

PRICING SUPPLEMENT

Pricing Supplement dated 02 November 2017

HSBC Bank plc

Programme for the Issuance of Notes and Warrants

Further Issue of

5,000 European Call Warrants linked to S&P Europe 350 RC10 Index expiring October 2024

to be consolidated and form a single series with the existing

Issue of

12,000 European Call Warrants linked to S&P Europe 350 RC10 Index expiring October 2024

PART A - CONTRACTUAL TERMS

This document constitutes the pricing supplement ("**Pricing Supplement**") relating to the issue of the Tranche of Warrants described herein for the purposes of listing on the Official List of the Irish Stock Exchange and must be read in conjunction with the offering memorandum dated 9 June 2017 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 Warrants (the "**Conditions**") set forth in such Offering Memorandum.

Full information on the Issuer and the offer of the Warrants 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 Warrants that are not to be admitted to listing or trading on any regulated market for the purposes of Directive 2004/39/EC 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).

It is advisable that investors considering acquiring any Warrants understand the risks of transactions involving the Warrants 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 Warrants in light of their particular circumstances (including without limitation their own financial circumstances and investment objectives and the impact the Warrants 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: 2. The Warrants issued under this Pricing Supplement are to be consolidated and form a single series with the 12,000 European Call Warrants linked to S&P Europe 350 RC10 Index expiring October 2024 (the "Original Issue") issued on 9 October 2017.
3. Settlement Currency: Euro ("**EUR**")
4. Aggregate Number of Warrants in the:
 - (i) Series: 17,000 Warrants (equivalent to EUR 17,000,000)
 - (ii) Tranche: 5,000 Warrants (equivalent to EUR 5,000,000)
5. Face Value: EUR 1,000 per Warrant
6. Issue Price: EUR 59.28 per Warrant
7. Issue Date: 03 November 2017
8. Strike Price: Not applicable
9. Type of Warrants: Index Warrant
10. Series represented by: Unrestricted Global Registered Warrant
11. Form of Warrant: Registered Warrants
12. Style of Warrants: The Warrants are European Style Call Warrants. Condition 4 (b) is applicable.
13.
 - (i) Expiry Date: 31 October 2024
 - (ii) Automatic Exercise: Applicable
 - (iii) Exercise Period: Not applicable
 - (iv) Potential Exercise Date(s): Not applicable
14.
 - (i) Minimum Exercise / Minimum Trading Size: 1 Warrant
 - (ii) Permitted Multiple: 1 Warrant
15. Cash Settlement: Applicable. The Warrants are Cash Settlement Warrants. Condition 4(d) (*Cash Settlement*) applies
 - (i) Cash Settlement Amount: Unless previously purchased and cancelled, each of the Warrants shall be exercised on the Expiry Date against payment on the Cash Settlement Payment Date of an amount in respect

of each Warrant in the Settlement Currency determined by the Calculation Agent in accordance with the following formula:

Face Value per Warrant x Min {100% - 90%;max(0, Performance_k - 90%)}

"Performance_k" Will be determined by the Calculation Agent in accordance with the following formula:

Final Index Level / Initial Index Level

(ii)	Cash Settlement Payment Date:	04 November 2024
16.	Physical Settlement:	Not applicable
17.	Index Warrants or Index Basket Warrants:	Applicable. The Warrants are Index Warrants
(i)	Index/Indices:	S&P Europe 350 RC10 Index (Bloomberg: SPEU10EE)
(ii)	Basket:	Not Applicable
(iii)	Index Sponsor(s):	Standard & Poor's Corporation
(iv)	Index Rules:	Not applicable
(v)	Exchange(s):	The regulated markets or quotation systems (or any substituting market or system) on which the shares which compose the Index are mainly traded
(vi)	Related Exchange(s):	All Exchanges
(vii)	Valuation Time:	Definition in Condition 17 applies
(viii)	Valuation Date:	the Expiry Date
(ix)	Averaging Dates:	Not applicable
(x)	Reference Level:	Not applicable
(xi)	Additional Disruption Event:	The following Additional Disruption Events apply: Change in Law, Hedging Disruption, Increased Cost of Hedging, Insolvency Filing
(xii)	Initial Index Level:	146,7010
(xiii)	Final Index Level:	Definition in Condition 17 applies
(xiv)	Adjustment of Indices:	Condition 18(c) applies
(xv)	Strike Date:	02 October 2017

