

FINAL TERMS

Final Terms dated 9 April 2009
Series No.: NWP 6989
Tranche No.: 1

HSBC Bank plc

Programme for the Issuance of Notes and Warrants

Issue of

Up to EUR 200,000,000 Variable Coupon Amount to Floating Rate Equity -Linked Notes linked to a Basket of Securities due 15 June 2017

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 Conditions set forth in the Base Prospectus dated 31 July 2008 in relation to the above Programme and the supplemental Prospectus dated 5 August 2008, 17 September 2008, 30 September 2008, 14 October 2008, 15 October 2008, 28 November 2008, 5 January 2009, 6 February 2009, 6 March 2009 and 9 April 2009 which together constitute a base 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 such Prospectus as so supplemented. 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 and the supplemental Prospectus are available for viewing at and copies may be obtained from 8 Canada Square, London E14 8HQ.

Investing in the Notes involves substantial risks. As a consequence, prospective investors should be aware that the Notes are only intended for investors who have the knowledge and experience in financial and business matters necessary to enable them to evaluate the risks of an investment in the Notes. In purchasing any Notes, an investor will be deemed to represent that it is such an investor and has such knowledge and experience. Prospective investors should consider the risk factors set forth under "Risk Factors" in the Prospectus and the risks described herein.

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| 1. | (i) | Issuer | HSBC Bank plc |
| | (ii) | Arranger(s): | HSBC Bank plc |
| 2. | (i) | Series number: | NWP 6989 |
| | (ii) | Tranche number: | 1 |
| | (iii) | Whether issue is of Notes or Certificates: | Notes |
| 3. | | Currency or currencies: | |
| | (i) | of denomination: | Euro (" EUR ")
(the " Specified Currency ") |
| | (ii) | of payment: | EUR |
| 4. | | Aggregate Principal Amount of Notes admitted to trading: | |

	(i) Series:	Up to EUR 200,000,000
	(ii) Tranche:	Up to EUR 200,000,000
5.	Issue Price:	100 per cent. of the Aggregate Principal Amount
6.	(i) Denomination(s) (<i>Condition 1(b)</i>):	EUR 1,000
	(ii) Calculation Amount:	Not applicable
7.	(i) Issue Date:	15 June 2009
	(ii) Interest Commencement Date:	15 June 2009
8.	Maturity Date: (<i>Condition 6(a)</i>)	15 June 2017, subject to early redemption
9.	Interest basis: (<i>Conditions 3 to 5</i>)	(i) In respect of the period from and including the Interest Commencement Date to but excluding 16 June 2014, Variable Coupon Amount (see paragraph 17 below); and (ii) In respect of the period from and including 16 June 2014 to but excluding the date on which the Notes are redeemed, 3 month EUR-EURIBOR-Reuters Floating Rate (see paragraph 16 below).
10.	Redemption basis: (<i>Condition 6</i>)	Par
11.	Change of interest or redemption basis:	The Notes change from Variable Coupon Amount Notes to Floating Rate Notes on 16 June 2014. The Notes are subject to early redemption as more fully described in the Prospectus and these Final Terms. This includes, without limitation, early redemption on an Optional Redemption Date. See in particular paragraphs 21, 22 and 26 below.
12.	Put/Call options:	Condition 6(c) and Condition 6(d) will apply as specified below
13.	Status of the Notes: (<i>Condition 2</i>)	Unsubordinated, unsecured
14.	Method of distribution:	Non-syndicated

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

15.	Fixed Rate Note provisions: (<i>Condition 3</i>)	Not applicable
16.	Floating Rate Note provisions: (<i>Condition 4</i>)	In respect of the period from and including 16 June 2014 to but excluding the date on which

