

PRICING SUPPLEMENT

Pricing Supplement dated 19 August 2020

HSBC Bank plc

(a company incorporated in England with registered number 14259; the liability of its members is limited)

Programme for the Issuance of Notes and Warrants

Issue of GBP 8,301,552

Notes linked to UKSED3P Investments Limited Class A Preference Shares Series EIS 1782

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 3 June 2020 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 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 Regulation (EU) 2017/1129 (as amended, the “Prospectus Regulation”). 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 the European Economic Area or in the United Kingdom (other than pursuant to one or more of the exemptions set out in the Prospectus Regulation).

PRIIPs REGULATION - PROHIBITION OF SALES TO EEA AND UK 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**”) or in the United Kingdom (the “**UK**”). 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 (EU) 2016/97 (as amended, the “**Insurance Distribution 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 Regulation. Consequently no key information document required by Regulation (EU) No 1286/2014 (as amended, the “**PRIIPs Regulation**”) for offering or selling the Notes or otherwise making them available to retail investors in the EEA or in the UK has been prepared and therefore offering or selling the Notes or otherwise making them available to any retail investor in the EEA or in the UK 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:	Great British Pound (GBP)
	(ii) Denomination Currency:	GBP
4.	Aggregate Principal Amount of Notes:	
	(i) Series:	GBP 8,301,552
	(ii) Tranche:	GBP 8,301,552
5.	Issue Price:	100 per cent. of the Aggregate Principal Amount
6.	(i) Denomination(s): (Condition 2)	GBP 1
	(ii) Calculation Amount:	The Denomination
	(iii) Aggregate Outstanding Nominal Amount Rounding:	Not applicable
7.	Issue Date:	20 August 2020
8.	Trade Date:	6 August 2020
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):
		(1) in the year 2021, the 20 August 2021
		(2) in the year 2022, the 22 August 2022
		(3) in the year 2023, the 21 August 2023
		(4) in the year 2024, the 20 August 2024

(5) in the year 2025, the 20 August 2025

or (2) otherwise 20 August 2026, or, in each case and if later, 2 (two) Business Days following Valuation Date

10. **Change of interest or redemption basis:** Not applicable

PROVISIONS RELATING TO REDEMPTION

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

(a) Calculation Amount; and

$$\frac{\text{Share Value}_{\text{final}}}{\text{Share Value}_{\text{initial}}}$$

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 an event of default, 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) Other redemption provisions: Not applicable

GENERAL PROVISIONS APPLICABLE TO THE NOTES

13. **Form of Notes:** Registered Notes
(*Condition 2(a)*)

14. Issued under the new safekeeping structure: No
15. If issued in bearer form: Not applicable
16. Exchange Date for exchange of Temporary Global Note: Not applicable
17. If issued in registered form:
- (i) Initially represented by: Regulation S Global Registered Note
- 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.
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. **Other terms:** See Annex 1

PROVISIONS APPLICABLE TO PREFERENCE SHARE-LINKED NOTES

20. Provisions for Preference Share-Linked Notes:
- (i) Preference Shares: UKSED3P Investments Limited Class A Preference Shares Series EIS 1782
- (ii) Preference Share Issuer: UKSED3P Investments Limited
- (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 2021, the 06 August 2021

(2) in the year 2022, the 08 August 2022

(3) in the year 2023, the 07 August 2023

(4) in the year 2024, the 06 August 2024

(5) in the year 2025, the 06 August 2025

or (2) otherwise 06 August 2026, 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): Not applicable

(ii) If syndicated, names, addresses and underwriting commitments of other Dealers (if any): Not applicable

23. **Prohibition of Sales to EEA and UK Retail Investors:** Applicable

24. **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

- 25. Exemption(s) from requirements under Regulation (EU) 2017/1129 (as amended) (the "Prospectus Regulation"):
The offer is addressed solely to qualified investors (as such term is defined in the Prospectus Regulation)
- 26. **Additional U.S. federal income tax considerations:**
The Notes are not Section 871(m) Notes for the purpose of Section 871(m).
- 27. **Additional selling restrictions:**
Not applicable

CONFIRMED

Signed on behalf of HSBC Bank plc:



Ben Ware

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 EUR 800 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, 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 EIS 1782 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 iSTOXX Global ESG Select 50 Price Return Index ®. Information on the Preference Share Underlying (including past and future performance and volatility) is published on the website of STOXX Limited.

5. REASONS FOR THE OFFER

Not applicable

OPERATIONAL INFORMATION

- 6. ISIN Code: GB00BLDG7W26

7.	Common Code:	221935462
8.	CUSIP:	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):	CREST: Account HTQAN
14.	Delivery:	Delivery against payment
15.	Settlement procedures:	Medium Term Note
16.	Additional Paying Agent(s) (if any):	Computershare Investor Services PLC
17.	Common Depositary:	Not applicable
18.	Calculation Agent:	HSBC Bank plc
19.	ERISA Considerations:	ERISA prohibited

USE OF PROCEEDS - GREEN BONDS

The Issuer will use the net proceeds of the issuance of the Notes to fund eligible businesses and projects in Eligible Sectors (as defined below and further described within the HSBC Green Bond Framework dated 6 November 2015 available on the following webpage: <https://www.hsbc.com/investors/fixed-income-investors/green-and-sustainability-bonds> (the "**HSBC Green Bond Framework**")).

"**Eligible Sectors**" include the following sectors:

- Renewable Energy
- Energy Efficiency
- Efficient Buildings
- Sustainable Waste Management
- Sustainable Land Use
- Clean Transportation
- Sustainable Water Management
- Climate Change Adaptation

"**Excluded Sectors**"

Businesses and projects that are involved in the following operations will be ineligible to use the net proceeds of the Notes:

- nuclear power generation
- weapons
- alcohol
- gambling / adult entertainment

Where any portion of the net proceeds of the Notes has not been applied directly to fund eligible businesses and projects in Eligible Sectors, such proceeds may be invested according to local liquidity management guidelines.

Management of Proceeds

The Issuer will track the use of the net proceeds of the Notes via its internal information systems.

Reporting on Use of Proceeds

The Issuer will provide a green progress report (the "**Green Progress Report**") with respect to the Notes (for so long as they are outstanding) on an annual basis including:

- aggregate amounts of funds allocated to each of the Eligible Sectors together with a description of the types of business and projects financed;
- the remaining balance of unallocated proceeds of the Notes at the reporting period end; and
- confirmation that the use of the net proceeds of the Notes conforms with the HSBC Green Bond Framework.

Report") with respect to the Notes (for so long as they are outstanding) on an annual basis including:

- aggregate amounts of funds allocated to each of the Eligible Sectors together with a description of the types of business and projects financed;
- the remaining balance of unallocated proceeds of the Notes at the reporting period end; and
- confirmation that the use of the net proceeds of the Notes conforms with the HSBC Green Bond Framework.

Assurance

A second party opinion has been obtained from an appropriate provider to confirm the validity of the HSBC Green Bond Framework. The second party opinion is published on the following webpage:

<https://www.hsbc.com/investors/fixed-income-investors/green-and-sustainability-bonds>.

The Issuer will engage an appropriate external assurance provider to independently assure the Green Progress Report, on an annual basis, and opine on its conformity with the HSBC Green Bond Framework.

The annual Green Progress Report and related assurance report will be made available to the public on the following webpage: <https://www.hsbc.com/investors/fixed-income-investors/green-and-sustainability-bonds>.

ANNEX 1

(This Annex forms part of the Pricing Supplement to which it is attached.)

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