

## **PRICING SUPPLEMENT**

Dated 12 February 2017

**HSBC Bank plc**

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

**Issue of EUR 1,000,000 Variable Coupon Automatic Early Redemption Equity-Linked Notes due February 2025 linked to ordinary shares of DISTRIBUIDORA INTERNACIONAL**

#### **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** and must be read in conjunction with the Offering Memorandum dated 10 June 2016 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 (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 and [www.hsbc.com](http://www.hsbc.com) (please follow links to 'Investor relations', 'Fixed income securities' and 'Issuance programmes') and copies may be obtained from HSBC Bank plc, 8 Canada Square, London E14 5HQ.

**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 (i) 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).**

**As of the Issue Date, the Issuer has not prepared a key information document in relation to the Notes in accordance with Regulation (EU) No 1286/2014 of the European Parliament and of the Council of 26 November 2014 on key information documents for packaged retail and insurance-based investment products (PRIIPs).**

**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) Denomination Currency:	Euro (" <b>EUR</b> ")
	(ii) Settlement Currency:	EUR
4.	Aggregate Principal Amount of Notes:	
	(i) Series:	EUR 1,000,000
	(ii) Tranche:	EUR 1,000,000
5.	Issue Price:	100 per cent. of the Aggregate Principal Amount
6.	(i) Denomination(s):	EUR 1,000
	<i>(Condition 1(b))</i>	
	(ii) Calculation Amount:	The Denomination
7.	(i) Issue Date:	13 February 2017
	(ii) Interest Commencement Date:	The Issue Date
	(iii) Trade Date:	30 January 2017
8.	Maturity Date:	13 February 2025, subject to early redemption on an Automatic Early Redemption Date and adjusted in accordance with Modified Following Business Day Convention and any applicable Business Centres for the definition of Business Day
	<i>(Condition 7(a))</i>	
9.	Change of interest or redemption basis:	Not applicable

**PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE**

10.	Fixed Rate Note provisions:	Not applicable
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11. Floating Rate Note provisions: Not applicable  
(Condition 5)
12. Zero Coupon Note provisions: Not applicable  
(Condition 6)
13. Equity/Index-Linked Interest Note and other variable-linked interest Note provisions: Applicable
- (i) Equity/Index/formula/other variable: The Security
- (ii) Provisions for determining interest where calculated by reference to Equity/Index and/or formula and/or other variable:
- Unless the Notes have been previously redeemed, or purchased and cancelled in accordance with the Conditions:
- (a) if the Calculation Agent determines that, on an Automatic Early Redemption Valuation Date<sub>j</sub> (as defined in paragraph 34(iii) below), the Release Price of the Security is greater than or equal to Coupon Level<sub>j</sub> (as stated in Annex 1 below) of the Initial Price (as defined in paragraph 28(v) below) of such Security, the amount of interest payable on the immediately succeeding Variable Coupon Interest Payment Date<sub>j</sub> shall be an amount in the Settlement Currency (the "**Variable Coupon Amount**") equal to the product of the Calculation Amount and the Coupon Rate<sub>j</sub> (as stated in Annex 1)
- Otherwise, no coupon will be paid.
- (b) if the Calculation Agent determines that, on the Valuation Date (as defined in paragraph 32 below), the Final Price (as defined in paragraph 28(vii) below) of the Security is greater than or equal to 80 per cent. of the Initial Price of such Security, the

Variable Coupon Amount payable on the Maturity Date shall be an amount in the Settlement Currency equal to the product of the Calculation Amount and 3 per cent.

Otherwise, no coupon will be paid.

Where:

**"Release Price"** means, with respect to an Automatic Early Redemption Valuation Date<sub>j</sub> and subject to the Conditions, the price of the Security as of the Valuation Time on the Exchange on such Automatic Early Redemption Valuation Date<sub>j</sub>, as determined by the Calculation Agent.

(iii) Provisions for determining interest where calculation by reference to Equity/Index and/or formula and/or other variable is impossible or impracticable or otherwise disrupted:	See adjustment provisions specified in paragraphs 28(ix), 28(x), 28(xii) and 28(xiii) below
(iv) Interest or calculation period(s):	Not applicable
(v) Interest Payment Date(s):	Each date specified as such in the Annex 1 (each a " <b>Variable Coupon Interest Payment Date</b> "), adjusted in accordance with the Business Day Convention and any applicable Business Centres for the definition of Business Day and subject (except in the case of the Maturity Date) to early redemption on an Automatic Early Redemption Date
(vi) Business Day Convention:	Modified Following
(vii) Business Centre(s):	TARGET
(viii) Minimum Interest Rate:	Not applicable
(ix) Maximum Interest Rate:	Not applicable
(x) Day Count Fraction:	Not applicable

