

PRICING SUPPLEMENT

Pricing Supplement dated 12 February 2020

HSBC Bank plc
Programme for the Issuance of Notes and Warrants

**Issue of GBP 4,832,000 Notes linked to Eukairos Investments Ltd Class A Preference
 Shares Series 1638**

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and Markets Act 2000 (as amended) or (ii) a base prospectus for the purposes of Directive 2003/71/EC (as amended or superseded, the "Prospectus Directive").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: Great British Pounds ("**GBP**")
 - (ii) Denomination Currency: GBP
4. Aggregate Principal Amount:
 - (i) Series: GBP 4,832,000
 - (ii) Tranche: GBP 4,832,000
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: 13 February 2020
8. Trade Date: 28 January 2020
9. Maturity Date: 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 2021, 15 February 2021
 - (ii) in the year 2022, 15 February 2022
 - (iii) in the year 2023, 13 February 2023

(iv) in the year 2024, 13 February 2024

(v) in the year 2025, 13 February 2025

or (2) otherwise 13 February 2026 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 $\text{Share Value}_{\text{final}}$ 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)	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.
(Condition 11)	
(iii) 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))	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. 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

20. Provisions for Preference Share-Linked Notes:
- (i) Preference Shares: Eukairos Investments Ltd Class A Preference Shares Series 1638
 - (ii) Preference Share Issuer: Eukairos Investments Ltd
 - (iii) Initial Valuation Date: 13 February 2020
 - (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):
- (i) in the year 2021, 29 January 2021
 - (ii) in the year 2022, 31 January 2022
 - (iii) in the year 2023, 30 January 2023
 - (iv) in the year 2024, 29 January 2024
 - (v) in the year 2025, 29 January 2025

or (2) otherwise 29 January 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:

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 Dealer(s) (if any):	Not applicable
23.	Prohibition of Sales to EEA Retail Investors:	Not applicable
24.	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)
25.	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
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

HSBC BANK PLC



Ben Ware (A40541)

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 EUR 800 admission to 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(s), and their 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 1638 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 Nikkei 225 Index. Information on the Preference Share Underlying (including past and future performance and volatility) is published on the website of Nikon Keizai Shinbun, Inc.

OPERATIONAL INFORMATION

5. ISIN Code: XS2113339878

6.	Common Code:	211333987
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:	No
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 Depository:	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

STATEMENTS REGARDING THE NIKKEI INDEX

The Nikkei Stock Average (the "**Index**") is the intellectual property of Nikkei Inc. (the "**Index Sponsor**"). "Nikkei", "Nikkei Stock Average", and "Nikkei 225" are the service marks of Nikkei Inc. Nikkei Inc. reserves all the rights, including copyright, to the Index.

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In addition, the Index Sponsor gives no assurance regarding any modification or change in any methodology used in calculating the Index and is under no obligation to continue the calculation, publication and dissemination of the Index.