

## **PRICING SUPPLEMENT**

Pricing Supplement dated 25 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**

**EUR 1,425,000 Variable Coupon Automatic Early Redemption Reverse Convertible Equity-Linked Notes due March 2026 linked to RENAULT SA**

### **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 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and Markets Act 2000 (as amended) or (ii) a base prospectus for the purposes of Directive 2003/71/EC (as amended or superseded, the "Prospectus Directive").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) Settlement Currency: Euro ("**EUR**")
  - (ii) Denomination Currency: EUR
4. Aggregate Principal Amount of Notes:
  - (i) Series: EUR 1,425,000
  - (ii) Tranche: EUR 1,425,000
5. Issue Price: 100 per cent. of the Aggregate Principal Amount
6.
  - (i) Denomination(s): EUR 1,000  
(*Condition 2*)
  - (ii) Calculation Amount: The Denomination
  - (iii) Aggregate Outstanding Notional Amount Rounding: Not applicable
7.
  - (i) Issue Date: 26 February 2020
  - (ii) Interest Commencement Date: Issue Date
  - (iii) Trade Date: 06 February 2020
8. Maturity Date: 05 March 2026, subject to early redemption on an Automatic Early Redemption Date and adjusted in accordance with Following Business Day Convention.  
(*Condition 7(a)*)
9. Change of interest or redemption basis: In certain circumstances, the Notes will be redeemed by delivery of Securities. See paragraph 17(iii) below

**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-Linked/Index-Linked Interest Applicable  
 Note and other variable-linked interest Note provisions:
- (i) Index/formula/other variable: The Security
- (ii) Provisions for determining interest where calculated by reference to Equity/Index and/or formula and/or other variable:
- Unless the Notes have been previously redeemed, or purchased and cancelled in accordance with the Conditions:
- (a) if the Calculation Agent determines that, on an Automatic Early Redemption Valuation Date<sub>j</sub> (as defined in paragraph 35(iii) below), Perf<sub>j</sub> is greater than or equal to the Coupon Level<sub>j</sub> the amount of interest payable on the immediately succeeding Variable Coupon Interest Payment Date<sub>j</sub> shall be an amount in the Settlement Currency (the "**Variable Coupon Amount**") equal to the product of the Calculation Amount and Coupon<sub>j</sub>.
- Otherwise, no coupon will be paid.
- (b) if the Calculation Agent determines that, on the Valuation Date (as defined in paragraph 32 below), Perf<sub>j</sub> is greater than or equal to Coupon Level<sub>j</sub> the Variable Coupon Amount payable on the Maturity Date shall be an amount in the Settlement Currency equal to the product of the Calculation Amount and Coupon<sub>j</sub>.
- Otherwise, no coupon will be paid.
- Where:
- $$\text{Perf}_j = S_j / S_{\text{initial}}$$
- "S<sub>j</sub>" means, in respect of the Securities and an Automatic Early Redemption Valuation Date<sub>j</sub> or the Valuation Date, the price of such Securities, at the Valuation Time on such Date.
- "S<sub>initial</sub>" means the Initial Price of the Securities.

(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:	See adjustment provisions specified in paragraphs 29(ix), 29(x), 29(xii) and 29(xiii) below
(iv) Interest or calculation period(s):	Not applicable
(v) Interest Payment Date(s):	Each date specified as such in the Annex 1 (each a " <b>Variable Coupon Interest Payment Date</b> "), adjusted in accordance with Following Business Day Convention and subject (except in the case of the Maturity Date) to early redemption on an Automatic Early Redemption Date.
(vi) Business Day Convention:	Following Business Day Convention
(vii) Business Centre(s):	TARGET
(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): (Condition 7(c))	Not applicable
15.	Noteholder's optional redemption (Put Option): (Condition 7(d))	Not applicable
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 or other variable-linked:	Applicable
	(i) Index/formula/other variable:	The Security as defined in the paragraph 29(i) below
	(ii) Provisions for determining Final Redemption Amount where	Unless previously redeemed or purchased and cancelled, if, on the

calculated by reference to Valuation Date, the Calculation Agent determines that :  
Equity/Index and/or formula  
and/or other variable:

- the Final Price (as defined in the paragraph 29(vii) below) of the Security is greater than or equal to 74.00 per cent of Initial Price (as defined in the paragraph 29(v) below) of such Security, the Issuer shall redeem the Notes on the Maturity Date at 100 per cent. of par; or

- the Final Price of the Security is less than 74.00 per cent of Initial Price of such Security and a Trigger Event has not occurred, the Issuer shall redeem the Notes on the Maturity Date at 100 per cent. of par; or

- the Final Price of the Security is less than 74.00 per cent of Initial Price of such Security, and a Trigger Event has occurred, the Issuer shall redeem the Notes by delivering or procuring the delivery of the Securities Transfer Amount (as defined in paragraph 29(i) below) and paying or procuring the payment of any Residual Cash Amounts to (or for the account of) the Noteholders in accordance with the paragraph 29 below and Condition 22(b)

Where:

**"Strike Price"** means 100.00% of the Initial Price of the Security.

**"Trigger Event"** means, with respect to the Security, that the Final Price of such Security, as determined by the Calculation Agent, is lower than the Trigger Price.

