

## PRICING SUPPLEMENT

Pricing Supplement dated 26 March 2018

**HSBC Bank plc**

### **Programme for the Issuance of Notes and Warrants**

**Further Issue of USD 4,000,000**

**Notes linked to Eukairos Investments Ltd Class A Preference Shares Series EIS 1084**

**to be consolidated and form a single series with**

**Issue of USD 4,029,850**

**Notes linked to Eukairos Investments Ltd Class A Preference Shares Series EIS 1084**

### **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 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 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](http://www.hsbc.com) (please follow 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 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).**

**PROHIBITION OF SALES TO EEA RETAIL INVESTORS** - The Notes are not intended, from 1 January 2018, to be offered, sold or otherwise made available to and, with effect from such date, 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 (“**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 “**PRIPs 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 PRIPs 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.	<b>Issuer:</b>	HSBC Bank plc
2.	<b>Tranche Number:</b>	2
3.	<b>Currency:</b>	
	(i) Settlement Currency	United States Dollar (USD)
	(ii) Denomination Currency:	USD
4.	<b>Aggregate Principal Amount of Notes:</b>	
	(i) Series:	USD 8,029,850
	(ii) Tranche:	USD 4,000,000
5.	<b>Issue Price:</b>	100 per cent. of the Aggregate Principal Amount
6.	(i) Denomination(s): (Condition 2)	USD 1
	(ii) Calculation Amount:	The Denomination
	(iii) Aggregate Outstanding Nominal Amount Rounding:	Not applicable
7.	(i) Issue Date:	27 March 2018
	(ii) Interest Commencement Date:	Not applicable
	(iii) Trade Date:	6 March 2018
8.	<b>Maturity Date:</b> (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):
		(1) in the year 2019, the 13 September 2019
		(2) in the year 2020, the 15 September 2020
		(3) in the year 2021, the 14 September 2021

(4) in the year 2022, the 13 September 2022

(5) in the year 2023, the 13 September 2023

or (2) otherwise 13 September 2024, or, in each case and if later, 2 (two) Business Days following 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:

(a) Calculation Amount; and

(b)  $\frac{\text{Share Value}_{\text{final}}}{\text{Share Value}_{\text{initial}}}$

per Calculation Amount

Where:

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

11. Early Redemption Amount: Applicable

(i) Early Redemption Amount (upon redemption for taxation reasons, illegality, 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)

Per Calculation Amount, an amount in USD calculated by the Calculation Agent on the same basis as the Final Redemption Amount except that the definition of Share Value<sub>final</sub> 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(f), 23(b), 23(c) or 23(d))

(ii) Early Redemption Amount (upon redemption following an Event of Default)  
(Condition 11)

Per Calculation Amount, an amount in USD calculated by the Calculation Agent on the same basis as the Final Redemption Amount except that the definition of Share Value<sub>final</sub> 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: Not applicable

#### GENERAL PROVISIONS APPLICABLE TO THE NOTES

12.	<b>Form of Notes:</b> (Condition 2(a))	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
17.	<b>Payments:</b> (Condition 9)	
	(i) Relevant Financial Centre Day:	New York
	(ii) Payment of Alternative Payment Currency Equivalent:	Not applicable
	(iii) Conversion provisions:	Not applicable
	(iv) Underlying Currency Pair provisions:	Not applicable
	(v) Price Source Disruption:	Not applicable
	(vi) EM Price Source Disruption:	Not applicable
	(vii) LBMA Physical Settlement provisions:	Not applicable
18.	<b>Redenomination:</b> (Condition 10)	Not applicable
19.	<b>Other terms:</b>	See Annex 1

**PROVISIONS APPLICABLE TO PREFERENCE SHARE-LINKED NOTES**

20.	Provisions for Preference Share-Linked Notes:	
	(i) Preference Shares	Eukairos Investments Ltd Class A Preference Shares Series EIS 1084

