

PRICING SUPPLEMENT

Pricing Supplement dated 31 May 2019

HSBC Bank plc

Programme for the issue of Notes and Warrants

**Issue of USD 500,000 Variable Coupon Automatic Early
Redemption Index-Linked Notes due June 2027 linked to
EURO STOXX 50**

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 (please follow 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).

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.

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| 1. | Issuer: | HSBC Bank plc |
| 2. | Tranche Number: | 1 |

3. **Currency:**
- (i) Settlement Currency: United States Dollar (USD)
- (ii) Denomination Currency: USD
4. **Aggregate Principal Amount of Notes:**
- (a) Series: USD 500,000
- (b) Tranche: USD 500,000
5. **Issue Price:** 100 per cent of the Aggregate Principal Amount
6. (i) Denomination(s): USD 1,000
(*Condition 2*)
- (ii) Calculation Amount: The Denomination
- (iii) Aggregate Outstanding Nominal Amount Rounding: Not applicable
7. (i) Issue Date: 3 June 2019
- (ii) Interest Commencement Date: Issue Date
- (iii) Trade Date: 17 May 2019
8. **Maturity Date:** 1 June 2027, subject to early redemption on an Automatic Early Redemption Date and adjusted in accordance with the Following Business Day Convention.
(*Condition 7(a)*)
9. **Change of Interest Basis 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-Linked/Index-Linked Interest Note/ other variable-linked interest Note provisions** Applicable
- (i) Index/formula/other variable: The Index as defined in paragraph 31(i) below.

- (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_j (as defined in paragraph 35(iii) below), the Perf_j is greater than or equal to 75.00 per cent. of the Initial Index Level (as defined in paragraph 31(vi) below), the amount of interest payable on the immediately succeeding Variable Coupon Interest Payment Date_j shall be an amount in the Settlement Currency (the "**Variable Coupon Amount**") equal to the product of the Calculation Amount and 7.60 per cent.
- Otherwise, no coupon will be paid.
- (b) if the Calculation Agent determines that, on the Valuation Date (as defined in paragraph 32 below), the Perf_j is greater than or equal to 75.00 per cent. of the Initial Index Level, 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 7.60 per cent.
- Otherwise no coupon will be paid.
- Where:
- $$\text{Perf}_j = \text{S}_j / \text{S}_{\text{initial}}$$
- "S_j" means, in respect of the **Index** and Automatic Early Redemption Valuation Date_j or the Valuation Date, the price of such **Index**, at the Valuation Time on such Date
- "S_{initial}" means the Initial Price of the **Index**.
- (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 31(x) and 31(xi) below
- (iv) Interest or Calculation Period(s):
- Not applicable
- (v) Interest Payment Date(s):
- Each date specified as such in Annex 1 (each a "**Variable Coupon Interest Payment Date_j**"), adjusted in accordance with the Business Day Convention for the purposes of payment only, not for the accrual of interest 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
(vii) Business Centre:	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. **Noteholders 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: The Index as defined in paragraph 31(i) below
- (ii) Provisions for determining Final Redemption Amount where calculated by reference to Equity/ Index and/or formula and/or other variable; Unless previously redeemed or purchased and cancelled, if, on the Valuation Date, the Calculation Agent determines that :

- **the Final Index Level (as defined in paragraph 31(vii) below) is greater than or equal to the Initial Index Level (as defined in the paragraph 31(vi) below), the Issuer shall redeem the Notes on the Maturity Date at 96.20 per cent. of par;**

- **the Final Index Level is less than the Initial Index Level** and a Trigger Event has not occurred, the Issuer shall redeem the Notes on the Maturity Date at 100.00 per cent. of par; or

- **the Final Index Level is less than the Initial Index Level**, and a Trigger Event has occurred, the Issuer shall redeem the Notes by paying on the Maturity Date an amount in the Settlement Currency in respect of each Note determined by the Calculation Agent in accordance with the following formula:

Calculation Amount x Final Index Level / Strike Level

Where:

"Strike Level" means 100.0000% of the Initial Index Level.

"Trigger Event" means that the Final Index Level , as determined by the Calculation Agent, is **less** than the Trigger Level..