**"Trigger Price"** means 60 per cent. of Initial Price.

	(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 29(ix), 29(x), 29(xii) and 29(xiii) below
	(iv)	Minimum Final Redemption Amount:	Not applicable
	(v)	Maximum Final Redemption Amount:	100.00 per cent. of par
18.		Instalment Notes: ( <i>Condition 7(a)</i> )	Not applicable
19.		Early redemption:	Applicable
	(i)	Early Redemption Amount (upon redemption for taxation reasons or illegality): ( <i>Condition 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)	Early Redemption Amount (upon redemption following an FX Disruption Event or Benchmark Trigger Event): ( <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: ( <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:  ( <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:	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 the date which is 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:	TARGET
	(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: (Condition 10)	Not applicable
27.	Other terms:	See Annex[es]

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

28.	Physical Delivery:	Condition 22(b) applies
	(i) Securities Transfer Amount:	The number of Securities per Note calculated by the Calculation Agent in accordance with the following formula:  Calculation Amount / Strike Price  and rounded to the lowest integer
	(ii) Residual Amount:	In relation to a Noteholder and a Note, the amount in the Settlement Currency determined by the Calculation Agent in accordance with the following formula:  Calculation Amount – (Securities Transfer Amount × Strike Price)
	(iii) Residual Cash Amount:	In respect of a Residual Amount, the product of such Residual Amount and the fraction of which the numerator is the Final Price of the Security and the denominator is the Strike Price of such Security
	(iv) Settlement Date:	As defined in Condition 22(a)
	(v) Settlement Disruption Event:	Condition 22(b)(iii) applies
	(vi) Disruption Period:	Condition 22(b)(iii) applies
	(vii) Delivery Disruption Event:	Condition 22(b)(iii) applies
29.	Provisions for Equity-Linked Notes:	Applicable
	(i) Security(ies):	Ordinary shares of RENAULT SA

(Bloomberg: RNO FP )

ISIN: FR0000131906

	(ii)	Underlying Company(ies):	RENAULT SA
	(iii)	Exchange(s):	Euronext Paris
	(iv)	Related Exchange(s):	All Exchange
	(v)	Initial Price:	EUR 34.10
	(vi)	Strike Date:	Minimum price of the Security from and including 06 February 2020 to and including 14 February 2020.
	(vii)	Final Price:	The definition in Condition 22(a) applies
	(viii)	Reference Price:	Not applicable
	(ix)	Potential Adjustment Event:	Condition 22(g)(i) applies
		- Extraordinary Dividend (if other than as specified in the definition in Condition 21(a)):	The definition in Condition 22(a) applies
		- additional Potential Adjustment Event (for purposes of paragraph (viii) of the definition thereof):	Not applicable
	(x)	Extraordinary Event:	Condition 22(g)(ii) applies
	(xi)	Conversion: <i>(for Notes relating to Government Bonds and debt securities only)</i>	Condition 22(g)(iii) does not apply
	(xii)	Correction of prices:	Condition 22(g)(iv) applies
	(xiii)	Additional Disruption Events:	The following Additional Disruption Events apply: Change in Law, Failure to Deliver, Insolvency Filing, Hedging Disruption, Increased Cost of Hedging
30.		Additional provisions for Equity-Linked Notes:	See Annex[es]
31.		Provisions for Index-Linked Notes:	Not applicable
32.		Valuation Date(s):	23 February 2026, subject to postponement in accordance with Condition 22(e)
	-	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:	Applicable
(i)	Knock-in Event:	Not applicable
(ii)	Knock-out Event:	Not applicable
(iii)	Automatic Early Redemption Event:	<b>Perf<sub>j</sub></b> is greater than or equal to the Automatic Early Redemption Price as of any Automatic Early Redemption Valuation Date <sub>j</sub>
-	Automatic Early Redemption Valuation Date(s):	Each date specified as such in Annex 1 (" <b>j</b> " ranking from 1 to 23) (each an " <b>Automatic Early Redemption Valuation Date<sub>j</sub></b> ").  Each Automatic Early Redemption Valuation Date shall be subject to postponement in accordance with Condition 22(e) as if each reference to "Valuation Date" in such Condition was deemed to be a reference to "Automatic Early Redemption Valuation Date".
-	Automatic Early Redemption Price:	Each price specified as such in the Annex 1, (each an "Automatic Early Redemption Price <sub>j</sub> ") (" <b>j</b> " ranking from 1 to 23)
-	Automatic Early Redemption Date(s):	Each date specified as such in Annex 1 (" <b>j</b> " ranking from 1 to 23) (each an " <b>Automatic Early Redemption Date<sub>j</sub></b> "), subject to adjustment in accordance with the Following Business Day Convention

- Automatic Early Redemption Amount: Each amount specified as such in the Annex 1, (each an "**Automatic Early Redemption Amountj**") ("j" ranking from 1 to 23 )

- Accrued interest payable on Automatic Early Redemption Date: No, interest does not accrue

(iv) Interest adjustment: 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.

