

PRICING SUPPLEMENT

Pricing Supplement dated 13 August 2019

HSBC Bank plc Programme for the Issuance of Notes and Warrants

Issue of GBP 1,500,000 Notes linked to Eukairos Investments Ltd Class A Preference Shares Series1451

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 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, 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and Markets Act 2000 (as amended) or (ii) a base prospectus for the purposes of Directive 2003/71/EC (as amended or superseded, the "Prospectus Directive").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).

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) Settlement Currency: | British Pound (" GBP ") |
| | (ii) Denomination Currency: | GBP |
| 4. | Aggregate Principal Amount: | |
| | (i) Series | GBP 1,500,000 |
| | (ii) Tranche | GBP 1,500,000 |
| 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. | Issue Date: | 14 August 2019 |
| 8. | Trade Date: | 31 July 2019 |
| 9. | 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 2020, 14 August 2020; |
| | | (ii) in the year 2021, 13 August 2021; |
| | | (iii) in the year 2022, 12 August 2022; |
| | | (iv) in the year 2023, 14 August 2023; |

(v) in the year 2024, 14 August 2024

or (2) otherwise 14 August 2025, or, in each case and if later, 2 (two) Business Days following the Valuation Date.

10. Change of interest or redemption basis: Not applicable

PROVISIONS RELATING TO REDEMPTION

11. Final Redemption Amount of each Note: The product of:
(*Condition 7(a)*)

(a) Calculation Amount; and

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

per Calculation Amount

Where:

"**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.

12. Early Redemption Amount: Applicable

(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)

(*Condition 7(b), 7(f) 23(b), 23(c) or 23(d)*)

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 (upon redemption following an Event of Default)

(*Condition 11*)

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) Early Redemption Amount (upon redemption following an FX Disruption Event or Benchmark Trigger 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 issue Days before the due date for early redemption of the Notes.
(Condition 9(f)(Y) or 15A)	
(iv) Other redemption provisions:	Not applicable

GENERAL PROVISIONS APPLICABLE TO THE NOTES

13.	Form of Notes: (Condition 2(a))	Bearer
14.	New Global Note:	No
15.	If issued in bearer form:	Applicable
	(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: (Condition 2(a))	Yes Temporary Global Note exchangeable for a 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 Issuer in circumstances where the Issuer would suffer material disadvantage following a change of law or regulation:	Paragraph (c) of the Permanent Global Note does not apply. The Issuer may not elect to exchange a Permanent Global Note for Definitive Notes in the circumstances described in paragraph (c) of the Permanent Global Note.
	(iv) Coupons to be attached to Definitive Notes:	Not applicable
	(v) Talons for future Coupons to be attached to Definitive Notes:	Not applicable
16.	Exchange Date for exchange of Temporary Global Note:	Not earlier than the date which is 40 days after the Issue Date.
17.	If issued in registered form:	Not applicable
18.	Payments: (Condition 9)	
	(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 |
| | (v) Price Source Disruption: | Not applicable |
| | (vi) EM Price Source Disruption: | Not applicable |
| | (vii) LBMA Physical Settlement provisions: | Not applicable |
| 19. | Redenomination:
(<i>Condition 10</i>) | Not applicable |
| 20. | 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

- | | | |
|-----|---|---|
| 21. | Provisions for Preference Share-Linked Notes: | |
| | (i) Preference Shares: | Eukairos Investments Ltd Class A Preference Shares Series 1451 |
| | (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:	<p>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):</p> <p>(i) in the year 2020, 31 July 2020</p> <p>(ii) in the year 2021, 30 July 2021</p> <p>(iii) in the year 2022, 29 July 2022</p> <p>(iv) in the year 2023, 31 July 2023</p> <p>(V) in the year 2024, 31 July 2024</p> <p>or (2) otherwise 31 July 2025, 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.</p>
(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
22.	Additional provisions for Preference Share-Linked Notes:	Not applicable
DISTRIBUTION		
23.	(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
24.	Prohibition of Sales to EEA Retail Investors:	Not applicable

- | | | |
|-----|---|--|
| 25. | 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) |
| 26. | Exemption(s) from requirements under Directive 2003/711/EC (as amended or superseded, the " Prospectus Directive "): | The offer is addressed to investors who will acquire Notes for a consideration of at least EUR100,000 (or equivalent amount in another currency) per investor for each separate offer. |
| 27. | Additional U.S. federal income tax considerations: | The Notes are not Section 871(m) Notes for the purpose of Section 871(m). |
| 28. | Additional selling restrictions: | Not applicable |

CONFIRMED

HSBC BANK PLC

A handwritten signature in black ink, appearing to read "D. Manasse". The signature is written in a cursive style with a horizontal line extending from the end.

