FINAL TERMS

Final Terms dated 21 October 2012

Series No.: NWP25716

Tranche No.: 1

HSBC Bank plc

Programme for the Issuance of Notes and Warrants Issue of

USD 10,000,000 Callable Accreting Notes

due October 2042

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 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 http://www.hsbc.com/1/2/investor-relations/fixed-income 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: NWP25716 (ii) Tranche number: Whether issue is of Notes or Notes (iii) Certificates: 3. Specified Currency or Currencies: (i) of denomination: United States Dollars ("USD") (ii) of payment: **USD** Aggregate Principal Amount: 4. (i) Series: USD 10,000,000 Tranche: USD 10,000,000 (ii) Issue Price: 100 per cent. of the Aggregate Principal 5. (i) Amount (ii) Commission payable: None (iii) Selling concession: None (i) Denomination(s) USD 200,000 6. (Condition 1(b)): (ii) Calculation Amount: USD 200,000 Issue Date: 22 October 2012 7. (i) **Interest Commencement Date:** Not applicable (ii) Maturity Date: 22 October 2042 subject to adjustment 8. (Condition 6(a)) in accordance with the Modified Following Business Day Convention and London and New York shall be the applicable Business Centre(s) for the definition of Business Day. Interest basis: Not Applicable 9. (Conditions 3 to 5) Redemption basis: 10. See paragraph 23 and Annex 1

(Condition 6)

11. Change of interest or redemption basis: Not applicable

12. Put/Call options: Condition 6(c) will apply as specified

below

13. (i) Status of the Notes: Unsubordinated, unsecured

(Condition 2)

(iii) Date Board approval for Not applicable

issuance of Notes obtained:

14. Method of distribution: Non-syndicated

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

15. Fixed Rate Note provisions: Not applicable

(Condition 3)

16. Floating Rate Note provisions: Not applicable

(Condition 4)

17. Variable Coupon Amount Note Not applicable

provisions: (*Condition 5*)

18. Zero Coupon Note provisions: Not applicable

(Condition 5)

19. Index-Linked Interest Note/other Not applicable

variable-linked interest Note

Provisions:

20. Dual Currency Note provisions Not applicable

/Multi-currency Note provisions:

PROVISIONS RELATING TO REDEMPTION

21. Issuer's optional redemption (Call): Applicable

(Condition 6(c))

(i) Redemption amount (Call): The Redemption Amount (Call) in respect

of each Calculation Amount on a particular Call Option Date shall be an amount equal to the Accreted Notional Amount (as specified against the relevant Call Option Date in Annex 1) divided by the number of Notes (being 50) (all as set out in Annex 1

below).

(ii) Series redeemable in part: No

(iii) Call Option Date(s)/Call option period: The Issuer may call the Notes on each Call

Option Date as set out in Annex 1, such date

being adjusted in accordance with the Modified Following Business Day Convention and London and New York shall be the applicable Business Centre(s) for the definition of Business Day, upon providing no less than five Business Days notice,

Noteholder's optional redemption 22. (Put):

Not applicable

(Condition 6(d))

Final Redemption Amount of each 23. Note:

(Condition 6(a))

Unless previously redeemed, or purchased and cancelled, the Final Redemption Amount payable by the Issuer in respect of each Calculation Amount on the Maturity Date shall be an amount equal to USD 39,664,359.93 divided by the number of Notes (being 50).

Final Redemption Amount of each Not applicable 24. Note in cases where the Final Redemption Amount is Index-Linked or other variable-linked:

25. **Instalment Notes:** Not applicable

(Condition 6(a))

Early redemption amount: 26.

Not applicable

100 per cent of calculation amount

Early Redemption Amount (i) (upon redemption for taxation reasons, a force majeure event, or following an Event of Default):

(Condition 6(b)), 6(h) and Condition 10

(ii) Other redemption provisions: (Condition 6(i))

Not applicable

GENERAL PROVISIONS APPLICABLE TO THE NOTES

27. Form of Notes:

	(Condition 1(a))		
	(i)	Form of Notes:	Registered
	(ii)	Bearer Notes exchangeable for Registered Notes:	Not applicable
28.	Issued under the new safekeeping structure::		No
29.	If issu	ued in bearer form:	Not applicable
30.	Exchange Date for exchange of Not applicable Temporary Global Note:		Not applicable
31.	Payments: (Condition 8)		
	(i)	Method of payment:	Condition 8 applies
	(ii)	Relevant Financial Centre Day:	London and New York
	(iii)	Local banking day specified for payments in respect of the Notes in global form:	No
32.	Partly Paid Notes: (Condition 1)		Not applicable
33.	Redenomination: (Condition 9)		Not applicable
	(i)	Redenomination:	Not applicable
	(ii)	Exchange:	Not applicable
34.	Other final terms:		Not applicable
35.	Valuation Date:		Not applicable

DISTRIBUTION

36. (i) syndicated, names of Not applicable Relevant Dealer(s)/Lead Manager(s): (ii) If syndicated, names of other Not applicable Dealers/Managers (if any): of Subscription Not applicable (iii) Date Agreement: Stabilising Manager (if any): Not applicable (iv) If non-syndicated, name and address HSBC Bank plc 37. of Relevant Dealer: 8 Canada Square, London E14 5HQ 38. Total commission and concession: Not applicable Selling restrictions: Not Rule 144A eligible 39. Notes may not be offered or sold within United States of America: the United States of America or to or for the account or the benefit of any U.S. Person (as defined in Regulation S). Non-exempt offer: Not applicable

Not applicable

Additional selling restrictions:

Stabilisation:

40.

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
HSRC RANK PLC

Victor Delgado Melgares
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 the Financial Services 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

Ratings:

The Notes have not specifically been rated.

OPERATIONAL INFORMATION

3. ISIN Code:

084224146 4. Common Code: 5. CUSIP: Not applicable 6. SEDOL: Not applicable 7. New Global Note intended to be held in No which manner would allow Eurosystem eligibility: 8. Any clearing system(s) other than None Euroclear and Clearstream, Luxembourg relevant identification and the number(s): 9. Delivery: Delivery against payment Medium Term Note 10. Settlement procedures: (i) Principal Paying Agent / Registrar: HSBC Bank plc 11. (ii) Additional Paying Agent(s) (if any): None Common Depositary: HSBC Bank plc 12. 13. Agent Bank/Calculation Agent: **HSBC** France — is Calculation Agent to make Yes calculations? — if not, identify calculation agent: Not applicable 14. Notices: As per Condition 13 (Condition 13) City in which specified office of London 15. Registrar to be maintained: (Condition 14) Other Final Terms: Not applicable 16. **ERISA Considerations:** Not applicable 17.

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ANNEX 1

Call Option Date	Accreted Notional Amount (USD)
22 October 2013	10,470,000.00
22 October 2018	13,172,860.42
22 October 2023	16,573,471.98
22 October 2028	20,851,961.14
22 October 2033	26,234,954.50
22 October 2038	33,007,582.97