

FINAL TERMS

Final Terms dated 29 January 2024

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

USD 11,000,000 Growth Notes due February 2026 linked to the RUSSELL 2000 Index

PART A - CONTRACTUAL TERMS

This document constitutes the final terms (the "**Final Terms**") relating to the issue of the Tranche of Notes described herein and must be read in conjunction with the Base Prospectus dated 23 June 2023 as supplemented from time to time (the "**Base Prospectus**"). The Base Prospectus is a base prospectus in accordance with Art. 35 para. 1 of the Financial Services Act ("**FinSA**") and has been evaluated and approved pursuant to Art. 51 et seq. of the FinSA and Art. 59 et seq. of the Financial Services Ordinance ("**FinSO**") by the reviewing body SIX Exchange Regulation AG ("**Reviewing Body**"). 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 Base Prospectus. The Alternative Note General Conditions do not apply to the Notes.

Except as disclosed in these Final Terms and the Base Prospectus, there has been no significant change in the financial or trading position of the Issuer and its subsidiary undertakings since 30 June 2023.

Full information on the Issuer and the offer of the Notes is only available on the basis of the combination of these Final Terms and the Base Prospectus. The Base Prospectus 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 Base Prospectus does not comprise (i) a base prospectus for the purposes of Regulation (EU) 2017/1129 as it forms part of domestic law by virtue of the European Union (Withdrawal) Act 2018, as amended, (the "EUWA") (the "UK Prospectus Regulation") or (ii) a base prospectus for the purposes of Regulation (EU) 2017/1129 (as amended, the "EU Prospectus Regulation"). The Base Prospectus 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, "MiFID II") or Regulation (EU) No 600/2014 as it forms part of domestic law by virtue of the EUWA ("UK MiFIR") and not to be offered to the public in the United Kingdom (the "UK") (other than pursuant to one or more of the exemptions set out in Section 86 of the Financial Services and Markets Act 2000 (as amended, the "FSMA")) or a Member State of the European Economic Area (other than pursuant to one or more of the exemptions set out in Article 1(4) of the EU Prospectus Regulation).

The Notes do not constitute a collective investment scheme as defined in the Federal Collective Investment Schemes Act ("CISA") and are therefore neither governed by the CISA nor subject to supervision by the Swiss Financial Market Supervisory Authority ("FINMA"). Accordingly, Noteholders do not have the benefit of the specific investor protection provided under the CISA. Noteholders bear the issuer risk.

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 Base Prospectus and these Final Terms. Investors should consider carefully the risk factors set forth under "*Risk Factors*" in the Base Prospectus.

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 11,000,000
 - (ii) Tranche: USD 11,000,000
5. Issue Price: 100 per cent. of the Aggregate Principal Amount
6. (i) Denomination(s): USD 1,000
(Condition 2)
 - (ii) Calculation Amount: USD 1,000
 - (iii) Aggregate Outstanding Nominal Amount Rounding: Not applicable
7. (i) Issue Date: 31 January 2024
 - (ii) Interest Commencement Date: Not applicable
 - (iii) Trade Date: 24 January 2024
8. Maturity Date: 2 February 2026 adjusted in accordance with 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: Not applicable

(Put Option):
(Condition 7(d))

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, Inflation Rate-Linked or other variable-linked: Applicable
- (i) Index/formula/other variable: The Index as defined in paragraph 31(i)
- (ii) Provisions for determining Final Redemption Amount where calculated by reference to Index and/or formula and/or other variable; Unless the Notes have been previously redeemed, or purchased and cancelled in accordance with the Conditions, if the Calculation Agent determines that:

(a) **a Barrier Event has not occurred**, the Issuer shall redeem the Notes on the Maturity Date at an amount in the Settlement Currency in respect of each Note (of the Calculation Amount) determined by the Calculation Agent in accordance with the following formula:

$$\text{Calculation Amount} \times (100\% + \max(0; \text{Perf}_{\text{final}} - \text{Strike}))$$

(b) **a Barrier Event has occurred**, the Issuer shall redeem the Notes on the Maturity Date at an amount in the Settlement Currency in respect of each Note (of the Calculation Amount) determined by the Calculation Agent in accordance with the following formula:

$$\text{Calculation Amount} \times (100\% + \text{Rebate})$$

Where:

"Barrier Event" means an event which will be deemed to have occurred if the level of the Index on the relevant Exchange (or, with respect to a Multiple Exchange Index, the official level of such Index as calculated and published by the Index Sponsor) is, as determined by the Calculation Agent, as of any time during the Barrier Period greater than or equal to the Barrier Level of such Index.

"Barrier Level" means, in respect of the Index, 130.0000 per cent. of the Initial Index Level of such Index.

"Barrier Period" means the period from (and including) the Strike Date to (and including) the Valuation Date.