"Trigger Level" means 60.0000% of the Initial (as defined in paragraph 31(vi) below) Index Level

(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(xi)

(iv) Minimum Final Redemption Amount: Not applicable

(v) Maximum Final Redemption Amount: 100.00 per cent. of par

18. **Instalment Notes:** Not applicable
(Condition 7(a))

19. **Early Redemption:** Applicable

(i) Early Redemption Amount (upon redemption for taxation reasons or illegality): Fair Market Value
(Conditions 7(b) or 7(f))

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| (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

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| 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 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 in 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: | 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) EM Price Source Disruption:	Not applicable
	(vii) LBMA Physical Settlement provisions:	Not applicable
26.	Redenomination: (<i>Condition 10</i>)	Not applicable
27.	Other Terms:	See Annex[es]
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):	EURO STOXX 50 Bloomberg Code: SX5E The EURO STOXX 50 Index (Bloomberg Code: SX5E) is a Multiple Exchange Index
	(ii) Index Sponsor:	STOXX Limited
	(iii) Index Rules:	Not applicable
	(iv) Exchange(s):	The regulated markets or quotation systems (or any substituting market or system) on which the shares which compose the Index are mainly traded.
	(v) Related Exchanges(s):	All Exchanges
	(vi) Initial Index Level	3,425.64
	(vii) Final Index Level	The definition in Condition 22(a) applies
	(viii) Strike Date:	17 May 2019
	(ix) Reference Level:	Not applicable
	(x) Adjustments to Indices:	Condition 22(f) applies

	(xi) Additional Disruption Event:	The following Additional Disruption Events apply: change in Law, Hedging Disruption, Increased Cost of Hedging
	(xii) Index Substitution:	Not applicable
	(xiii) Alternative Pre-nominated Index:	Not applicable
32.	Valuation Date(s):	17 May 2027, subject to postponement in accordance with Condition 22(e)
	(i) Specified Maximum Number of Disrupted Days:	The definition in Condition 22(a) applies
	(ii) 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: Perf_j (as defined in the paragraph 13(ii) above) is greater than or equal to the Automatic Early Redemption Level as of any Automatic Early Redemption Valuation Date;

-Automatic Early Redemption Valuation Date(s): Each date specified as such in Annex 1 ("j" ranking from 1 to 7) (each an "**Automatic Early Redemption Valuation Date_j**").

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 Level: Each price specified as such in the Annex 1, (each an "**Automatic Early Redemption Level_j**") ("j" ranking from 1 to 7)

- Automatic Early Redemption Date(s): Each date specified as such in Annex 1 ("j" ranking from 1 to 7) (each an "**Automatic Early Redemption Date_j**"), 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 Amount_j**") ("j" ranking from 1 to 7)

- Accrued interest payable on Automatic Early Redemption Date: Yes

(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:** Not applicable

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| 38. | 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).

40-Day Distribution Compliance Period: Not applicable |
| 39. | Exemption(s) from requirements under Directive 2003/711/EC (as amended) (the " Prospectus Directive "): | 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. |
| 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

Signed on behalf of HSBC Bank plc:



L Barrett

By: -----

Authorised Signatory

Date: -----

PART B - OTHER INFORMATION

1. LISTING

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| (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 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 underlying can be obtained from *Bloomberg*.

OPERATIONAL INFORMATION

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|---|----------------|
| 5. ISIN Code: | XS2001718530 |
| 6. Common Code: | 200171853 |
| 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 |

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|-----|--|--------------------------|
| 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 of the Pricing Supplement to which it is attached)

"j"	Automatic Early Redemption Valuation Date_j	Automatic Early Redemption Date_j	Variable Coupon Interest Payment Date_j	Automatic Early Redemption Price_j	Automatic Early Redemption Amount_j
1	18 May 2020	2 Jun 2020	2 Jun 2020	100.00%	96.20%
2	17 May 2021	1 Jun 2021	1 Jun 2021	100.00%	96.20%
3	17 May 2022	1 Jun 2022	1 Jun 2022	100.00%	96.20%
4	17 May 2023	1 Jun 2023	1 Jun 2023	100.00%	96.20%
5	17 May 2024	3 Jun 2024	3 Jun 2024	100.00%	96.20%
6	19 May 2025	3 Jun 2025	3 Jun 2025	100.00%	96.20%
7	18 May 2026	2 Jun 2026	2 Jun 2026	100.00%	96.20%
8	None	None	The Maturity Date	None	None

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

ANNEX 2

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

STATEMENTS REGARDING THE EURO STOXX 50® INDEX AND STOXX INDEX

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 - the accuracy, timeliness and completeness of the EURO STOXX 50® Index or the STOXX Index and its data;
 - the merchantability and the fitness for a particular purpose or use of the EURO STOXX 50® Index or the STOXX Index and its data; or

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