#### **PROVISIONS RELATING TO REDEMPTION**

14. Issuer's optional redemption (Call Option): ( <i>Condition 7(c)</i> )	Not applicable
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15. Noteholder's optional redemption (Put Option):  
(*Condition 7(d)*) Not applicable
16. Final Redemption Amount of each Note:  
(*Condition 7(a)*) See paragraph 17 below
17. Final Redemption Amount of each Note in cases where the Final Redemption Amount is Equity-Linked/Index-Linked or other variable-linked: Applicable
- (i) Index/formula/other variable: The Security as defined in the paragraph 28(i) below
- (ii) Provisions for determining Final Redemption Amount where calculated by reference to Equity/Index and/or formula and/or other variable:
- **the Final Price (as defined in the paragraph 28(vii) below) of the Security is greater than or equal to the Initial Price (as defined in the paragraph 28(v) below) of such Security, the Issuer shall redeem the Notes on the Maturity Date at 103 per cent. of par; or**
  - **the Final Price of the Security is less than the Initial Price of such Security and** a Trigger Event has not occurred, the Issuer shall redeem the Notes on the Maturity Date at 100 per cent. of par; or
  - **the Final Price of the Security is less than the Initial Price of such Security, and** a Trigger Event has occurred, the Issuer shall redeem the Notes by paying on the Maturity Date an amount in the Settlement Currency in respect of each Note determined by the Calculation Agent in accordance with the following formula:
- Calculation Amount × (Final Price /Strike Price)
- Where:

“**Strike Price**” means 100% of the Initial

Price of the Security.

"**Trigger Event**" means, with respect to the Security, that the Final Price of such Security, as determined by the Calculation Agent, is lower than the Trigger Price.

"**Trigger Price**" means EUR 3.594

	(iii)	Provisions for determining Final Redemption Amount where calculation by reference to Equity/Index and/or formula and/or other variable is impossible or impracticable or otherwise disrupted:	See adjustment provisions specified in paragraphs 28(ix), 28(x), 28(xii) and 28(xiii) below
	(iv)	Minimum Final Redemption Amount:	Not applicable
	(v)	Maximum Final Redemption Amount:	104 per cent. of par
18.		Instalment Notes: ( <i>Condition 7(a)</i> )	Not applicable
19.		Early redemption amount:	Applicable
	(i)	Early redemption amount (upon redemption for taxation reasons, illegality or following an Event of Default): ( <i>Condition 7(b), 7(h) or 11</i> )	Fair Market Value
	(ii)	Other redemption provisions: ( <i>Condition 7(i)</i> )	Not applicable

#### **GENERAL PROVISIONS APPLICABLE TO THE NOTES**

20.		Form of Notes:  ( <i>Condition 2(a)</i> )	Bearer Notes
21.		New Global Note:	No
22.		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:<br><br>(Condition 2(a))  | Temporary Global Note exchangeable for 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: | Yes  |
|     | (iv)  | Coupons to be attached to Definitive Notes:  | Yes  |
|     | (v)   | Talons for future Coupons to be attached to Definitive Notes:  | No   |
| 23. |       | Exchange Date for exchange of Temporary Global Note:   | Not earlier than 40 days following the Issue Date  |
| 24. |       | Payments:<br>(Condition 9)   |  |
|     | (i)   | Relevant Financial Centre Day:   | TARGET   |
|     | (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   |

25. Redenomination:  
(Condition 10) Not applicable

26. Other terms: See Annex

**PROVISIONS APPLICABLE TO INDEX-LINKED NOTES AND EQUITY-LINKED NOTES**

27. Physical Delivery: Not applicable

28. Provisions for Equity-Linked Notes: Applicable

(i) Security(ies): Ordinary shares of DISTRIBUIDORA INTERNACIONAL

(*Bloomberg*: DIA SM)

(ii) Underlying Company(ies): DISTRIBUIDORA INTERNACIONAL

(iii) Exchange(s): Madrid Stock Exchange

(iv) Related Exchange(s): All Exchanges

(v) Initial Price: EUR 4.792

(vi) Strike Date: 30 January 2017

(vii) Final Price: The definition in Condition 22(a) applies

(viii) Reference Price: Not applicable

(ix) Potential Adjustment Event: Condition 22(g)(i) applies

- Extraordinary Dividend (if other than as specified in the definition in Condition 21(a)):

The definition in Condition 22(a) applies

- additional Potential Adjustment Event (for purposes of paragraph (viii) of the definition thereof):

