

## **PRICING SUPPLEMENT**

Pricing Supplement dated 01 September 2016

**HSBC Bank plc**

**Programme for the Issuance of Notes and Warrants  
Issue of**

**EUR 116,500,000 Zero Coupon Callable Notes due September 2041**

### **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 and must be read in conjunction with the offering memorandum dated 10 June 2016 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 (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](http://www.hsbc.com) (please follow links to 'Investor relations', 'Fixed income securities', '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 2004/39/EC 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).**

**As of the Issue Date, the Issuer has not prepared a key information document in relation to the Notes in accordance with Regulation (EU) No 1286/2014 of the European Parliament and of the Council of 26 November 2014 on key information documents for packaged retail and insurance-based investment products (PRIIPs).**

**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: EUR
  - (ii) Denomination Currency: EUR
4. Aggregate Principal Amount:
  - (i) Series: EUR 116,500,000
  - (ii) Tranche: EUR 116,500,000
5. Issue Price: 60.953087047210300 per cent of the End Notional
6. (i) Denomination(s): EUR 100,000  
(*Condition 2(b)*)
  - (ii) Calculation Amount: EUR 100,000
7. (i) Issue Date: 02 September 2016
  - (ii) Interest Commencement Date: Issue Date
  - (iii) Trade Date: 25 August 2016
8. Maturity Date: 02 September 2041, subject to  
(*Condition 7(a)*) adjustment in accordance with the Business Day Convention
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 Provisions: Not applicable

#### **PROVISIONS RELATING TO REDEMPTION**

14. Issuer's optional redemption (Call Option): Applicable

(Condition 7(c))

(i)	Redemption Amount (Call Option):	The Issuer may redeem all of the Notes on the Optional Redemption Date (Call Option), subject to adjustment in accordance with the Business Day Convention, at the relevant Redemption Amount (Call Option) (as specified under heading "Redemption Amount (Call Option)" in the table set out in Annex 1 and corresponding to the relevant Optional Redemption Date (Call Option) specified in such table) by giving not less than 5 Business Days' notice. The amount payable upon such redemption in relation to each Calculation Amount in respect of the Notes shall be equal to such Redemption Amount (Call Option) divided by "N" where "N" means the result of dividing the Aggregate Principal Amount of the Tranche (as set out above in paragraph 4) by the Calculation Amount (as set out above in paragraph 6).
(ii)	Series redeemable in part:	Not applicable
(iii)	Optional Redemption Date (Call Option):	Please refer to the date specified under heading 'Optional Redemption Date (Call Option)' in the table set out in Annex 1
(iv)	Minimum Redemption Amount (Call Option):	Not applicable
(v)	Maximum Redemption Amount (Call Option):	Not applicable
15.	Noteholder's optional redemption (Put Option): (Condition 7(d))	Not applicable
16.	Final Redemption Amount of each Note: (Condition 7(a))	100 % per cent. of the Calculation Amount.
17.	Final Redemption Amount of each Note in cases where the Final Redemption amount is Index-Linked or other variable-linked:	Not applicable
18.	Instalment Notes: (Condition 7(a))	Not applicable
19.	Early Redemption Amount:	
(i)	Early Redemption Amount upon redemption for taxation	In the case of redemption for taxation reasons or Illegality, Fair Market Value.

reasons, or Illegality or following an Event of Default: (*Condition 7(b), Condition 7(f) and Condition 11*)

In the case of redemption following the occurrence of an Event of Default, Condition 7(e) (*Early Redemption of Zero Coupon Notes*) applies and, for these purposes:

- (i) the Zero Coupon Note Reference Price is EUR 100,000; and
- (ii) the Accrual Yield is 2.00% per annum.

Condition 7(e) is deemed amended by the insertion of the following words immediately after the words “at any time before the Maturity Date” in Condition 7(e)(i):

“(other than on an Optional Redemption Date (Call Option) following the Issuer’s exercise of its Call Option pursuant to Condition 7(c))”.

- (ii) Other redemption provisions: (*Condition 7(i)*) 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:
  - (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: (*Condition 2(a)*) Temporary Global Note exchangeable for a Permanent Global Note which is exchangeable for Definitive Notes in the limited circumstances set out 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: Yes

	following a change of law or regulation:	
	(iv) Coupons to be attached to Definitive Notes:	No
	(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 the date which is 40 days after the Issue Date
24.	Payments: ( <i>Condition 9</i> )	
	(i) Relevant Financial Centre Day:	London and TARGET2
	(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
25.	Redenomination: ( <i>Condition 10</i> )	Not applicable
26.	Other terms:	Annex 1
27.	Valuation Date:	Not applicable
28.	Business Day Convention:	Following Business Day Convention

## **DISTRIBUTION**

29.	(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
30.	Selling restrictions:	TEFRA D Rules
	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).

Exemption(s) from requirements under Directive 2003/71/EC (as amended) (the "Prospectus Directive"):

The denomination of the Notes is greater than or equal to EUR 100,000 (or equivalent amount in another currency)

Additional U.S. federal income tax considerations:

The Notes are not Section 871(m) Notes for the purpose of Section 871(m).

Additional selling restrictions: Not applicable

**CONFIRMED  
HSBC BANK PLC**



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 Irish Stock Exchange 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 600

### **2. RATINGS**

- Ratings: The Notes have not been specifically rated

### **3. INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE**

Save for any fees payable to the Dealer and Lead Manager (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 and Lead Manager and their affiliates have engaged, and may in the 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. REASONS FOR THE OFFER ESTIMATED NET PROCEEDS AND TOTAL EXPENSES**

- (i) Reasons for the offer: Not applicable
- (ii) Estimated net proceeds: Information not provided
- (iii) Estimated total expenses: Information not provided

### **5. FIXED RATE NOTES ONLY YIELD**

- Indication of yield: Not applicable

### **6. PERFORMANCE OF INDEX/FORMULA/OTHER VARIABLE AND OTHER INFORMATION CONCERNING THE UNDERLYING**

Not applicable

## OPERATIONAL INFORMATION

7.	ISIN Code:	XS1484415705
8.	Common Code:	148441570
9.	CUSIP:	Not applicable
10.	Valoren Number	Not applicable
11.	SEDOL:	Not applicable
12.	WKN:	Not applicable
13.	Intended to be held in a manner which would allow Eurosystem eligibility:	No
14.	Any clearing system(s) other than Euroclear and Clearstream, Luxembourg and the relevant identification number(s):	None
15.	Delivery:	Delivery against payment
16.	Settlement procedures:	Medium Term Note
17.	Additional Paying Agent(s) (if any):	None
18.	Common Depositary:	HSBC Bank plc
19.	Calculation Agent:	HSBC France
20.	ERISA Considerations:	ERISA prohibited



<b>Optional Redemption Date (Call Option)</b>	<b>Redemption Amount (Call Option)</b>	<b>Price</b>
02.09.2025	84,863,937.29	72.844581364806900%
02.09.2033	99,431,628.24	85.349037115879800%