(ii)	Preference Share Issuer:	Eukairos Investments Ltd
(iii)	Initial Valuation Date:	the Issue Date
(iv)	Valuation Date:	means the 8th (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):
		(1) in the year 2019, the 06 September 2019
		(2) in the year 2020, the 08 September 2020
		(3) in the year 2021, the 07 September 2021
		(4) in the year 2022, the 06 September 2022
		(5) in the year 2023, the 06 September 2023
		or (2) otherwise 06 September 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 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 (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
21.	Additional provisions for Preference Share-Linked Notes:	Not applicable

**DISTRIBUTION**

22.	(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

- |     |   |  |
|-----|---|--|
| 23. | <b>Prohibition of Sales to EEA Retail Investors:</b>  | Applicable   |
| 24. | <b>Selling Restrictions:</b>  | 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). |
| 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. | <b>Additional U.S. federal income tax considerations:</b>   | The Notes are not Section 871(m) Notes for the purpose of Section 871(m).  |
| 27. | <b>Additional selling restrictions:</b>   | Not applicable   |

**CONFIRMED**

Signed on behalf of HSBC Bank plc:



L Barrett

By: -----

*Authorised Signatory*

Date: -----

## PART B - OTHER INFORMATION

### 1. LISTING

- (i) Listing Application has been made to admit the Notes to listing on the Official List of Irish Stock Exchange. No assurance will 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 will be given as to whether or not, or when, such application will be granted
- (iii) Estimated total expenses of admission to EUR 600 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(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 EIS 1084 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 *S&P 500® Index and Russell 2000 Index*. Information on the Preference Share Underlying (including past and future performance and volatility) is published on the websites of Standard & Poor's Corporation and Frank Russell Company .

## OPERATIONAL INFORMATION

5. ISIN Code: GB00BYWSX889
6. Common Code: 179170558
7. CUSIP: Not applicable

8.	Valoren number:	Not applicable
9.	SEDOL:	Not applicable
10.	WKN:	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 and registered in the name of a nominee of one of the ICSDs acting 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 Depository:	Not applicable
17.	Calculation Agent:	HSBC Bank plc
18.	ERISA Considerations:	ERISA prohibited



## ANNEX 1

(This Annex forms part of the Final Terms to which it is attached)

### Index Disclaimer

#### **STATEMENTS REGARDING THE STANDARD & POOR'S 500® INDEX (THE "S&P 500 INDEX")**

Neither the Notes nor the Preference Shares are sponsored, endorsed, sold or promoted by Standard & Poor's Corporation ("S&P"). S&P makes no representation or warranty, express or implied, to any holder of Preference Shares in respect of the Preference Shares, any Noteholders in respect of the Notes or any member of the public regarding the advisability of investing in securities generally or in the Preference Shares or Notes in particular or the ability of the S&P 500 Index to track general stock market performance. S&P's only relationship with the Issuer is the licensing of certain trademarks and trade names of S&P and of the S&P 500 Index which is determined, composed and calculated by S&P without regard to the Issuer or the Preference Shares or Notes.

S&P has no obligation to take the needs of the Issuer or any holders of the Preference Shares or Notes into consideration in determining, composing or calculating the S&P 500 Index. S&P is not responsible for and has not participated in the determination of the timing of, prices at, or quantities of the Preference Shares or Notes to be offered or taken or in the determination or calculation of the equation by which the Preference Shares or Notes are to be converted into cash. S&P has no obligation or liability in connection with the administration, marketing or trading of the Preference Shares.

