

PRICING SUPPLEMENT

Pricing Supplement dated 17 March 2017

HSBC Bank plc

Programme for the Issuance of Notes and Warrants

Issue of

1,550 Bermudan Call Warrants linked to a basket comprised of the FTSE™ 100 Index, EURO STOXX 50 Index and the NASDAQ 100 Index expiring March 2022

PART A - CONTRACTUAL TERMS

This document constitutes the pricing supplement ("**Pricing Supplement**") relating to the issue of the Tranche of Warrants 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 Warrants (the "**Conditions**") set forth in such Offering Memorandum.

Full information on the Issuer and the offer of the Warrants 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 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 Warrants 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 Warrants understand the risks of transactions involving the Warrants 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 Warrants in light of their particular circumstances (including without limitation their own financial circumstances and investment objectives and the impact the Warrants 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.	Settlement Currency:	United States Dollar (" USD ")
4.	Aggregate Number of Warrants in the:	
	(i) Series:	1,550 Warrants (equivalent to USD 1,550,000)
	(ii) Tranche:	1,550 Warrants (equivalent to USD 1,550,000)
5.	Face Value:	USD 1,000 per Warrant
6.	(i) Issue Date:	20 March 2017
	(ii) Trade Date:	06 March 2017
7.	Issue Price:	USD 985 per Warrant
8.	Strike Price:	Not applicable
9.	Type of Warrants:	Index Basket Warrant
10.	Series represented by:	Global Registered Warrant
11.	Form of Warrant:	Registered Warrants
12.	Style of Warrants:	The Warrants are Bermudan Style Call Warrants. Condition 4(c) is applicable.
13.	(i) Expiry Date:	07 March 2022 (or, if such day is not a Scheduled Trading Day, the immediately following day that is a Scheduled Trading Day), provided that, if the Final Valuation Date is postponed pursuant to the provisions of Condition 18(b), the Expiry Date will be postponed such that the Expiry Date shall fall on the postponed Valuation Date or, if later, the Limit Valuation Date.
	(ii) Automatic Exercise:	Applicable
	(iii) Exercise Period:	Not applicable
	(iv) Potential Exercise Date(s):	The dates specified as Potential Exercise Dates in Annex 2 to this Pricing Supplement or, if any such day is not a Scheduled Trading Day, the immediately following day that is a Scheduled Trading Day. Notwithstanding the provisions of Condition 5(a) (<i>Exercise Notice</i>), if on any Potential Exercise Date, the Exercise Event (as defined below) has occurred, the Warrants shall be deemed to be immediately exercised on that date and such date will be the Exercise Date. If the Valuation Date scheduled to fall on the Potential Exercise Date is postponed pursuant to the provisions of Condition 18(b), the Potential Exercise Date will be postponed such that the Potential Exercise Date shall fall on the postponed Valuation Date or, if later, the Limit Valuation Date.

	(v) Knock-in Event:	Not applicable
	(vi) Knock-out Event:	Not applicable
14.	(i) Minimum Exercise / Minimum Trading Size:	1 Warrant
	(ii) Permitted Multiple:	1 Warrant
15.	Cash Settlement:	Applicable. The Warrants are Cash Settlement Warrants. Condition 4(d) (<i>Cash Settlement</i>) applies
	(i) Cash Settlement Amount, if exercised prior to the Expiry Date:	If WO_k is greater than or equal to Potential Exercise Level_k , a cash amount equal to Face Value per Warrant multiplied by the relevant Potential Exercise Percentage _k , as specified in Annex 2
	(ii) Cash Settlement Payment Date:	21 March 2022 or, if an Exercise Event occurs, the relevant Early Cash Settlement Payment Date _k specified in Annex 2 , or, in each case, if later the fifth Business Day following the Exercise Date.
	(iii) Cash Settlement Amount if exercised on the Expiry Date:	<p>If no Exercise Event has occurred, an amount equal to Face Value per Warrant times :</p> <p>-If WO_{final} is greater than or equal to 100%: 100%+ Final Additional Digital Amount; or</p> <p>-If WO_{final} is less than 100% and a Barrier Event has not occurred: 100%+ Final Additional Digital Amount; or</p> <p>-If WO_{final} is less than 100% and a Barrier Event has occurred: WO_{final}+ Final Additional Digital Amount.</p>

Where:

"**Observation Period**" means the period from (but excluding) an Observation Period Start Date to (and including) an Observation Period End Date.

"**Observation Period End Date**" means each date specified as such in Annex 3.

"**Observation Period Start Date**" means each date specified as such in Annex 3.

"**Barrier Event**" means an event which occurs if the Final Index Level of **any** Index on the Final Valuation Date is equal to or less than the Barrier Level, as determined by the Calculation Agent.

