

Notes issued pursuant to these Final Terms are Securities to be listed under listing Rule 17

FINAL TERMS

Final Terms dated 15 April 2013

Series No.: NWP 28674

Tranche No.: 1

HSBC Bank plc

Programme for the Issuance of Notes and Warrants Issue of

USD 70,000,000 Multi –Callable Fixed Rate Notes due March 2038

PART A - CONTRACTUAL TERMS

This document constitutes the Final Terms relating to the issue of the Tranche of Notes described herein. 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 dated 19 June 2012 in relation to the above Programme which together with each supplemental prospectus relating to the above Programme published by the Issuer after 19 June 2012 and prior to or on the Issue Date constitute a prospectus ("Prospectus") for the purposes of the Prospectus Directive (Directive 2003/71/EC) (the "Prospectus Directive"). This document constitutes the Final Terms of the Notes described herein for the purposes of Article 5.4 of the Prospectus Directive and must be read in conjunction with the Prospectus. 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 Prospectus. The Prospectus is available for viewing at HSBC Bank plc, 8 Canada Square, London E14 5HQ and www.hsbc.com (please follow links to 'Investor relations', 'Fixed income securities' and 'Issuance programmes') and copies may be obtained from HSBC Bank plc, 8 Canada Square, London E14 5HQ.

It is advisable that prospective 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 Prospectus and these Final Terms. Prospective investors should consider carefully the risk factors set forth under "Risk Factors" in the Prospectus

1.	(i)	Issuer	HSBC Bank plc
	(ii)	Arranger(s):	HSBC Bank plc
2.	(i)	Series number:	NWP28674
	(ii)	Tranche number:	1

	(iii)	Whether issue is of Notes or Certificates:	Notes
3.		Currency or currencies:	
	(i)	of denomination:	United States Dollar (“USD”)
	(ii)	of payment:	USD
4.		Aggregate Principal Amount:	
	(i)	Series:	USD 70,000,000
	(ii)	Tranche:	USD 70,000,000
5.	(i)	Issue Price:	100.00 per cent of the Aggregate Principal Amount
	(ii)	Commission payable:	None
	(iii)	Selling concession:	None
6.	(i)	Denomination(s) (Condition 1(b)):	USD 100,000
	(ii)	Calculation Amount:	USD 100,000
7.	(i)	Issue Date:	16 April 2013
	(ii)	Interest Commencement Date:	16 April 2013
8.		Maturity Date: (Condition 6(a))	16 April 2038, subject to adjustment in accordance with the Modified Following Business Day Convention
9.		Interest basis: (Conditions 3 to 5)	3.82 per cent. Fixed Rate
10.		Redemption basis: (Condition 6)	Redemption at par
11.		Change of interest or redemption basis:	Not applicable
12.		Put/Call options:	Call - Condition 6(c) will apply as specified below
13.	(i)	Status of the Notes: (Condition 2)	Unsubordinated, unsecured
	(ii)	Subordinated Notes:	Not applicable
	(iii)	Date Board approval for issuance of Notes obtained:	Not applicable

14.	Method of distribution:	Non-syndicated
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PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

15.	Fixed Rate Note provisions: (Condition 3)	Applicable
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(i)	Rate of Interest:	3.82 per cent. per annum payable in arrears.
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(ii)	Interest Payment Date(s):	Annually, on 16 April in each year, commencing on 16 April 2014 and ending on the Maturity Date, subject to adjustment in accordance with the Modified Following Business Day Convention
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(iii)	Fixed coupon amounts:	Not Applicable
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(iv)	Day Count Fraction:	30/360, however, that for the purpose of calculating the amount of interest payable on an Interest Payment Date, the relevant Calculation Period shall run from and including a Scheduled Interest Payment Date to but excluding the following Scheduled Interest Payment Date, subject to No Adjustment, except that (a) the initial Calculation Period shall commence on and include the Interest Commencement Date and (b) the final Calculation Period shall end on but exclude the Maturity Date.
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(vii)	Other terms relating to the method of calculating interest for Fixed Rate Notes	Not applicable
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16.	Floating Rate Note provisions: (Condition 4)	Not applicable
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17.	Variable Coupon Amount Note provisions: (Condition 5)	Not applicable
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18.	Zero Coupon Note provisions: (Condition 5)	Not applicable
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19.	Index-Linked Interest Note/other variable-linked interest Note Provisions:	Not applicable
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20.	Dual Currency Note provisions:	Not applicable
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PROVISIONS RELATING TO REDEMPTION