"Perf_{final}" means, with respect to the Valuation Date, the performance (expressed as a percentage) of the Index be determined by the Calculation Agent in accordance with the following formula:

$$\frac{\text{Final Index Level}}{\text{Initial Index Level}}$$

"Rebate" means 13.00 per cent.

"Strike" means 100.00 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: See adjustment provisions specified in paragraphs 31(x) and 31(xii).
- (iv) Minimum Final Redemption Amount: Not applicable
- (v) Maximum Final Redemption Amount: Not applicable
- 18. Instalment Notes: (Condition 7(a)) Not applicable
- 19. Early Redemption:
 - (i) Early Redemption Amount (upon redemption for taxation reasons or illegality): (Condition 7(b)) or 7(f) Fair Market Value
 - (ii) Early Redemption Amount (upon redemption following an Event of Default): (Condition 11) Fair Market Value
 - (iii) Early Redemption Amount (upon redemption following an FX Disruption Event or a Benchmark Trigger Event): (Condition 9(e)(Y) or 15A) Fair Market Value
 - (iv) Other redemption provisions: Not applicable

GENERAL PROVISIONS APPLICABLE TO THE NOTES

- 20. Form of Notes: (Condition 2(a)) Bearer Notes
- 21. New Global Note: No
- 22. If issued in bearer form: Applicable
 - (i) Initially represented by a Temporary Global Note Temporary Global Note

	or Permanent Global Note:	
(ii)	Temporary Global Note exchangeable for Permanent Global Note and/or Definitive Notes: <i>(Condition 2(a))</i>	Yes. 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:	Not applicable
(v)	Talons for future Coupons to be attached to Definitive Notes:	Not applicable
23.	Exchange Date for exchange of Temporary Global Note:	Not earlier than 40 days after the Issue Date
24.	If issued in registered form:	Not applicable
25.	Payments: <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)	LBMA Physical Settlement provisions:	Not applicable
(vii)	Physical Settlement provisions:	Not applicable
26.	Redenomination: <i>(Condition 10)</i>	Not applicable
27.	Other terms:	The Business Centre(s) for the purposes of the definition of "Business Day" is: New York.

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

28.	Physical Delivery:	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(ices):	The Index specified as such in Annex 1
	(ii) Index Sponsor:	In respect of an Index, the entity specified as such in Annex 1
	(iii) Index Rules:	Not applicable
	(iv) Exchange(s):	In respect of an Index, the exchange or quotation system specified as such in Annex 1
	(v) Related Exchange(s):	In respect of an Index, All Exchanges
	(vi) Initial Index Level:	The definition in Condition 22(a) applies, the level in respect of an Index being the level specified as such in Annex 1
	(vii) Final Index Level:	The definition in Condition 22(a) applies
	(viii) Strike Date:	24 January 2024
	(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):	26 January 2026
	• Specified Maximum Number of Disrupted Days:	The definition in Condition 22(a) applies
	• 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 |

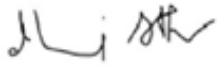
DISTRIBUTION

- | | | |
|-----|--|--|
| 36. | (i) If syndicated, names of Relevant Dealer(s): | Not applicable |
| | (ii) If syndicated, names of other Dealers (if any): | Not applicable |
| 37. | Prohibition of Sales to EEA Retail Investors: | Not applicable |
| 38. | Prohibition of Sales to UK Retail Investors: | Not applicable |
| 39. | 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 |
| 40. | Exemption(s) from requirements under Regulation (EU) 2017/1129 (as amended, the " EU Prospectus Regulation "): | The offer is addressed to investors who will acquire Notes for a consideration of at least EUR 100,000 (or equivalent amount in another currency) per investor for each separate offer |
| 41. | Exemption(s) from requirements under Regulation (EU) 2017/1129 as it forms part of domestic law by virtue of the EUWA (the " UK Prospectus Regulation "): | The offer is addressed to investors who will acquire Notes for a consideration of at least EUR 100,000 (or equivalent amount in another currency) per investor for each separate offer |
| 42. | Additional U.S. federal income tax considerations: | The Notes are not Section 871(m) Notes for the purpose of Section 871(m). |
| 43. | Additional selling restrictions: | Not applicable |

CONFIRMED

HSBC BANK PLC



Baljee Swaminathan

By:
Authorised Signatory

Date:

PART B - OTHER INFORMATION

1. LISTING

- | | | |
|-------|---|----------------|
| (i) | Listing: | Not applicable |
| (ii) | Admission to trading: | Not applicable |
| (iii) | Estimated total expenses of admission to trading: | Not applicable |