Not applicable



	(x) Extraordinary Event:	Condition 22(g)(ii) applies
	(xi) Conversion: <i>(for Notes relating to Government Bonds and debt securities only)</i>	Condition 22(g)(iii) does not apply
	(xii) Correction of prices:	Condition 22(g)(iv) applies
	(xiii) Additional Disruption Events:	The following Additional Disruption Events apply: Change in Law, Insolvency Filing, Hedging Disruption, Increased Cost of Hedging
29.	Additional provisions for Equity-Linked Notes:	See Annex
30.	Provisions for Index-Linked Interest Note and other variable-linked interest Note provisions:	Not applicable
31.	Valuation Date(s):	06 February 2025, subject to postponement in accordance with Condition 22(e)
	(i) Specified Maximum Number of Disrupted Days:	Not applicable
	(ii) Number of local banking days for the purpose of postponing Disrupted Day Related Payment Dates pursuant to Condition 22(e):	3
32.	Valuation Time:	The definition in Condition 22(a) applies
33.	Averaging Dates:	Not applicable
34.	Other terms or special conditions relating to Index-Linked Notes or Equity-Linked Notes:	Applicable
	(i) Knock-in Event:	Not applicable
	(ii) Knock-out Event:	Not applicable
	(iii) Automatic Early Redemption Event:	The Release Price of the Security is greater than or equal to the Automatic Early Redemption Price as of any Automatic Early Redemption Valuation Date;
		:
		" <b>Release Price</b> " means, with respect to an Automatic Early Redemption Valuation

	Date <sub>j</sub> and subject to the Conditions, the price of the Security as of the Valuation Time on the Exchange on such Automatic Early Redemption Valuation Date <sub>j</sub> , as determined by the Calculation Agent.
- Automatic Early Redemption Valuation Date(s):	Each date specified as such in Annex 1 ("j" ranking from 1 to 31) (each an " <b>Automatic Early Redemption Valuation Date<sub>j</sub></b> "). Each Automatic Early Redemption Valuation Date shall be subject to postponement in accordance with Condition 22(e) as if each reference to "Valuation Date" in such Condition was deemed to be a reference to "Automatic Early Redemption Valuation Date".
- Automatic Early Redemption Price:	See Annex 1
- Automatic Early Redemption Date(s):	Each date specified as such in Annex 1 ("j" ranking from 1 to 31) (each an " <b>Automatic Early Redemption Date<sub>j</sub></b> "), subject to adjustment in accordance with the Following Business Day Convention
- Automatic Early Redemption Amount:	See Annex 1

## DISTRIBUTION

35.	(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
36.	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)
	Exemption(s) from requirements under Directive 2003/711/EC (as amended) (the " <b>Prospectus Directive</b> "):	The offer is addressed to fewer than 150 natural or legal persons (other than qualified investors as defined in the Prospectus Directive).

Additional selling restrictions:

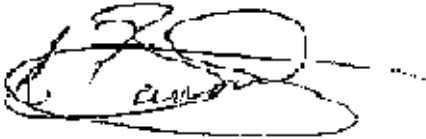
Not applicable

Additional U.S. federal income tax considerations:

The Notes are not Section 871(m) Notes for the purpose of Section 871(m).

**CONFIRMED**

**HSBC BANK PLC**

A handwritten signature in black ink, appearing to be a stylized name, is written over a horizontal line.

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 |

### **2. RATINGS**

Ratings: The Notes are not rated

### **3 INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE**

No person involved in the issue of the Notes has an interest material to the issue. The Dealers 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 REASONS FOR THE OFFER ESTIMATED NET PROCEEDS AND TOTAL EXPENSES**

- |       |                           |                          |
|-------|---------------------------|--------------------------|
| (i)   | Reasons for the offer     | Not applicable           |
| (ii)  | Estimated net proceeds:   | Information not provided |
| (iii) | Estimated total expenses: | Information not provided |

### **5 YIELD**

Indication of yield: Not applicable

6 **PERFORMANCE OF INDEX/FORMULA/OTHER VARIABLE, AND OTHER INFORMATION CONCERNING THE UNDERLYING**

Details of the past and future performance and volatility of the Securities can be obtained from *Bloomberg*.

DIA SM

**OPERATIONAL INFORMATION**

7.	ISIN Code:	XS1560768050
8.	Common Code:	156076805
9.	CUSIP:	Not applicable
10.	Valoren Number:	Not applicable
11.	SEDOL:	Not applicable
12.	WKN:	Not applicable
13.	New Global Note intended to be held in a manner which would allow Eurosystem eligibility:	No
14.	Any clearing system(s) other than Euroclear and Clearstream, Luxembourg and the relevant identification number(s):	None
15.	Delivery:	Delivery against payment
16.	Settlement procedures:	Medium Term Note
17.	Additional Paying Agent(s) (if any):	None
18.	Common Depositary:	HSBC Bank plc
19.	Calculation Agent:	HSBC Bank plc
20.	ERISA Considerations:	ERISA Prohibited