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).

United States of America:

40-day Distribution Compliance Period:  
Not applicable

39. Exemption(s) from requirements under Directive 2003/71/EC (as amended or superseded, the "**Prospectus Directive**"): The offer is addressed solely to qualified investors (as such term is defined in the Prospectus Directive)

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**

A handwritten signature in black ink, appearing to be 'Ben' followed by a flourish and a small '2'.

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

### 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 [its] [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 INDEX/FORMULA/OTHER VARIABLE, AND OTHER INFORMATION CONCERNING THE UNDERLYING

Details of past and future performance and volatility of the Security can be obtained from Bloomberg

### OPERATIONAL INFORMATION

- |    |              |                |
|----|--------------|----------------|
| 5. | ISIN Code:   | XS2117762778   |
| 6. | Common Code: | 211776277      |
| 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:	Medium Term Note
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

**ANNEX [1]**

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

<b>"j"</b>	<b>Automatic Early Redemption Valuation Date<sub>j</sub></b>	<b>Automatic Early Redemption Date<sub>j</sub></b>	<b>Variable Coupon Interest Payment Date<sub>j</sub></b>	<b>Automatic Early Redemption Price<sub>j</sub></b>	<b>Automatic Early Redemption Amount<sub>j</sub></b>	<b>Coupon Level<sub>j</sub></b>	<b>Coupon<sub>j</sub></b>
<b>1</b>	26 May 2020	05 Jun 2020	05 Jun 2020	101.00%	100.00%	72.50%	2.00%
<b>2</b>	26 Aug 2020	07 Sep 2020	07 Sep 2020	100.00%	100.00%	72.50%	2.00%
<b>3</b>	25 Nov 2020	07 Dec 2020	07 Dec 2020	98.00%	100.00%	72.50%	2.00%
<b>4</b>	23 Feb 2021	05 Mar 2021	05 Mar 2021	96.00%	100.00%	72.50%	2.00%
<b>5</b>	26 May 2021	07 Jun 2021	07 Jun 2021	94.00%	100.00%	52.00%	1.75%
<b>6</b>	25 Aug 2021	06 Sep 2021	06 Sep 2021	92.00%	100.00%	52.00%	1.75%
<b>7</b>	24 Nov 2021	06 Dec 2021	06 Dec 2021	90.00%	100.00%	52.00%	1.75%
<b>8</b>	23 Feb 2022	07 Mar 2022	07 Mar 2022	88.00%	100.00%	52.00%	1.75%
<b>9</b>	25 May 2022	06 Jun 2022	06 Jun 2022	86.00%	100.00%	52.00%	1.75%
<b>10</b>	24 Aug 2022	05 Sep 2022	05 Sep 2022	84.00%	100.00%	52.00%	1.75%
<b>11</b>	23 Nov 2022	05 Dec 2022	05 Dec 2022	82.00%	100.00%	52.00%	1.75%
<b>12</b>	22 Feb 2023	06 Mar 2023	06 Mar 2023	80.00%	100.00%	52.00%	1.75%
<b>13</b>	24 May 2023	05 Jun 2023	05 Jun 2023	78.00%	100.00%	52.00%	1.75%
<b>14</b>	24 Aug 2023	05 Sep 2023	05 Sep 2023	76.00%	100.00%	52.00%	1.75%
<b>15</b>	23 Nov 2023	05 Dec 2023	05 Dec 2023	74.00%	100.00%	52.00%	1.75%
<b>16</b>	22 Feb 2024	05 Mar 2024	05 Mar 2024	74.00%	100.00%	52.00%	1.75%
<b>17</b>	24 May 2024	05 Jun 2024	05 Jun 2024	74.00%	100.00%	52.00%	1.75%
<b>18</b>	26 Aug 2024	05 Sep 2024	05 Sep 2024	74.00%	100.00%	52.00%	1.75%



<b>19</b>	25 Nov 2024	05 Dec 2024	05 Dec 2024	74.00%	100.00%	52.00%	1.75%
<b>20</b>	21 Feb 2025	05 Mar 2025	05 Mar 2025	74.00%	100.00%	52.00%	1.75%
<b>21</b>	26 May 2025	05 Jun 2025	05 Jun 2025	74.00%	100.00%	52.00%	1.75%
<b>22</b>	26 Aug 2025	05 Sep 2025	05 Sep 2025	74.00%	100.00%	52.00%	1.75%
<b>23</b>	25 Nov 2025	05 Dec 2025	05 Dec 2025	74.00%	100.00%	52.00%	1.75%
<b>24</b>	None	None	The Maturity Date	None	None	52.00%	1.75%

\* Subject to postponement in accordance with Condition 22(e)