"**Barrier Level**" means 50 per cent. of the Initial Index Level

"Trigger Event" means an event that occurs if the Index Level of **any** Index on any Scheduled Trading Day during the Observation Period is less than or equal to the Trigger Level, as determined by the Calculation Agent.

"Trigger Level" means 70 per cent. of the Initial Index Level.

"Index Level" means, with respect to an Index and a Scheduled Trading Day, (a) the level of the relevant Index as determined by the Calculation Agent as of the Valuation Time on the relevant Exchange on such Scheduled Trading Day or (b) with respect to a Multiple Exchange Index, the official closing level of the Index on such Scheduled Trading Day as calculated and published by Index Sponsor.

"Digital Amount_j" means, if:

- (i) a Trigger Event has not occurred during the Observation Period, 5.125%; or
- (ii) a Trigger Event has occurred during the Observation Period, 0.00%.

"Additional Digital Amount_k" is equal to $\sum_{j=1}^k Digital\ Amount_j$

"Final Additional Digital Amount" is equal to $\sum_{j=1}^{10} Digital\ Amount_j$

"Exercise Event" means, in respect of a Valuation Date other than the Final Valuation Date, WO_k is greater than or equal to the relevant Potential Exercise Level_k (as set out in **Annex 2**), as determined by the Calculation Agent.

"WO_{final}" means in respect of the Final Valuation Date, the lowest performance (expressed as a percentage) among the Indices as determined by the Calculation Agent in accordance with the following formula:

$$Min_{i=1-N} \left(\frac{S_{final}^i}{S_{initial}^i} \times 100\% \right)$$

where:

"i" means each Index in the basket in accordance with Annex 2;

" S_{Final}^i " means, in respect of an Index and the Final Valuation Date, the Final Index Level (as defined in paragraph 17(xiii) below) of such Index_i;

" S_{initial}^i " means, in respect of an Index, the Initial Index Level (as set out in **Annex 1**);

If more than one Index has the same WO_{final} , the Calculation Agent shall determine which Index is the Worst Performing Index in its sole and absolute discretion.

"**Worst Performing Index**" means the Index for which the performance is the lowest in accordance with the definition of WO_{final} .

" WO_k " means in respect of a Valuation Date_k, the lowest performance (expressed as a percentage) among the Indices as determined by the Calculation Agent in accordance with the following formula:

$$\text{Min}_{i=1-N} \left(\frac{S_k^i}{S_{\text{initial}}^i} \times 100\% \right)$$

where:

"i" means each Index in the basket in accordance with **Annex 1**;

" S_k^i " means, with respect to an Index and a Valuation Date, (a) the level of the relevant Index as determined by the Calculation Agent as of the Valuation Time on the relevant Exchange on such Valuation Date or (b) with respect to a Multiple Exchange Index, the official closing level of the Index on the Valuation Date as calculated and published by the Index Sponsor_i;

" S_{initial}^i " means, in respect of an Index, the Initial Index Level as set out in **Annex 1**;

If more than one Index has the same WO_k , the Calculation Agent shall determine which Index is the Worst Performing Index in its sole and absolute discretion.

"**Worst Performing Index**" means the Index for which the performance is the lowest in accordance with the definition of WO_k .

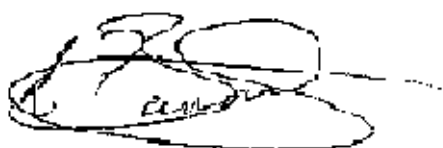
(iv)	Specified Number of Disrupted Days:	8
16.	Physical Settlement:	Not applicable
17.	Index Warrants or Index Basket Warrants:	Applicable. The Warrants are Index Basket Warrants
(i)	Index/Indices:	The indices comprising the Basket are as specified in Annex 1 below.
(ii)	Basket:	Applicable
(iii)	Index Sponsor(s):	With respect to each Index, the entity specified as such in respect of such Index in Annex 2 below
(iv)	Index Rules:	Not applicable
(v)	Exchange(s):	With respect to each Index, each exchange or quotation system specified as such in respect of such Index in Annex 2
(vi)	Related Exchange(s):	With respect to each Index, each exchange or quotation system specified as such in respect of such Index in Annex 2
(vii)	Valuation Time:	Definition in Condition 17 applies
(viii)	Valuation Date:	the Expiry Date (the “ Final Valuation Date ”) and each of the Potential Exercise Dates specified in Annex 2 .
(ix)	Averaging Dates:	Not applicable
(x)	Reference Level:	Not applicable
(xi)	China Connect Underlying:	No
(xii)	Additional Disruption Event:	The following Additional Disruption Events apply: Change in Law, Hedging Disruption, Increased Cost of Hedging
(xiii)	Initial Index Level:	With respect to each Index, each level of such Index specified as such in respect of such Index in Annex 2
(xiv)	Final Index Level:	Definition in Condition 17 applies
(xv)	Adjustment of Indices:	Condition 18(c) applies
(xvi)	Strike Date:	06 March 2017
(xvii)	Index Substitution	Not applicable
18.	Security Warrant or Security Basket Warrant:	Not applicable

