

BASE PROSPECTUS SUPPLEMENT



HSBC Bank plc

(A company incorporated with limited liability in England with registered number 14259)

as Issuer

This base prospectus supplement (the "**Base Prospectus Supplement**") is supplemental to and must be read in conjunction with (i) the base prospectus dated 1 June 2017 relating to the issuance of Market Access Notes and Warrants under the Programme for the Issuance of Notes and Warrants and the supplement thereto dated 2 August 2017 (the "**Market Access Base Prospectus**"), (ii) the base prospectus dated 21 June 2017 relating to the issuance of Index-Linked Notes and Warrants under the Programme for the Issuance of Notes and Warrants and the supplement thereto dated 2 August 2017 (the "**Index-Linked Base Prospectus**"); (iii) the base prospectus dated 21 June 2017 relating to the issuance of Preference Share-Linked Notes under the Programme for the Issuance of Notes and Warrants and the supplement thereto dated 2 August 2017 (the "**Preference Share-Linked Base Prospectus**"); (iv) the base prospectus dated 3 October 2016 relating to the issuance of Interest Rate-Linked and Inflation-Linked Notes under the Programme for the Issuance of Notes and Warrants and the supplements thereto dated 27 February 2017 and 2 August 2017 (the "**Interest Rate-Linked and Inflation-Linked Base Prospectus**"); and (v) the base prospectus dated 12 April 2017 relating to the Debt Issuance Programme and the supplement thereto dated 2 August 2017 ("**DIP Base Prospectus**") (the Market Access Base Prospectus, Index-Linked Base Prospectus, Preference Share-Linked Base Prospectus, Interest Rate-Linked and Inflation-Linked Base Prospectus and the DIP Base Prospectus together being hereafter referred to as the "**Base Prospectuses**") prepared by HSBC Bank plc (the "**Issuer**") in connection with the applications made for Notes, Warrants or Certificates (as applicable) to be admitted to listing on the Official List of the Financial Conduct Authority (in its capacity as competent authority for the purposes of Part VI of the Financial Services and Markets Act 2000 (the "**FSMA**")) and to trading on the regulated market of the London Stock Exchange plc and/or the offer of Notes, Warrants or Certificates to the public (as applicable).

This Base Prospectus Supplement constitutes a supplement for the purposes of Directive 2003/71/EC, as amended (the "**Prospectus Directive**") and a supplementary prospectus for the purposes of section 87G of the FSMA. Terms defined in any of the Base Prospectuses shall have the same meaning when used in this Base Prospectus Supplement.

To the extent that there is any inconsistency between any statement in this Base Prospectus Supplement and any other statement in, or incorporated by reference in, any of the Base Prospectuses, the statements in this Base Prospectus Supplement will prevail.

The purpose of this Base Prospectus Supplement is to:

- disclose that Moody's announced on 27 September 2017 that the long-term credit rating of the Issuer was revised as follows:

Previous long-term credit rating of the Issuer	Revised long-term credit rating of the Issuer as of 27 September 2017
Aa2	Aa3

- update the Summaries contained in the Index-Linked Base Prospectus, the Preference Share-Linked Base Prospectus and the Interest Rate-Linked and Inflation-Linked Base Prospectus to reflect the above revision to the Issuer's credit rating so that Elements B.17 (*Credit ratings*) refer to the Issuer being assigned by Moody's a long-term credit rating of Aa3 rather than Aa2.

Save as disclosed in this Base Prospectus Supplement, no significant new factor, material mistake or inaccuracy relating to information included in the Base Prospectuses has arisen since the publication of the Base Prospectuses.

In circumstances where Article 16(2) of the Prospectus Directive (as implemented in the United Kingdom by Section 87Q(4) of the FSMA) applies, investors who have agreed to purchase or subscribe for any Notes, Warrants or Certificates (as the case may be) prior to the publication of this Base Prospectus Supplement may have the right to withdraw their acceptance. Investors wishing to exercise any such right should do so by giving notice in writing to the person from whom they agreed to purchase or subscribe for such Notes, Warrants or Certificates no later than 2 October 2017, which is the final date for the exercise of such right to withdraw.

The Issuer accepts responsibility for the information contained in this Base Prospectus Supplement. To the best of the knowledge and belief of the Issuer (which has taken all reasonable care to ensure that such is the case) the information contained in this Base Prospectus Supplement is in accordance with the facts and does not omit anything likely to affect the import of such information.

28 September 2017