21.	Issuer's optional redemption (Call): (<i>Condition 6(c)</i>)	Applicable
(i)	Redemption amount (Call):	Redemption at par
(ii)	Series redeemable in part:	No
(iii)	Call option date(s)/Call option period:	16 April 2016, and every 5 years thereafter, up to and including 16 April 2036, subject to the Modified Following Business Day convention giving the Noteholders at least 5 Business Days prior notice.
22.	Noteholder's optional redemption (Put): (<i>Condition 6(d)</i>)	Not applicable
23.	Final Redemption Amount of each Note: (<i>Condition 6(a)</i>)	100.00 per cent. of the Calculation Amount
24.	Final Redemption Amount of each Note in cases where the Final Redemption amount is Index-Linked or other variable-linked:	Not applicable
25.	Instalment Notes: (<i>Condition 6(a)</i>)	Not applicable
26.	Early redemption amount:	Yes
(i)	Early Redemption Amount upon redemption for taxation reasons, or Illegality or following an Event of Default: (<i>Condition 6(b)</i> , <i>Condition 6(h)</i> and <i>Condition 10</i>)	100 per cent of the Calculation Amount
(ii)	Other redemption provisions: (<i>Condition 6(i)</i>)	Not applicable

GENERAL PROVISIONS APPLICABLE TO THE NOTES

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| 27. | Form of Notes:
(<i>Condition 1(a)</i>) | |
| | (i) Form of Notes: | Registered Notes |
| | (ii) Bearer Notes exchangeable for Registered Notes: | Not applicable |
| 28. | Issued under the new safekeeping structure: | No |
| 29. | If issued in bearer form: | Not applicable |
| 30. | Exchange Date for exchange of Temporary Global Note: | Not applicable |
| 31. | Payments:
(<i>Condition 8</i>) | |
| | (i) Method of payment: | Condition 8 applies |
| | (ii) Relevant Financial Centre Day: | London and New York |
| 32. | Party Paid Notes:
(<i>Condition 1</i>) | Not applicable |
| 33. | Redenomination:
(<i>Condition 9</i>) | Not applicable |
| | (i) Redenomination: | Not applicable |
| | (ii) Exchange: | Not applicable |
| 34. | Other final terms: | Not applicable |
| 35. | Valuation Date: | Not applicable |

DISTRIBUTION

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| 36. | (i) If syndicated, names of Relevant Dealer(s)/Lead Manager(s): | Not applicable |
| | (ii) If syndicated, names of other Dealers/Managers (if any): | Not applicable |
| | (iii) Date of Subscription Agreement: | Not applicable |

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| (iv) | Stabilising Manager (if any): | Not applicable |
| 37. | If non-syndicated, name and address of Relevant Dealer: | HSBC Bank plc
8 Canada Square, London E14 5HQ |
| 38. | Total commission and concession: | Not applicable |
| 39. | Selling restrictions:
United States of America: | Not Rule 144A eligible

Notes may not be offered or sold within the United States of America or to or for the account or the benefit of any U.S. Person (as defined in Regulation S).

Not applicable |
| | Non-exempt offer: | The Notes do not qualify as a collective investment scheme as per the Federal Act on Collective Investment Schemes (CISA) and is not subject to approval or supervision by the Swiss Federal Banking Commission. |
| | Additional selling restrictions: | |
| 40. | Stabilisation: | Not applicable |

LISTING AND ADMISSION TO TRADING APPLICATION

These Final Terms comprise the final terms required to list and have admitted to trading the issue of Notes described herein pursuant to the Programme for the Issuance of Notes and Warrants of HSBC Bank plc.

CONFIRMED
HSBC BANK PLC



Victor Delgado Melgares

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 the Financial Conduct Authority pursuant to Listing Rule 17. 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 Regulated Market with effect from at or around the Issue Date. No assurance can be given as to whether or not, or when, such application will be granted. |

2. RATINGS

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| Ratings: | The Notes have not been specifically rated. |
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OPERATIONAL INFORMATION

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| 3. | ISIN Code: | XS0914275754 |
| 4. | Common Code: | 091427575 |
| 5. | CUPSIP: | Not applicable |
| 6. | SEDOL: | Not applicable |
| 7. | New Global Note intended to be held in a manner which would allow Eurosystem eligibility: | No |
| 8. | Any clearing system(s) other than Euroclear and Clearstream, Luxembourg and the relevant identification number(s): | None |
| 9. | Delivery: | Delivery against payment |
| 10. | Settlement procedures: | Medium Term Note |
| 11. | (i) Principal Paying Agent / Registrar: | HSBC Bank plc |
| | (ii) Additional Paying Agent(s) (if any): | None |

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| 12. | Common Depositary: | HSBC Bank plc |
| 13. | Agent Bank/Calculation Agent: | HSBC Bank plc |
| | — is Calculation Agent to make calculations? | Yes |
| | — if not, identify calculation agent: | Not applicable |
| 14. | Notices:
(<i>Condition 13</i>) | As per Condition 13 |
| 15. | City in which specified office of Registrar to be maintained:
(<i>Condition 14</i>) | London |
| 16. | Other Final Terms: | Not applicable |
| 17. | ERISA Considerations: | Not applicable |