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|-----|---|---|
| 19. | Averaging Date Market Disruption: | Not applicable |
| 20. | Business Day: | Modified Following |
| 21. | (i) Payment of Alternative Payment Currency Equivalent: | Not applicable |
| | (ii) Underlying Currency Pair provisions: | Not applicable |
| | (iii) Price Source Disruption: | Not applicable |
| 22. | Business Centre: | Not applicable |
| 23. | Selling Restrictions: | <p>In addition to the selling restrictions listed in "Purchase and Sale of the Warrants" contained in the Offering Memorandum:</p> <p>Regulation S</p> <p>Warrants may not be sold or offered within the United States of America or to, or for the account or the benefit of, U.S. Persons (as defined in Regulation S).</p> |
| 24. | Other Terms: | See Annexes 1, 2 and 3 |

DISTRIBUTION

- | | | |
|---------|--|--|
| 25. (i) | If syndicated, names of Relevant Manager(s)/Lead Manager(s): | Not applicable |
| | (ii) If syndicated, names of other Managers (if any): | Not applicable |
| 26. | Exemption(s) from requirements under Directive 2003/71/EC (as amended) (the "Prospectus Directive"): | The offer is addressed to investors who will acquire Warrants for a consideration of at least EUR100,000 (or equivalent amount in another currency) per investor for each separate offer |
| 27. | Additional U.S. federal income Tax considerations: | The Warrants are not Section 871(m) Warrants for the purpose of Section 871(m) |

CONFIRMED
HSBC BANK PLC



By: -----

Authorised Signatory

Date: -----

PART B - OTHER INFORMATION

1 LISTING

- | | | |
|------|-----------------------|---|
| (i) | Listing: | Application will be made to admit the Warrants to listing on the Official List of the Irish Stock Exchange. 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 Warrants 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. |

2. INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE/OFFER

Save for any fees payable to the Manager(s) (if any), so far as the Issuer is aware, no person involved in the issue of the Warrants has an interest material to the issue. The Manager(s) 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

3. 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 |

4. PERFORMANCE OF INDEX/FORMULA/OTHER VARIABLE AND OTHER INFORMATION CONCERNING THE UNDERLYING

Details of the past and future performance and volatility of the Indices can be obtained from Bloomberg Pages NDX <Index>, SX5E<Index> and UKX <Index>

OPERATIONAL INFORMATION

- | | |
|--------------------|---------------------|
| 5. ISIN Code: | GB00BYXBH282 |
| 6. Common Code: | 157831836 |
| 7. CUSIP: | Not applicable |
| 8. Valoren Number: | 35568342 |
| 9. SEDOL: | BYXBH28 |
| 10. WKN: | Not applicable |

11. Any clearing system(s) other than Euroclear and Clearstream, Luxembourg and the relevant identification number(s):

None

12. Delivery:

Delivery against payment

13. Additional Paying Agent(s) (if any):

None

14. Common Depositary:

HSBC Bank plc

15. Calculation Agent:

HSBC Bank plc

16. ERISA Considerations:

ERISA prohibited

ANNEX 1

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

Information in relation to underlying Indices

"i"	Indices	Index Sponsor	Exchange	Related Exchange	Initial Index Level
1	NASDAQ 100 (Bloomberg NKNDXY)	The Nasdaq Stock Market Inc	NASDAQ	All Exchanges	5360.313
2	EURO STOXX 50 Price EUR (Bloomberg SX5E), a Multiple Exchange Index	STOXX Limited	The regulated markets or quotation systems (or any substituting market or system) on which the shares which compose the Index are mainly traded	All Exchanges	3387.46
3	FTSE 100 Index (Bloomberg UKX)	FTSE International Limited	London Stock Exchange	All Exchanges	7350.12

ANNEX 2

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

"k"	Potential Exercise Date	Early Cash Settlement Payment Date	Potential Exercise Level	Potential Exercise Percentage
2	6 March 2018	20 March 2018	100.00%	100% + Additional Digital Amount _k
3	6 September 2018	20 September 2018	100.00%	100% + Additional Digital Amount _k
4	6 March 2019	20 March 2019	100.00%	100% + Additional Digital Amount _k
5	6 September 2019	20 September 2019	100.00%	100% + Additional Digital Amount _k
6	6 March 2020	20 March 2020	100.00%	100% + Additional Digital Amount _k
7	8 September 2020	22 September 2020	100.00%	100% + Additional Digital Amount _k
8	8 March 2021	22 March 2021	100.00%	100% + Additional Digital Amount _k
9	7 September 2021	21 September 2021	100.00%	100% + Additional Digital Amount _k

