

## **PRICING SUPPLEMENT**

Pricing Supplement dated 02 February 2020

### **HSBC Bank plc**

*(A company incorporated with limited liability in England with registered number 14259)*

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

**Issue of USD 1,300,000 Index-Linked Notes due January 2025 linked STOXX Global 1800 Industry Consumer Goods Index**

#### **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 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 Equity Linked Notes, and Index 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](http://www.hsbc.com) (please follow the 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and Markets Act 2000 (as amended) or (ii) a base prospectus for the purposes of Directive 2003/71/EC (as amended or superseded, the "Prospectus Directive").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).**

**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 (as amended or superseded, the "**Insurance Mediation Directive**"), 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:                                       | 1   |
| 3. | Currency:   |   |
|    | (i) Denomination Currency:                            | United States Dollars (" <b>USD</b> ")  |
|    | (ii) Settlement Currency:                             | USD   |
| 4. | Aggregate Principal Amount of Notes:                  |   |
|    | (i) Series:   | USD 1,300,000   |
|    | (ii) Tranche:   | USD 1,300,000   |
| 5. | Issue Price:  | 14.85 per cent. of the Aggregate Principal Amount                                   |
| 6. | (i) Denomination(s):                                  | USD 1,000   |
|    | (Condition 2)   |   |
|    | (ii) Calculation Amount:                              | The Denomination  |
|    | (iii) Aggregate Outstanding Notional Amount Rounding: | Not applicable  |
| 7. | (i) Issue Date:                                       | 03 February 2020  |
|    | (ii) Interest Commencement Date:                      | Not applicable  |
|    | (iii) Trade Date:                                     | 14 January 2020   |
| 8. | Maturity Date:  | 23 January 2025, adjusted in accordance with the Following Business Day Convention. |
|    | (Condition 7(a))                                      |   |
| 9. | Change of interest or redemption basis:               | Not applicable  |

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

|     |                                |                |
|-----|--------------------------------|----------------|
| 10. | Fixed Rate Note provisions:    | Not applicable |
|     | (Condition 4)                  |                |
| 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: Not applicable

**PROVISIONS RELATING TO REDEMPTION**

14. Issuer's optional redemption (Call Option): Not applicable  
(Condition 7(c))
15. Noteholder's optional redemption (Put Option): Not applicable  
(Condition 7(d))
16. Final Redemption Amount of each Note: See paragraph 17 below  
(Condition 7(a))
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 Index as defined in the paragraph 31(i) below
- (ii) Provisions for determining Final Redemption Amount where calculated by reference to Equity/Index and/or formula and/or other variable: Unless previously redeemed or purchased and cancelled, the Issuer shall redeem the Notes by paying on the Maturity Date an amount in cash in respect of each Note in the Settlement Currency determined by the Calculation Agent in accordance with the following formula :

Calculation Amount ×

{Max((Final Index Level - Strike Price) / Initial Index Level;0)}

Where :

“**Initial Index Level**” means, in respect of the Strike Date, the level of the Index as defined in paragraph 31(vi) below.

“**Final Index Level**” means, in respect of the Valuation Date, the level of the Index as defined in paragraph 31(vii) below.

“**Strike Price**” 100% of initial

|     |       |   |  |
|-----|-------|---|--|
|     | (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 31(x) and 31(xi) below |
|     | (iv)  | Minimum Final Redemption Amount:  | Not applicable   |
|     | (v)   | Maximum Final Redemption Amount:  | Not applicable   |
| 18. |       | Instalment Notes:<br>( <i>Condition 7(a)</i> )  | Not applicable   |
| 19. |       | Early Redemption:   | Applicable   |
|     | (i)   | Early Redemption Amount (upon redemption for taxation reasons or illegality):<br><br>( <i>Condition 7(b) or 7(f)</i> )  | Fair Market Value.   |
|     | (ii)  | Early Redemption Amount (upon redemption following an Event of Default):<br><br>( <i>Condition 11</i> )   | Fair Market Value.   |
|     | (iii) | Early Redemption Amount (upon redemption following an FX Disruption Event or Benchmark Trigger Event):<br><br>( <i>Condition 9(f)(Y) or 15A</i> )   | Fair Market Value.   |
|     | (iv)  | Other redemption provisions:  | Not applicable   |