(xvi)	Index Substitution	Not applicable
18.	Security Warrant or Security Basket Warrant:	Not applicable
19.	Averaging Date Market Disruption:	Not applicable
20.	Business Day:	London, TARGET
21.	(i) Payment of Alternative Payment Currency Equivalent:	Not applicable
	(ii) Price Source Disruption:	Not applicable
22.	Business Centre:	London, TARGET
23.	Selling Restrictions:	In addition to the selling restrictions listed in "Purchase and Sale of the Warrants" contained in the Offering Memorandum:
	United States of America	Regulation S
		Warrants may not be sold or offered within the United States of America or to, or for the account or the benefit of, U.S. Persons (as defined in Regulation S).
24.	Other Terms:	See Annex 1

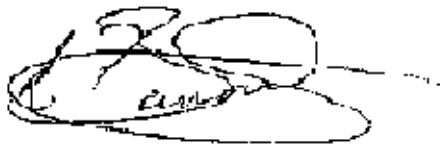
DISTRIBUTION

25. (i)	If syndicated, names of Relevant Manager(s)/Lead Manager(s):	Not applicable
	(ii) If syndicated, names of other Managers (if any):	Not applicable
26.	Prohibition of Sales to EEA Retail Investors:	Not applicable
27.	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)
28.	Additional U.S. federal income tax considerations:	The Warrants are not Section 871(m) Warrants for the purpose of Section 871(m).

28. 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 Warrants to listing on the Official List of the Irish Stock Exchange. 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 Warrants to be admitted to trading on the Global Exchange Market with effect from the Issue Date. No assurance can be given as to whether or not, or when, such application will be granted.
- The Original Issue was admitted to trading on the Global Exchange Market of the Irish Stock Exchange on 09 October 2017.
- (iii) Estimated total expenses of admission to trading: EUR 600

2. INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE/OFFER

Save for any fees payable to the Manager(s) (if any), so far as the Issuer is aware, no person involved in the issue of the Warrants has an interest material to the issue. The Manager(s) and their affiliates have engaged, and may in the 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 the past and future performance and volatility of the Index can be obtained from Bloomberg Page SPEU10EE

OPERATIONAL INFORMATION

5. ISIN Code: GB00BYWYZH99
6. Common Code: 169821704
7. CUSIP: Not applicable
8. Valoren Number: Not applicable
9. SEDOL: Not applicable
10. WKN: Not applicable
11. Any clearing system(s) other than Euroclear and Clearstream, Luxembourg and the relevant identification number(s): None

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|---|--------------------------|
| 12. Delivery: | Delivery against payment |
| 13. Additional Warrant Agent(s) (if any): | None |
| 14. Common Depository: | HSBC Bank plc |
| 15. Calculation Agent: | HSBC France |
| 16. ERISA Considerations: | ERISA prohibited |

