day following the Preference Share Valuation Date |

	(v) Preference Share Valuation Date:	15 October 2024, or 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 reason 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 (London 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
21.	Additional provisions for Preference Share-Linked Notes:	Not applicable
DISTRIBUTION		
22.	(i) If syndicated, names of Relevant Dealer(s):	Not applicable
	(ii) If syndicated, names of other Dealer (s) (if any):	Not applicable
23.	Prohibition of Sales to EEA Retail Investors:	Applicable
24.	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 US person (as defined in Regulation S) 40-day Distribution Compliance Period: Not applicable
25.	Exemption(s) from requirements under Directive 2003/711/EC (as amended) (the " Prospectus Directive "):	The offer is addressed solely to qualified investors (as such term is defined in the Prospectus Directive)
26.	Additional U.S. federal income tax considerations:	The Notes are not Section 871(m) Notes for the purpose of Section 871(m).
27.	Additional selling restrictions:	Not applicable

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. 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 EUR 800 admission to trading:

2. RATINGS

Ratings: The Notes have not been 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 their 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 Series 1211 of the Preference Share Issuer.

The Preference Share Value will be published on the following publicly available website:

<https://www.hsbcnet.com/gbm/structured-investments/united-kingdom/investment-managers.html>

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 *FTSE™ 100 Index and Euro STOXX 50®* Information on the Preference Share Underlying (including past and future performance and volatility) is published on the websites of Financial Times Limited and STOXX Limited.

OPERATIONAL INFORMATION

5. ISIN Code: GB00BGV7PM82

6.	Common Code:	189825501
7.	FISM:	Not applicable
8.	CFI Code:	Not applicable
9.	CUSIP:	Not applicable
10.	SEDOL:	Not applicable
11.	Intended to be held in a manner which would allow Eurosystem eligibility:	No. Whilst the designation is specified as "No" at the date of this Pricing Supplement, should the Eurosystem eligibility criteria be amended in the future such that the Notes are capable of meeting them, then the Issuer may (in its absolute discretion) elect to deposit the Notes with one of the ICSDs as common safekeeper. Note that this does not necessarily mean that the Notes will then be recognised as eligible collateral for Eurosystem monetary policy and intra day credit operations by the Eurosystem at any time during their life. Such recognition will depend upon the ECB being satisfied that Eurosystem eligibility criteria have been met.
12.	Any clearing system(s) other than Euroclear and Clearstream, Luxembourg and the relevant identification number(s):	CREST Account 7451
13.	Delivery:	Delivery against payment
14.	Settlement procedures:	Medium Term Note
15.	Additional Paying Agent(s) (if any):	Computershare Investor Services plc
16.	Common Depositary:	Not applicable
17.	Calculation Agent:	HSBC Bank plc
18.	ERISA Considerations:	ERISA prohibited

ANNEX 1

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

Index Disclaimer

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