

## PRICING SUPPLEMENT

Pricing Supplement dated 03 May 2019

**HSBC Bank plc**

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

**Issue of**

**USD 64,000 Disperse Coupon Principal-at-Risk Equity-Linked Notes due April 2026**

### **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 6 June 2018 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 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 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 ("**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 "**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) Settlement Currency: United States Dollars ("USD")
  - (ii) Denomination Currency: Settlement Currency
4. Aggregate Principal Amount:
  - (i) Series: USD 64,000
  - (ii) Tranche: USD 64,000
5. Issue Price: 9.5 per cent. of the Aggregate Principal Amount
6.
  - (i) Denomination(s) (*Condition 2*): USD 1,000
  - (ii) Calculation Amount: USD 1,000
  - (iii) Aggregate Outstanding Nominal Amount Rounding: Not applicable
7.
  - (i) Issue Date: 07 May 2019
  - (ii) Interest Commencement Date: Not applicable
  - (iii) Trade Date: 17 April 2019
8. Maturity Date: 27 April 2026 adjusted in accordance with the Business Day Convention (as defined in paragraph 13(vi) below)  
(*Condition 7(a)*)
9. Change of interest or redemption basis: Not applicable

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

10. Fixed Rate Note provisions: (*Condition 4*) Not applicable
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) Index/formula/other variable: As set out in this paragraph 13.
  - (ii) Provisions for determining interest where calculated by reference to Equity/Index and/or formula and/or other variable: In relation to a Calculation Amount and a Valuation Date; (other than the Final Valuation Date) a coupon amount equal to the product of the Calculation Amount and Coupon<sub>j</sub> (depending on the Number of Appreciated Underlyings<sub>j</sub> as set out in the table below) is payable on the corresponding Interest Payment Date falling immediately after such Valuation Date;

<b>Number of Appreciated Underlyings<sub>j</sub></b>	<b>Coupon<sub>j</sub></b>
4	4%
3	2.64%
2	1.32%
Less than 2	0%

"**Number of Appreciated Underlyings<sub>j</sub>**" means, in relation to a Valuation Date<sub>j</sub>, the number of Securities for which  $S^i_j$  is at or above the Coupon Barrier.

" $S^i_j$ " means, in relation to a Valuation Date<sub>j</sub> and a Security, the Final Price of such Security at the Valuation Time on such Valuation Date<sub>j</sub>.

"**Coupon Barrier**" means, in relation to a Security and a Valuation Date<sub>j</sub> (other than the Final Valuation Date) the product of the Initial Price of such Security and the Coupon Barrier Percentage corresponding to such Valuation Date<sub>j</sub>, as specified in the table below.

<b>j</b>	<b>Valuation Date<sub>j</sub></b>	<b>Interest Payment Date<sub>j</sub></b>	<b>Coupon Barrier Percentage</b>
1	20 April 2020	27 April 2020	100%
2	19 April 2021	26 April 2021	100%
3	18 April 2022	25 April 2022	100%
4	18 April 2023	25 April 2023	100%
5	18 April 2024	25 April 2024	100%
6	21 April 2025	28 April 2025	100%

- (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: Condition 22 is applicable
- (iv) Interest or calculation period(s): Not applicable

- (v) Interest Payment Dates: Each Interest Payment Date set out in paragraph 13(ii) above, subject to adjustment in accordance with the Business Day Convention.
- (vi) Business Day Convention: Following Business Day Convention
- (vii) Business Centre(s): New York
- (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): 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: Not applicable
  - (ii) Provisions for determining Final Redemption Amount where calculated by reference to Index and/or formula and/or other variable; Unless previously redeemed or purchased and cancelled, in relation to a Calculation Amount and the Final Valuation Date, a Final Redemption Amount equal to the product of the Calculation Amount and  $Coupon_{final}$  (depending on the Number of Appreciated Underlyings<sub>final</sub> as set out in the table below) is payable on the Maturity Date:

Number of Appreciated Underlyings <sub>final</sub>	Coupon <sub>final</sub>
4	4%
3	2.64%
2	1.32%
Less than 2	0%

"Number of Appreciated Underlyings<sub>final</sub>" means, in relation to the Final Valuation Date, the number of Securities for which  $S^i_{final}$  is at or above the Coupon Barrier<sub>Final</sub>.

" $S^i_{final}$ " means, in relation to a Security, the Final Price of such Security at the Valuation Time on the Final Valuation Date.

"**Coupon Barrier<sub>final</sub>**" means, in relation to a Security and the Final Valuation Date, the product of the Initial Price of such Security multiplied by the Coupon Barrier Percentage<sub>Final</sub>.

"**Coupon Barrier Percentage<sub>final</sub>**" means 100 per cent.