S&P DOES NOT GUARANTEE THE ACCURACY AND/OR THE COMPLETENESS OF THE S&P 500 INDEX OR ANY DATA INCLUDED THEREIN AND S&P SHALL HAVE NO LIABILITY FOR ANY ERRORS, OMISSIONS, OR INTERRUPTIONS THEREIN. S&P MAKES NO WARRANTY, EXPRESS OR IMPLIED, AS TO RESULTS TO BE OBTAINED BY THE ISSUER IN RESPECT OF THE PREFERENCE SHARES OR NOTES, OR ANY OTHER PERSON OR ENTITY FROM THE USE OF THE S&P 500 INDEX OR ANY DATA INCLUDED THEREIN. S&P MAKES NO EXPRESS OR IMPLIED WARRANTIES, AND EXPRESSLY DISCLAIMS ALL WARRANTIES OF MERCHANTABILITY OR FITNESS FOR A PARTICULAR PURPOSE OR USE WITH RESPECT TO THE S&P 500 INDEX OR ANY DATA INCLUDED THEREIN. WITHOUT LIMITING ANY OF THE FOREGOING, IN NO EVENT SHALL S&P HAVE ANY LIABILITY FOR ANY SPECIAL, PUNITIVE, INDIRECT, OR CONSEQUENTIAL DAMAGES (INCLUDING LOST PROFITS), EVEN IF NOTIFIED OF THE POSSIBILITY OF SUCH DAMAGES.

"Standard & Poor's®", "S&P®", "S&P 500®", "Standard & Poor's 500" and "500" are trademarks of The McGraw-Hill Companies, Inc. and have been licensed for use by the Issuer. The Preference Shares and Notes are not sponsored, endorsed, sold or promoted by S&P and S&P makes no representation regarding the advisability of investing in the Preference Shares or the Notes.

## **STATEMENTS REGARDING THE RUSSELL 2000 INDEX**

Neither the Notes nor the Warrants nor the Certificates are sponsored, endorsed, sold or promoted by Frank Russell Company ("**Russell**"). Russell makes no representation or warranty, express or implied, to the owners of the Notes, the Warrants or the Certificates or any member of the public regarding the advisability of investing in securities generally or in the Notes, the Warrants or the Certificates particularly or the ability of the Russell 2000 Index to track general stock market performance or a segment of the same. Russell's publication of the Russell 2000 Index in no way suggests or implies an opinion by Russell as to the advisability of investment in any or all of the securities upon which the Russell 2000 Index is based. Russell's only relationship to HSBC Bank plc is the licensing of certain trademarks and trade names of Russell and of the Russell 2000 Index which is determined, composed and calculated by Russell without regard to HSBC Bank plc, the Notes, the Warrants or the Certificates. Russell is not responsible for and has not reviewed the Notes, the Warrants or the Certificates nor any associated literature or publications and Russell makes no representation or warranty express or implied as to their accuracy or completeness, or otherwise. Russell reserves the right, at any time and without notice, to alter, amend, terminate or in any way change the Russell 2000 Index. Russell has no obligation or liability in connection with the administration, marketing or trading of the Notes, the Warrants or the Certificates.

RUSSELL DOES NOT GUARANTEE THE ACCURACY AND/OR THE COMPLETENESS OF THE RUSSELL 2000 INDEX OR ANY DATA INCLUDED THEREIN AND RUSSELL SHALL HAVE NO LIABILITY FOR ANY ERRORS, OMISSIONS, OR INTERRUPTIONS THEREIN. RUSSELL MAKES NO WARRANTY, EXPRESS OR IMPLIED, AS TO RESULTS TO BE OBTAINED BY HSBC BANK PLC INVESTORS, OWNERS OF THE NOTES, THE WARRANTS OR THE CERTIFICATES OR ANY OTHER PERSON OR ENTITY FROM THE USE OF THE RUSSELL 2000 INDEX OR ANY DATA INCLUDED THEREIN. RUSSELL MAKES NO EXPRESS OR IMPLIED WARRANTIES, AND EXPRESSLY DISCLAIMS ALL WARRANTIES OR MERCHANTABILITY OR FITNESS FOR A PARTICULAR PURPOSE OR USE WITH RESPECT TO THE RUSSELL 2000 INDEX OR ANY DATA INCLUDED THEREIN. WITHOUT LIMITING ANY OF THE FOREGOING, IN NO EVENT SHALL RUSSELL HAVE ANY LIABILITY FOR ANY SPECIAL, PUNITIVE, INDIRECT, OR CONSEQUENTIAL DAMAGES (INCLUDING LOST PROFITS), EVEN IF NOTIFIED OF THE POSSIBILITY OF SUCH DAMAGES.