ANNEX 3

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

j	Observation Period	
	Observation Period Start Date*	Observation Period End Date*
1	Strike Date	6 September 2017
2	6 September 2017	6 March 2018
3	6 March 2018	6 September 2018
4	6 September 2018	6 March 2019
5	6 March 2019	6 September 2019
6	6 September 2019	6 March 2020
7	6 March 2020	8 September 2020
8	8 September 2020	8 March 2021
9	8 March 2021	7 September 2021
10	7 September 2021	Final Valuation Date

* If any such day is not a Scheduled Trading Day, the next following Scheduled Trading Day. Each Observation Period Start Date and Observation Period End Date shall be subject to postponement in accordance with Condition 18(b) as if each reference to "Valuation Date" in such Condition was deemed to be a reference to Observation Period Start Date or Observation Period End Date, as applicable.

ANNEX 4

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

STATEMENTS REGARDING THE FTSE™ 100 INDEX

The Warrants are not in any way sponsored by FTSE International Limited ("**FTSE**") or by The London Stock Exchange plc (the "*Exchange*") or by The Financial Times Limited ("**FT**") and neither FTSE or Exchange or FT makes any warranty or representation whatsoever, expressly or impliedly, either as to the results to be obtained from the use of the FTSE™ 100 Index (the "**Index**") and/or the figure at which the said Index stands at any particular time on any particular day or otherwise. The Index is compiled and calculated solely by FTSE. However, neither FTSE or Exchange or FT shall be liable (whether in negligence or otherwise) to any person for any error in the Index and neither FTSE or Exchange or FT shall be under any obligation to advise any person of any error therein.

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(Source: The Financial Times Limited)

STATEMENTS REGARDING THE NASDAQ 100® INDEX

The Warrants are not sponsored, endorsed, sold or promoted by The Nasdaq Stock Market, Inc. (including its affiliates) (Nasdaq, with its affiliates, are referred to as the Corporations). The Corporations have not passed on the legality or suitability of, or the accuracy or adequacy of descriptions and disclosures relating to, the Warrants. The Corporations make no representation or warranty, express or implied to the owners of the Warrants or any member of the public regarding the advisability of investing in securities generally or in the Warrants particularly, or the ability of the Nasdaq-100 Index® to track general stock market performance. The Corporations' only relationship to the Issuer (Licensee) is in the licensing of the Nasdaq-100®, Nasdaq-100 Index®, and Nasdaq® trademarks or service marks, and certain trade names of the Corporations and the use of the Nasdaq-100 Index® which is determined, composed and calculated by Nasdaq without regard to Licensee or the Warrants. Nasdaq has no obligation to take the needs of the Licensee or the owners of the Warrants into consideration in determining, composing or calculating the Nasdaq-100 Index®. The Corporations are not responsible for and have not participated in the determination of the timing of, prices at, or quantities of the Warrants to be issued or in the determination or calculation of the equation by which the Warrants are to be converted into cash. The Corporations have no liability in connection with the administration, marketing or trading of the Warrants.

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STATEMENTS REGARDING THE EURO STOXX 50® INDEX

The following statement is required by the licensor of the Euro STOXX® 50 Index:

STOXX and its licensors (the “Licensors”) have no relationship to the Issuer, other than the licensing of the Euro STOXX 50® Index and the related trademarks for use in connection with the Notes.

STOXX and its Licensors do not:

- Sponsor, endorse, sell or promote the Notes.
- Recommend that any person invest in the Notes or any other securities.
- Have any responsibility or liability for or make any decisions about the timing, amount or pricing of Notes.
- Have any responsibility or liability for the administration, management or marketing of the Notes.
- Consider the needs of the Notes or the owners of the Notes in determining, composing or calculating the Euro STOXX 50® Index or have any obligation to do so.

STOXX and its Licensors will not have any liability in connection with the Notes. Specifically,

- **STOXX and its Licensors do not make any warranty, express or implied and disclaim any and all warranty about:**
 - **The results to be obtained by the Notes, the owner of the Notes or any other person in connection with the use of the Euro STOXX 50® Index and the data included in the Euro STOXX 50® Index;**
 - **The accuracy or completeness of the Euro STOXX 50® Index and its data;**
 - **The merchantability and the fitness for a particular purpose or use of the Euro STOXX 50® Index and its data;**
- **STOXX and its Licensors will have no liability for any errors, omissions or interruptions in the Euro STOXX 50® Index or its data;**
- **Under no circumstances will STOXX or its Licensors be liable for any lost profits or indirect, punitive, special or consequential damages or losses, even if STOXX or its Licensors knows that they might occur.**

The licensing agreement between the Issuer and STOXX is solely for their benefit and not for the benefit of the owners of the Notes or any other third parties.