(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:	Not applicable
(iv)	Minimum Final Redemption Amount:	Not applicable
(v)	Maximum Final Redemption Amount:	Not applicable
18.	Instalment Notes: ( <i>Condition 7(a)</i> )	Not applicable
19.	Early Redemption:	
(i)	Early Redemption Amount (upon redemption for taxation reasons or illegality): ( <i>Conditions 7(b) or 7(f)</i> )	Fair Market Value
(ii)	Early Redemption Amount (upon redemption following an Event of Default): ( <i>Condition 11</i> )	Fair Market Value
(iii)	Other redemption provisions:	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:	
(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: ( <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	Yes

Issuer in circumstances where the Issuer would suffer material disadvantage following a change of law or regulation:

- (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 after the Issue Date
- 24. If issued in registered form (other than Uncertificated Registered Notes): Not applicable
- 25. Payments:  
(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) LBMA Physical Settlement provisions: Not applicable
- 26. Redenomination:  
(Condition 10) Not applicable
- 27. Other terms: Not applicable

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

- 28. Physical Delivery: Not applicable
- 29. Provisions for Equity-Linked Notes: Applicable

(i) Security(ies):

i	Underlying	Bloomberg Ticker	Exchange	Initial Price (“S <sup>i</sup> initial”)
1	Ordinary shares of LOCKHEED MARTIN CORP (ISIN US5398301094)	LMT UN	New York Stock Exchange	USD 314.26

2	Ordinary shares of BROAD COM LTD (ISIN US11135 F1012)	AVGO UW	New York Stock Exchange	USD 318.62
3	Ordinary shares of GENERAL ELECTRIC CO (ISIN 3696041 033)	GE UN	New York Stock Exchange	USD 9.35
4	Ordinary shares of VERIZON COMMUNICATIONS INC (ISIN US92343 V1044)	VZ UN	New York Stock Exchange	USD 58.04

- (ii) Underlying Company(ies): See paragraph 29(i) above.
- (iii) Exchange(s): See paragraph 29(i) above.
- (iv) Related Exchange(s): All Exchanges
- (v) Initial Price: See paragraph 29(i) ( $S^{\text{initial}}$ ) above.
- (vi) Strike Date: The definition in Condition 22(a) applies.
- (vii) Final Price: The definition in Condition 22(a) applies.
- (viii) Reference Price: The definition in Condition 22(a) applies.
- (ix) Potential Adjustment Event: Condition 22(g)(i)
- (x) Extraordinary Event: Condition 22(g)(ii) applies.
- (xi) Conversion:  
(for Notes relating to Government Bonds and debt securities only) Not applicable
- (xii) Correction of prices: Condition 22(g)(iv) applies.
- (xii) China Connect Underlying: No
- (xiii) Additional Disruption Event: The following Additional Disruption Events apply:  
Change in Law, Hedging Disruption, Increased Cost of Hedging, Insolvency Filing

30.	Additional provisions for Equity-Linked Notes:	Not applicable
31.	Provisions for Index-Linked Notes:	Not applicable
32.	Valuation Date(s):	Each Valuation Date set out in paragraph 13(ii) above and 17 April 2026 (the " <b>Final Valuation Date</b> ")
	<ul style="list-style-type: none"> <li>• Specified Maximum Number of Disrupted Days:</li> <li>• Number of local banking days for the purpose of postponing Disrupted Day Related Payment Dates pursuant to Condition 22(e):</li> </ul>	<ul style="list-style-type: none"> <li>Eighth Scheduled Trading Day</li> <li>5</li> </ul>
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

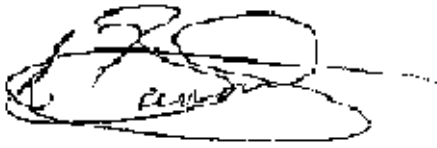
#### **DISTRIBUTION**

36.	(i) If syndicated, names of Relevant Dealer(s):	Not applicable
	(ii) If syndicated, names of other Dealers (if any):	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).
		40-day Distribution Compliance Period: Not applicable
39.	Exemption(s) from requirements under Directive 2003/71/EC (as amended) (the " <b>Prospectus Directive</b> "):	Not applicable. This offer is made exclusively to investors outside the European Economic Area.
40.	Additional U.S. federal income tax considerations:	Not applicable
41.	Additional selling restrictions:	Not applicable



**CONFIRMED**

**HSBC BANK PLC**



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 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 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.

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

Save for any fees payable to the Dealer(s), 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 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

*LMT UN, AVGO UW, GE UN, VZ UN*

### OPERATIONAL INFORMATION

5. ISIN Code: XS1986986013
6. Common Code: 198698601
7. CUSIP: Not applicable
8. Valoren Number: Not applicable
9. SEDOL: Not applicable
10. WKN: Not applicable
11. Other identifier / code: Not applicable
12. Intended to be held in a manner which would allow Eurosystem eligibility: Not applicable
13. Any clearing system(s) other than Euroclear and Clearstream, Luxembourg and the relevant identification number(s): None
14. Delivery: Delivery against payment
15. Settlement procedures: Eurobond

- |     |                                      |                  |
|-----|--------------------------------------|------------------|
| 16. | Additional Paying Agent(s) (if any): | None             |
| 17. | Common Depository:                   | HSBC Bank plc    |
| 18. | Calculation Agent:                   | HSBC Bank plc    |
| 19. | ERISA Considerations:                | ERISA prohibited |