**GENERAL PROVISIONS APPLICABLE TO THE NOTES**

|     |   |              |
|-----|---|--------------|
| 20. | Form of Notes:<br><br>( <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>( <i>Condition 2(a)</i> )   | Temporary Global Note exchangeable for a Permanent Global Note which is exchangeable for Definitive Notes only in 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:  | No   |
|     | (v)   | Talons for future Coupons to be attached to Definitive Notes:  | No   |
| 23. |       | Exchange Date for exchange of Temporary Global Note:   | Not earlier than the date which is 40 days after the Issue Date.   |
| 24. |       | If issued in registered form:  | Not applicable   |
| 25. |       | Payments:<br>( <i>Condition 9</i> )  |  |
|     | (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   |

|     |                                   |                |
|-----|-----------------------------------|----------------|
| 26. | Redenomination:<br>(Condition 10) | Not applicable |
| 27. | Other terms:                      | See Annexes.   |

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

|     |   |  |
|-----|---|--|
| 28. | Physical Delivery (for Equity-Linked Notes only): | Not applicable   |
| 29. | Provisions for Equity-Linked Notes:               | Not applicable   |
| 30. | Additional provisions for Equity-Linked Notes:    | Not applicable   |
| 31. | Provisions for Index-Linked Notes:                | Applicable   |
|     | (i) Index:  | STOXX Global 1800 Industry Consumer Goods Index (Bloomberg Ticker: SXW1I3R )                                   |
|     | (ii) Index Sponsor:                               | STOXX Limited  |
|     | (iii) Index Rules:                                | Not applicable   |
|     | (iv) Exchange(s):                                 | Euronext Paris   |
|     | (v) Related Exchange(s):                          | All Exchanges  |
|     | (vi) Initial Index Level:                         | 281.16   |
|     | (vii) Final Index Level:                          | The definition in Condition 22(a) applies  |
|     | (viii) Strike Date:                               | 15 January 2020  |
|     | (ix) Reference Level:                             | Not applicable   |
|     | (x) Adjustments to Indices:                       | Condition 22(f) applies  |
|     | (xi) China Connect Underlying                     | No   |
|     | (xii) Additional Disruption Event:                | The following Additional Disruption Events apply: Change in Law, Hedging Disruption, Increased Cost of Hedging |
|     | (xiii) Index Substitution:                        | Not applicable   |
|     | (xiv) Alternative Pre-nominated Index:            | Not applicable   |
| 32. | Valuation Date(s):                                | 14 January 2025 , subject to postponement in accordance with Condition 22(e)                                   |

|     |  |   |
|-----|--|---|
|     | (i) Specified Maximum Number of Disrupted Days:  | The definition in Condition 22(a) applies |
|     | (ii) Number of local banking days for the purpose of postponing Disrupted Day Related Payment Dates pursuant to Condition 22(e): | 3   |
| 33. | Valuation Time:  | The definition in Condition 22(a) applies |
| 34. | Averaging Dates:   | Not applicable                            |
| 35. | Other terms or special conditions relating to Index-Linked Notes or Equity-Linked Notes:   | Not applicable                            |

#### **DISTRIBUTION**

|     |  |   |
|-----|--|---|
| 36. | (i) If syndicated, names of Relevant Dealer(s):  | Not applicable  |
|     | (ii) If syndicated, names of other Dealers:  | Not applicable  |
| 37. | Prohibition of Sales to EEA Retail Investors:  | Applicable  |
| 38. | 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)<br>40-day Distribution Compliance Period: Not applicable |
| 39. | Exemption(s) from requirements under Directive 2003/71/EC (as amended or superseded, the " <b>Prospectus Directive</b> "): |   |



Not applicable. The offer is exclusively available to investors outside the EEA

40 Additional U.S. federal income tax considerations: The Notes are not Section 871(m) Notes for the purpose of Section 871(m).

