**PRICING SUPPLEMENT**

**Pricing Supplement dated 7 April 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 GBP 896,580**

**Notes linked to Eukairos Investments Ltd Class A Preference Shares Series EIS 1739**

## 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 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 (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and Markets Act 2000 (as amended) or (ii) a base prospectus for the purposes of Directive 2003/71/EC (as amended or superseded, the "Prospectus Directive").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: | Great British Pound (GBP) |
| | (ii) | Denomination Currency: | GBP |
| 4. | **Aggregate Principal Amount of Notes:** | | |
| | (i) | Series: | GBP 896,580 |
| | (ii) | Tranche: | GBP 896,580 |
| 5. | **Issue Price:** | | 100 per cent. of the Aggregate Principal Amount |
| 6. | (i) | Denomination(s):<br>*(Condition 2)* | GBP 1 |
| | (ii) | Calculation Amount: | The Denomination |
| | (iii) | Aggregate Outstanding Nominal Amount Rounding: | Not applicable |
| 7. | Issue Date: | | 8 April 2020 |
| 8. | Trade Date: | | 25 March 2020 |
| 9. | **Maturity Date:**<br>*(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):<br>(1) in the year 2022, the 28 March 2022<br>(2) in the year 2023, the 27 March 2023<br>(3) in the year 2024, the 26 March 2024<br>(4) in the year 2025, the 26 March 2025<br>(5) in the year 2026, the 26 March 2026<br>or (2) otherwise 30 March 2027, 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:<br><br>(a) Calculation Amount; and<br><br>(b) $\frac{\text{Share Value}_{\text{final}}}{\text{Share Value}_{\text{initial}}}$<br><br>per Calculation Amount<br><br>Where:<br><br>"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:** *(Condition 2(a))* | Registered Notes |
| 14. | New Global Note: | 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 |
| | (ii) 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 | Eukairos Investments Ltd Class A Preference Shares Series EIS 1739 |
| | (ii) Preference Share Issuer: | Eukairos Investments Ltd |
| | (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):<br><br>(1) in the year 2022, the 14 March 2022<br><br>(2) in the year 2023, the 13 March 2023<br><br>(3) in the year 2024, the 12 March 2024<br><br>(4) in the year 2025, the 12 March 2025<br><br>(5) in the year 2026, the 12 March 2026<br><br>or (2) otherwise 12 March 2027, 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 Retail Investors:** | | Applicable |
| 24. | **Selling Restrictions:** | | Not applicable |

| | | |
|---|---|---|
| | 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).<br><br>40-Day Distribution Compliance Period: Not applicable |
| 25. | 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) |
| 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 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 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 EIS 1739 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 *FTSE™ 100 Index and S&P 500® Index* . Information on the Preference Share Underlying (including past and future performance and volatility) is published on the website[s] of Financial Times Limited and Standard & Poor's Corporation .

## OPERATIONAL INFORMATION

| | | |
|---|---|---|
| 5. | ISIN Code: | GB00BLDG8M92 |
| 6. | Common Code: | 215659780 |
| 7. | CUSIP: | Not applicable |

| | | |
|---|---|---|
| 8. | SEDOL: | Not applicable |
| 9. | WKN: | Not applicable |
| 10. | Other identifier code: | Not applicable |
| 11. | Intended to be held in a manner which would allow Eurosystem eligibility: | Not applicable |
| 12. | Any clearing system(s) other than Euroclear and Clearstream, Luxembourg and the relevant identification number(s): | CREST: Account HTQAN |
| 13. | Delivery: | Delivery against payment |
| 14. | Settlement procedures: | Medium Term Note |
| 15. | Additional Paying Agent(s) (if any): | Computershare Investor Services PLC |
| 16. | Common Depositary: | Not applicable |
| 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 FTSE® 100 INDEX

The Notes and Preference Shares (the "**Products**") have been developed solely by their respective issuers. The Products 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 FTSE® 100 Index (the "**Index**") vest in the relevant LSE Group company which owns the Index. FTSE®, Russell® and FTSE Russell® are trade marks of the relevant LSE Group company and are used by any other LSE Group company under license.

The 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 Index or (b) investment in or operation of the Products. The LSE Group makes no claim, prediction, warranty or representation either as to the results to be obtained from the Products or the suitability of the Index for the purpose to which it is being put by the issuers of the Products.