ANNEX 1

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

STATEMENTS REGARDING THE S&P EUROPE 350 DAILY RISK CONTROL 10% Index

The "**S&P EUROPE 350 DAILY RISK CONTROL 10%**" (the "Index") is a product of S&P Dow Jones Indices LLC ("SPDJI"), and has been licensed for use by **HSBC**. Standard & Poor's® and S&P® are registered trademarks of Standard & Poor's Financial Services LLC ("S&P"); Dow Jones® is a registered trademark of Dow Jones Trademark Holdings LLC ("Dow Jones"); **[Trademarks]** are trademarks of the **[Licensor]**; and these trademarks have been licensed for use by SPDJI and sublicensed for certain purposes by HSBC. **The Notes** are not sponsored, endorsed, sold or promoted by SPDJI, Dow Jones, S&P, any of their respective affiliates (collectively, "S&P Dow Jones Indices"). S&P Dow Jones Indices makes no representation or warranty, express or implied, to the owners of the **Notes** or any member of the public regarding the advisability of investing in securities generally or in **the Notes** particularly or the ability of the **S&P EUROPE 350 DAILY RISK CONTROL 10%** to track general market performance. S&P Dow Jones Indices' only relationship to **HSBC** with respect to the **S&P EUROPE 350 DAILY RISK CONTROL 10%** is the licensing of the Index and certain trademarks, service marks and/or trade names of S&P Dow Jones Indices and/or its licensors. The **S&P EUROPE 350 DAILY RISK CONTROL 10%** is determined, composed and calculated by S&P Dow Jones Indices without regard to **HSBC** or the **Notes**. S&P Dow Jones Indices have no obligation to take the needs of **HSBC** or the owners of **the Notes** into consideration in determining, composing or calculating the **S&P EUROPE 350 DAILY RISK CONTROL 10%**. S&P Dow Jones Indices are not responsible for and have not participated in the determination of the prices, and amount of **Notes** or the timing of the issuance or sale of **the Notes** or in the determination or calculation of the equation by which **the Notes** is to be converted into cash, surrendered or redeemed, as the case may be. S&P Dow Jones Indices have no obligation or liability in connection with the administration, marketing or trading of **the Notes**. There is no assurance that investment products based on the **S&P EUROPE 350 DAILY RISK CONTROL 10%** will accurately track index performance or provide positive investment returns. S&P Dow Jones Indices LLC is not an investment advisor. Inclusion of a security within an index is not a recommendation by S&P Dow Jones Indices to buy, sell, or hold such security, nor is it considered to be investment advice. S&P DOW JONES INDICES DOES NOT GUARANTEE THE ADEQUACY, ACCURACY, TIMELINESS AND/OR THE COMPLETENESS OF THE INDEX OR ANY DATA RELATED THERETO OR ANY COMMUNICATION, INCLUDING BUT NOT LIMITED TO, ORAL OR WRITTEN COMMUNICATION (INCLUDING ELECTRONIC COMMUNICATIONS) WITH RESPECT THERETO. S&P DOW JONES INDICES SHALL NOT BE SUBJECT TO ANY DAMAGES OR LIABILITY FOR ANY ERRORS, OMISSIONS, OR DELAYS THEREIN. S&P DOW JONES INDICES MAKE NO EXPRESS OR IMPLIED WARRANTIES, AND EXPRESSLY DISCLAIMS ALL WARRANTIES, OF MERCHANTABILITY OR FITNESS FOR A PARTICULAR PURPOSE OR USE OR AS TO RESULTS TO BE OBTAINED BY HSBC, OWNERS OF THE NOTES, OR ANY OTHER PERSON OR ENTITY FROM THE USE OF THE INDEX OR WITH RESPECT TO ANY DATA RELATED THERETO. WITHOUT LIMITING ANY OF THE FOREGOING, IN NO EVENT WHATSOEVER SHALL S&P DOW JONES INDICES BE LIABLE FOR ANY INDIRECT, SPECIAL, INCIDENTAL, PUNITIVE, OR CONSEQUENTIAL DAMAGES INCLUDING BUT NOT LIMITED TO, LOSS OF PROFITS, TRADING LOSSES, LOST TIME OR GOODWILL, EVEN IF THEY HAVE BEEN ADVISED OF THE POSSIBILITY OF SUCH DAMAGES, WHETHER IN CONTRACT, TORT, STRICT LIABILITY, OR OTHERWISE. THERE ARE NO THIRD PARTY BENEFICIARIES OF ANY AGREEMENTS OR ARRANGEMENTS BETWEEN S&P DOW JONES INDICES AND HSBC, OTHER THAN THE LICENSORS OF S&P DOW JONES INDICES.