41. 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 on or around the Issue Date. 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 with effect from 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 admission to trading: | EUR 800  |

### 2. RATINGS

- |          |                         |
|----------|-------------------------|
| Ratings: | The Notes are not rated |
|----------|-------------------------|

## OPERATIONAL INFORMATION

- |     |  |                          |
|-----|--|--------------------------|
| 7.  | ISIN Code:   | XS2105834597             |
| 8.  | Common Code:   | 210583459                |
| 9.  | CUSIP:   | Not applicable           |
| 10. | Valoren Number:  | Not applicable           |
| 11. | SEDOL:   | Not applicable           |
| 12. | WKN:   | Not applicable           |
| 13. | Other identifier / code:   | Not applicable           |
| 14. | Intended to be held in a manner which would allow Eurosystem eligibility:  | Not applicable.          |
| 15. | Any clearing system(s) other than Euroclear and Clearstream, Luxembourg and the relevant identification number(s): | None                     |
| 16. | Delivery:  | Delivery against payment |

- |     |                                      |                  |
|-----|--------------------------------------|------------------|
| 17. | Settlement procedures:               | Medium Term Note |
| 18. | Additional Paying Agent(s) (if any): | None             |
| 19. | Common Depositary:                   | HSBC Bank plc.   |
| 20. | Calculation Agent:                   | HSBC Bank plc.   |
| 21. | ERISA Considerations:                | ERISA prohibited |

## **ANNEX 1**

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

### **Index Disclaimer**

#### **STATEMENTS REGARDING STOXX GLOBAL 1800 INDUSTRY CONSUMER GOODS NET RETURN EUR**

STOXX Limited, Deutsche Börse Group and their licensors, research partners or data providers have no relationship to the Issuers, other than the licensing of the STOXX GLOBAL HEALTH CARE SELECT 30 EUR PRICE and the related trademarks for use in connection with the Notes, Warrants or Certificates, as the case may be.

STOXX, Deutsche Börse Group and their licensors, research partners or data providers do not:

- sponsor, endorse, sell or promote the Notes, Warrants or Certificates, as the case may be;
- recommend that any person invest in the Notes, Warrants or Certificates, as the case may be, or any other securities;
- have any responsibility or liability for or make any decisions about the timing, amount or pricing of the Notes, Warrants or Certificates, as the case may be;
- have any responsibility or liability for the administration, management or marketing of the Notes, Warrants or Certificates, as the case may be; or
- consider the needs of the Notes, Warrants or Certificates, as the case may be, or the owners of the Notes, Warrants or Certificates, as the case may be, in determining, composing or calculating the STOXX GLOBAL 1800 INDUSTRY CONSUMER GOODS NET RETURN EUR or have any obligation to do so.

STOXX, Deutsche Börse Group and their licensors, research partners or data providers give no warranty, and exclude any liability (whether in negligence or otherwise), in connection with the Notes, Warrants or Certificates, as the case may be, or their performance.

STOXX does not assume any contractual relationship with the purchasers of the Notes, Warrants or Certificates, as the case may be, or any other third parties.

Specifically:

- STOXX, Deutsche Börse Group and their licensors, research partners or data providers do not give any warranty, express or implied, and exclude any liability about:
  - the results to be obtained by the Notes, Warrants or Certificates, as the case may be, the owner of the Notes, Warrants or Certificates, as the case may be, or any other person in connection with the use of the STOXX GLOBAL 1800 INDUSTRY CONSUMER GOODS NET RETURN EUR and the data included in the STOXX GLOBAL 1800 INDUSTRY CONSUMER GOODS NET RETURN EUR
  - the accuracy, timeliness and completeness of STOXX GLOBAL 1800 INDUSTRY CONSUMER GOODS NET RETURN EUR and its data;
  - the merchantability and the fitness for a particular purpose or use of the STOXX GLOBAL 1800 INDUSTRY CONSUMER GOODS NET RETURN EUR and its data; or
  - the performance of the Notes, Warrants or Certificates, as the case may be, generally.
- STOXX, Deutsche Börse Group and their licensors, research partners or data providers give no warranty and exclude any liability, for any errors, omissions or interruptions in the STOXX GLOBAL 1800 INDUSTRY CONSUMER GOODS NET RETURN EUR or its data.
- Under no circumstances will STOXX, Deutsche Börse Group or their licensors, research partners or data providers be liable (whether in negligence or otherwise) for any lost profits or

indirect, punitive, special or consequential damages or losses, arising as a result of such errors, omissions or interruptions in STOXX GLOBAL 1800 INDUSTRY CONSUMER GOODS NET RETURN EUR or its data or generally in relation to the Notes, Warrants or Certificates, as the case may be, even in circumstances where STOXX, Deutsche Börse Group or their licensors, research partners or data providers are aware that such loss or damage may occur. The licensing agreement between the Issuers and STOXX is solely for their benefit and not for the benefit of the owners of the Notes, Warrants or Certificates, as the case may be, or any other third parties.