2. RATINGS

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

OPERATIONAL INFORMATION

- | | | |
|-----|--|--|
| 3. | ISIN Code: | XS2739724479 |
| 4. | Common Code: | 273972447 |
| 5. | CUSIP: | Not applicable |
| 6. | Valoren Number: | 130504856 |
| 7. | SEDOL: | Not applicable |
| 8. | WKN: | Not applicable |
| 9. | Other identifier / code: | Not applicable |
| 10. | Type: | The Notes are categorised as Barrier Capital Protection Certificate (1130) in accordance with the Swiss Derivative Map of the Swiss Structured Products Association. |
| 11. | Level of capital protection, where applicable. | Notes are 100 per cent. capital protected at maturity |
| 12. | Additional information on the underlying(s) for Notes on equity or debt securities, where applicable | Not applicable |
| 13. | Additional information on the underlying(s) for Notes on collective investment schemes, where applicable | Not applicable |

- | | | |
|-----|--|---|
| 14. | Additional Information on the underlying(s) for Notes on indices, where applicable: | Please refer to paragraph 31 above. The Index is a price index. Further information on the Index is available at:

www.ftserussell.com |
| 15. | Additional information on the underlying(s) for Notes on baskets of underlying(s), where applicable: | Not applicable |
| 16. | Intended to be held in a manner which would allow Eurosystem eligibility: | Not applicable |
| 17. | Any clearing system(s) other than Euroclear and Clearstream, Luxembourg and the relevant identification number(s): | None |
| 18. | Delivery: | Delivery against payment |
| 19. | Settlement procedures: | Medium Term Note |
| 20. | Additional Paying Agent(s) (if any): | None |
| 21. | Common Depository: | HSBC Bank plc |
| 22. | Calculation Agent: | HSBC Bank plc |

TERMS AND CONDITIONS OF THE OFFER

- | | | |
|-----|--|--|
| 23. | Offer Price: | Issue Price |
| 24. | Total amount of the issue/offer: | 11,000 Notes will be issued. A copy of these Final Terms will be published and filed with SIX Exchange Regulation AG. The public offer of the Notes is permitted in Switzerland. |
| 25. | The time period, including any possible amendments, during which the offer will be open: | The period from (and including) 21 December 2023 to (and including) the Strike Date (the " Offer Period "). The Issuer reserves the right for any reason to close the time period early |
| 26. | Conditions to which the offer is subject: | The Issuer may close the Offer Period prior to the Strike Date if the Notes are fully subscribed before such date |
| 27. | Description of the application process: | A prospective investor should contact their financial adviser, bank or financial intermediary during the Offer Period. An investor will subscribe for the Notes in accordance with the arrangements existing between such financial adviser, bank or financial intermediary and its customer relating to the subscription of securities generally and not directly with the Issuer.

Persons interested in purchasing Notes should contact their financial adviser. If an investor wishes to purchase Notes, such investor should (a) be aware that sales in the relevant jurisdiction may not be permitted; and (b) contact its financial adviser, bank or financial intermediary for more information. |
| 28. | Details of the minimum and/or maximum amount of application: | Minimum of USD 1,000 (except for distribution in the European Economic Area or the United Kingdom where the offer is only addressed to investors who will acquire at least EUR 100,000 (or equivalent amount in another |

currency) per investor for each separate offer) and no maximum applicable.

- | | | |
|-----|--|--|
| 29. | Details of the method and time limits for paying up and delivering of the securities: | Prospective investors will be notified by their financial adviser, bank or financial intermediary of their allocations and the settlement arrangements in respect thereof. The Notes will be issued on the Issue Date on a delivery versus payment basis |
| 30. | Procedure for exercise of any right of pre-emption, negotiability of subscription rights and treatment of subscription rights not exercised: | Not Applicable |
| 31. | Amount of any expenses and taxes specifically charged to the subscriber or purchaser: | Not Applicable |

ANNEX 1

(this annex forms part of the Final Terms to which it is attached)

"i"	Index	Bloomberg Ticker	Index Sponsor	Exchange	Initial Index Level
1	RUSSELL 2000	RTY	Frank Russell Company	New York Stock Exchange	1961.8650

ANNEX 2

(this annex forms part of the Final Terms to which it is attached)

INDEX DISCLAIMER(S)

STATEMENTS REGARDING THE RUSSELL 2000 INDEX

The Note has been developed solely by the Issuer. The Notes are not in any way connected to or sponsored, endorsed, sold or promoted by the London Stock Exchange Group plc and its group undertakings (collectively, the “LSE Group”). FTSE Russell is a trading name of certain of the LSE Group companies.

All rights in the Russell 2000 Index vest in the relevant LSE Group company which owns the index. FTSE®, Russell® and FTSE Russell® are trademarks of the relevant LSE Group company and are used by any other LSE Group company under license.

The Russell 2000 Index is calculated by or on behalf of FTSE International Limited or its affiliate, agent or partner. The LSE Group does not accept any liability whatsoever to any person arising out of (a) the use of, reliance on or any error in the Russell 2000 Index or (b) investment in or operation of the Notes. The LSE Group makes no claim, prediction, warranty or representation either as to the results to be obtained from the Notes or the suitability of the Russell 2000 Index for the purpose to which it is being put by the Issuer.