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. 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 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 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 Series 1451 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, S&P 500® 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, Standard & Poor's Corporation and STOXX Limited.

OPERATIONAL INFORMATION

5.	ISIN Code:	XS2037332751
6.	Common Code:	203733275
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:	Not applicable
12.	Any clearing system(s) other than Euroclear and Clearstream, Luxembourg and the relevant identification number(s):	None
13.	Delivery:	Delivery against payment
14.	Settlement procedures:	Medium Term Note
15.	Additional Paying Agent(s) (if any):	None
16.	Common Depositary:	HSBC Bank plc
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**THE FTSE™ 100 INDEX**

The Notes are not in any way sponsored, endorsed, sold or promoted by FTSE International Limited ("FTSE") or the London Stock Exchange Group companies ("LSEG") (together the "Licensor Parties") and none of the Licensor Parties make any claim, prediction, warranty or representation whatsoever, expressly or impliedly, either as to (i) the results to be obtained from the use of the FTSE™ 100 Index (the "Index"), (ii) the figure at which the Index is said to stand at any particular time on any particular day or otherwise, or (iii) the suitability of the Index for the purpose to which it is being put in connection with the Notes. None of the Licensor Parties have provided or will provide any financial or investment advice or recommendation in relation to the Index to the Issuer or to its clients. The Index is calculated by FTSE or its agent. None of the Licensor Parties shall be (a) liable (whether in negligence or otherwise) to any person for any error in the Index or (b) under any obligation to advise any person of any error therein.

All rights in the Index vest in FTSE. "FTSE®" is a trade mark of LSEG and is used by FTSE under licence.

(Source: The Financial Times Limited)

THE STANDARD & POOR'S 500® INDEX (THE "S&P 500 INDEX")

The S&P 500 Index is a product of S&P Dow Jones Indices LLC ("SPDJI"), and has been licensed for use by the Issuer. Standard & Poor's®, S&P® and S&P 500® 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"); and these trademarks have been licensed for use by SPDJI and sublicensed for certain purposes by the Issuer. 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 500 Index to track general market performance. S&P Dow Jones Indices' only relationship to the Issuer with respect to the S&P 500 Index is the licensing of the Index and certain trademarks, service marks and/or trade names of S&P Dow Jones Indices or its licensors. The S&P 500 Index is determined, composed and calculated by S&P Dow Jones Indices without regard to the Issuer or the Notes. S&P Dow Jones Indices have no obligation to take the needs of the Issuer or the owners of the Notes into consideration in determining, composing or calculating the S&P 500 Index. S&P Dow Jones Indices is not responsible for and has not participated in the determination of the prices, and amount of the 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 has 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 500 Index 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. Notwithstanding the foregoing, CME Group Inc. and its affiliates may independently issue and/or sponsor financial products unrelated to the Notes currently being

issued by the Issuer, but which may be similar to and competitive with the Notes are linked to the performance of the S&P 500 Index.

S&P DOW JONES INDICES DOES NOT GUARANTEE THE ADEQUACY, ACCURACY, TIMELINESS AND/OR THE COMPLETENESS OF THE S&P 500 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 MAKES 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 THE ISSUER, OWNERS OF THE NOTES, OR ANY OTHER PERSON OR ENTITY FROM THE USE OF THE S&P 500 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 THE ISSUER, OTHER THAN THE LICENSORS OF S&P DOW JONES INDICES.

THE EURO STOXX 50[®] INDEX AND STOXX INDEX

The EURO STOXX 50[®] index or STOXX Index and the trademarks used in the index name are the intellectual property of STOXX Limited, Zurich, Switzerland and/or its licensors. The index is used under license from STOXX. The Notes based on the index are in no way sponsored, endorsed, sold or promoted by STOXX and/or its licensors and neither STOXX nor its licensors shall have any liability with respect thereto.