**ANNEX 1**

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

<b>"j"</b>	<b>Automatic Early Redemption Valuation Date<sub>j</sub></b>	<b>Automatic Early Redemption Date<sub>j</sub></b>	<b>Variable Coupon Interest Payment Date<sub>j</sub></b>	<b>Automatic Early Redemption Price<sub>j</sub></b>	<b>Automatic Early Redemption Amount<sub>j</sub></b>	<b>Coupon Rate<sub>j</sub></b>	<b>Coupon Level<sub>j</sub></b>
<b>1</b>	08 May. 2017	15 May. 2017	15 May. 2017	105.00%	104.00%	4.00%	105.00%
<b>2</b>	07 Aug. 2017	14 Aug. 2017	14 Aug. 2017	105.00%	104.00%	4.00%	105.00%
<b>3</b>	06 Nov. 2017	13 Nov. 2017	13 Nov. 2017	100.00%	103.00%	3.00%	95.00%
<b>4</b>	06 Feb. 2018	13 Feb. 2018	13 Feb. 2018	100.00%	103.00%	3.00%	95.00%
<b>5</b>	07 May. 2018	14 May. 2018	14 May. 2018	100.00%	103.00%	3.00%	80.00%
<b>6</b>	06 Aug. 2018	13 Aug. 2018	13 Aug. 2018	100.00%	103.00%	3.00%	80.00%
<b>7</b>	06 Nov. 2018	13 Nov. 2018	13 Nov. 2018	100.00%	103.00%	3.00%	80.00%
<b>8</b>	06 Feb. 2019	13 Feb. 2019	13 Feb. 2019	100.00%	103.00%	3.00%	80.00%
<b>9</b>	06 May. 2019	13 May. 2019	13 May. 2019	100.00%	103.00%	3.00%	80.00%
<b>10</b>	06 Aug. 2019	13 Aug. 2019	13 Aug. 2019	100.00%	103.00%	3.00%	80.00%
<b>11</b>	06 Nov. 2019	13 Nov. 2019	13 Nov. 2019	100.00%	103.00%	3.00%	80.00%
<b>12</b>	06 Feb. 2020	13 Feb. 2020	13 Feb. 2020	100.00%	103.00%	3.00%	80.00%
<b>13</b>	06 May. 2020	13 May. 2020	13 May. 2020	100.00%	103.00%	3.00%	80.00%
<b>14</b>	06 Aug. 2020	13 Aug. 2020	13 Aug. 2020	100.00%	103.00%	3.00%	80.00%
<b>15</b>	06 Nov. 2020	13 Nov. 2020	13 Nov. 2020	100.00%	103.00%	3.00%	80.00%
<b>16</b>	08 Feb. 2021	15 Feb. 2021	15 Feb. 2021	100.00%	103.00%	3.00%	80.00%
<b>17</b>	06 May. 2021	13 May. 2021	13 May. 2021	100.00%	103.00%	3.00%	80.00%
<b>18</b>	06 Aug. 2021	13 Aug. 2021	13 Aug. 2021	100.00%	103.00%	3.00%	80.00%
<b>19</b>	08 Nov. 2021	15 Nov. 2021	15 Nov. 2021	100.00%	103.00%	3.00%	80.00%
<b>20</b>	07 Feb. 2022	14 Feb. 2022	14 Feb. 2022	100.00%	103.00%	3.00%	80.00%
<b>21</b>	06 May. 2022	13 May. 2022	13 May. 2022	100.00%	103.00%	3.00%	80.00%
<b>22</b>	08 Aug. 2022	15 Aug. 2022	15 Aug. 2022	100.00%	103.00%	3.00%	80.00%
<b>23</b>	07 Nov. 2022	14 Nov. 2022	14 Nov. 2022	100.00%	103.00%	3.00%	80.00%
<b>24</b>	06 Feb. 2023	13 Feb. 2023	13 Feb. 2023	100.00%	103.00%	3.00%	80.00%
<b>25</b>	08 May. 2023	15 May. 2023	15 May. 2023	100.00%	103.00%	3.00%	80.00%

26	07 Aug. 2023	14 Aug. 2023	14 Aug. 2023	100.00%	103.00%	3.00%	80.00%
27	06 Nov. 2023	13 Nov. 2023	13 Nov. 2023	100.00%	103.00%	3.00%	80.00%
28	06 Feb. 2024	13 Feb. 2024	13 Feb. 2024	100.00%	103.00%	3.00%	80.00%
29	06 May. 2024	13 May. 2024	13 May. 2024	100.00%	103.00%	3.00%	80.00%
30	06 Aug. 2024	13 Aug. 2024	13 Aug. 2024	100.00%	103.00%	3.00%	80.00%
31	06 Nov. 2024	13 Nov. 2024	13 Nov. 2024	100.00%	103.00%	3.00%	80.00%
32	None	None	The Maturity Date	None	None	3.00%	None

\* Subject to postponement in accordance with Condition 22(e)

