

BASE PROSPECTUS SUPPLEMENT DATED 11 DECEMBER 2019



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 the base prospectus dated 1 July 2019 and the supplement thereto dated 8 August 2019 relating to the issuance of Interest Rate-Linked and Inflation-Linked Notes under the Programme for the Issuance of Notes and Warrants (together the "**Base Prospectus**") prepared by HSBC Bank plc (the "**Issuer**") in connection with the application made for Notes, Warrants or Certificates (as applicable) to be admitted to listing on the Official List of the Irish Stock Exchange plc (trading as Euronext Dublin) (the "**Euronext Dublin**") and to trading on the regulated market of Euronext Dublin.

This Base Prospectus Supplement constitutes a supplement for the purposes of Directive 2003/71/EC (as amended or superseded, the "**Prospectus Directive**"). Terms defined in the Base Prospectus shall have the same meaning when used in this Base Prospectus Supplement. This Base Prospectus Supplement has been approved by the Central Bank of Ireland, as competent authority under the Prospectus Directive. The Central Bank of Ireland only approves this Base Prospectus Supplement as meeting the requirements imposed under Irish and EU law pursuant to the Prospectus Directive.

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 the Base Prospectus, the statements in this Base Prospectus Supplement will prevail.

The purpose of this Base Prospectus Supplement is to:

- disclose that Fitch announced on 5 December 2019 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 5 December 2019
AA-	A+

- update Element B.17 (*Credit ratings*) of the Summary contained in the Base Prospectus to reflect the above revision to the Issuer's credit rating. The revised Element B.17 (*Credit ratings*) is set out in the Annex hereto.

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

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 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 13 December 2019, 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.

ANNEX

**REVISED ELEMENT B.17 (*CREDIT RATINGS*) OF THE SUMMARY CONTAINED IN THE
BASE PROSPECTUS**

B.17	Credit ratings:¹	The Issuer has been assigned the following long term credit ratings: AA- by S&P Global Ratings Europe Limited (" Standards & Poor's "); Aa3 by Moody's Investors Service Limited (" Moody's "); and A+ by Fitch Ratings Limited (" Fitch ").
		The Notes to be issued [have [not] been] [are expected on issue to be] rated[./:]
		[Standard & Poor's:
		[Moody's:
		[Fitch:
		[Not Applicable. The Notes are derivative securities.]

¹ Element B.17 (*Credit Ratings*) of the Summary has been updated to reflect Fitch's announcement on 5 December 2019 that the long-term credit rating of the Issuer was revised from AA- to A+.