### STATEMENTS REGARDING THE STANDARD & POOR'S 500® INDEX (THE "S&P 500 INDEX")

The "S&P 500 Index" is a product of S&P Dow Jones Indices LLC, a division of S&P Global, or its affiliates ("**SPDJI**"), and has been licensed for use by the Issuers Standard & Poor's® and S&P® are registered trademarks of Standard & Poor's Financial Services LLC, a division of S&P Global ("**S&P**"); Dow Jones® is a registered trademark of Dow Jones Trademark Holdings LLC ("**Dow Jones**"); and these trademarks have been licensed for use by SPDJI and sublicensed for certain purposes by the Issuers. It is not possible to invest directly in an index. The Notes or Preference Shares are not sponsored, endorsed, sold or promoted by SPDJI, Dow Jones, S&P, any of their respective affiliates (collectively, "**S&P Dow Jones Indices**"). S&P Dow Jones Indices makes no representation or warranty, express or implied, to the owners of the Notes or Preference Shares or any member of the public regarding the advisability of investing in securities generally or in the Notes or Preference Shares particularly or the ability of the S&P 500 Index to track general market performance. Past performance of an index is not an indication or guarantee of future results. S&P Dow Jones Indices' only relationship to the Issuers with respect to the S&P 500 Index, is the licensing of the Index and certain trademarks, service marks and/or trade names of S&P Dow Jones Indices and/or its licensors. The S&P 500 Index is determined, composed and calculated by S&P Dow Jones Indices without regard to the issuers of the Notes or Preference Shares or the Notes or Preference Shares. S&P Dow Jones Indices have no obligation to take the needs of the issuers of the Notes or Preference Shares or the owners of the Notes or Preference Shares into consideration in determining, composing or calculating the S&P 500 Index. S&P Dow Jones Indices are not responsible for and have not participated in the determination of the prices, and amount of the Notes or Preference Shares or the timing of the issuance or sale of the Notes or Preference Shares or in the determination or calculation of the equation by which the Notes or Preference Shares are to be converted into cash, surrendered or redeemed, as the case may be. S&P Dow Jones Indices has no obligation or liability in connection with the administration, marketing or trading of the Notes or Preference Shares. There is no assurance that investment products based on the S&P 500 Index will accurately track index performance or provide positive investment returns. S&P Dow Jones Indices LLC is not an investment or tax advisor. A tax advisor should be consulted to evaluate the impact of any tax-exempt securities on portfolios and the tax consequences of making any particular investment decision.

Inclusion of a security within an index is not a recommendation by S&P Dow Jones Indices to buy, sell, or hold such security, nor is it considered to be investment advice.

S&P DOW JONES INDICES DOES NOT GUARANTEE THE ADEQUACY, ACCURACY, TIMELINESS AND/OR THE COMPLETENESS OF THE S&P 500 INDEX OR ANY DATA RELATED THERETO OR ANY COMMUNICATION, INCLUDING BUT NOT LIMITED TO, ORAL OR WRITTEN COMMUNICATION (INCLUDING ELECTRONIC COMMUNICATIONS) WITH RESPECT THERETO. S&P DOW JONES INDICES SHALL NOT BE SUBJECT TO ANY DAMAGES OR LIABILITY FOR ANY ERRORS, OMISSIONS, OR DELAYS THEREIN. S&P DOW JONES INDICES MAKES NO EXPRESS OR IMPLIED WARRANTIES, AND EXPRESSLY DISCLAIMS ALL WARRANTIES, OF MERCHANTABILITY OR FITNESS FOR A PARTICULAR PURPOSE OR USE OR AS TO RESULTS TO BE OBTAINED BY THE ISSUERS OF THE NOTES OR PREFERENCE SHARES, OWNERS OF THE NOTES OR PREFERENCE SHARES, OR ANY OTHER PERSON OR ENTITY FROM THE USE OF THE S&P 500 INDEX OR WITH RESPECT TO ANY DATA RELATED THERETO. WITHOUT LIMITING ANY OF THE FOREGOING, IN NO EVENT WHATSOEVER SHALL S&P DOW JONES INDICES BE LIABLE FOR ANY INDIRECT, SPECIAL, INCIDENTAL, PUNITIVE, OR CONSEQUENTIAL DAMAGES INCLUDING BUT NOT LIMITED TO, LOSS OF PROFITS, TRADING LOSSES, LOST TIME OR GOODWILL, EVEN IF THEY HAVE BEEN ADVISED OF THE POSSIBILITY OF SUCH DAMAGES, WHETHER IN CONTRACT, TORT, STRICT LIABILITY, OR OTHERWISE. THERE ARE NO THIRD PARTY BENEFICIARIES OF ANY AGREEMENTS OR ARRANGEMENTS BETWEEN S&P DOW JONES INDICES AND THE ISSUERS OF THE NOTES OR PREFERENCE SHARES, OTHER THAN THE LICENSORS OF S&P DOW JONES INDICES.