the Notes are redeemed, applicable

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| (i) | Interest Period(s): | Interest Periods will be each period of 3 months from and including an Interest Payment Date, to but excluding the next succeeding Interest Payment Date, provided that the first Interest Period shall commence on (and include) 16 June 2014 and shall end on (and exclude) the Interest Payment Date falling in September 2014 (a short Interest Period). |
| (ii) | Specified Interest Payment Dates: | 15 March, 15 June, 15 September and 15 December in each year from and including 15 September 2014 to and including 15 June 2017, subject to early redemption and subject to adjustment in accordance with the Modified Following Business Day Convention for purposes of accrual and payment |
| (iii) | First Interest Payment Date: | 15 September 2014 |
| (iv) | Business Day Convention | Modified Following Business Day Convention |
| (v) | Business Centre(s) | Not applicable |
| (vi) | Screen Rate Determination: | |
| | (1) Benchmark: | 3 month EUR-EURIBOR-Reuters |
| | (2) Interest Determination Date: | 2 TARGET Business Days prior to the first day of each Interest Period |
| | (3) Relevant Screen Page: | Reuters Screen EURIBOR01 Page |
| | (4) Relevant Financial Centre: | TARGET |
| (vii) | ISDA Determination: | Not applicable |
| (viii) | Margin: | Not applicable |
| (ix) | Day Count Fraction: | Act/360 |
| (x) | Relevant time: | 11.00 a.m. Brussels time |
| (xi) | Minimum Interest Rate: | Not applicable |
| (xii) | Maximum Interest Rate: | Not applicable |
| (xiii) | Fall back provisions, rounding provisions, denominator and any other terms relating to the method of calculating interest on Floating Rate Notes, if different from those set out in the Conditions: | Not applicable |

17. Variable Coupon Amount Note provisions: (*Condition 5*)
- (i) Interest Payment Dates: 16 June 2014 (the "**Variable Coupon Payment Date**")
- (ii) Method of calculating interest: Unless the Notes have been previously redeemed or purchased and cancelled, the Variable Coupon Amount in respect of each Note on the Variable Coupon Payment Date will be an amount in the Specified Currency equal to the product of (a) the Denomination and (b) the Enhanced Return Rate.

"**Enhanced Return Rate**" means the rate determined by the Calculation Agent in accordance with the following formula:

$$\text{Enhanced Return Rate} = \text{Max} \left[0\%; \frac{1}{20} \sum_{i=1}^{20} \text{SharePerformance}(i) \right]$$

Where:

"i" means each Security in the Basket, 1 to 20.

"**SharePerformance_i**" means, in respect of a Security, the value determined by the Calculation Agent in accordance with the following:

(A) if the Perf Ratio_i is more than or equal to 0 per cent.,

$$\text{Share Performance}_i = \text{Min} (\text{Perf Ratio}_i; 50\%)$$

(B) if the Perf Ratio_i is more than or equal to minus 40 per cent. but less than 0 per cent.,

$$\text{Share Performance}_i = 0\%$$

(C) if the Perf Ratio is less than minus 40 per cent.,

$$\text{Share Performance}_i = \text{minus } 40\%$$

Where:

"**Perf Ratio_i**" means, in respect of a Security_i, the percentage determined by the Calculation Agent in accordance with the following formula:

$$\text{Perf Ratio}_i = \frac{S_{final}^i - S_{initial}^i}{S_{initial}^i}$$

"**S_{final}ⁱ**" means, in respect of a Security, the price of such Security on the relevant Exchange at the Valuation Time on the Valuation Date (as

defined in paragraph 40 below), as determined by the Calculation Agent.

"Sⁱ_{initial}" means, in respect of a Security_i, the Initial Price (as defined in paragraph 36(v) below) of such Security.

See further under paragraph 36 below.

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| 18. | Zero Coupon Note provisions:
(Condition 5) | Not applicable |
| 19. | Index-Linked Interest Note/other
variable-linked interest Note Provisions: | Not applicable |
| 20. | Dual Currency Note provisions/Multi-
currency Note provisions: | Not applicable |

PROVISIONS RELATING TO REDEMPTION

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|-----|---|---|
| 21. | Issuer's optional redemption (Call):
(Condition 6(c)) | Applicable |
| | (i) Redemption amount (Call): | Par |
| | (ii) Series redeemable in part: | No |
| | (iii) Call option date(s)/Call option
period: | Each of 16 June 2014, 15 June 2015 and 15
June 2016 (each an " Optional Redemption
Date ") |
| 22. | Noteholder's optional redemption (Put):
(Condition 6(d)) | Applicable |
| | (i) Redemption amount (Put): | Par |
| | (ii) Put Option date(s)/Put Option
Period: | Each Optional Redemption Date (as defined
in paragraph 21(iii) above) |
| 23. | Final redemption amount of each Note:
(Condition 6(a)) | Par |
| 24. | Final redemption amount of each Note in
cases where the final redemption amount is
Index-Linked or other variable-linked: | Not applicable |
| 25. | Instalment Notes:
(Condition 6(a)) | Not applicable |
| 26. | Early redemption amount: | Yes |
| | (i) Early redemption amount (upon
redemption for taxation reasons,
force majeure or following an
Event of Default):
(Conditions 6(b), 6(h) or 10) | With respect to each Note, the amount in the
Specified Currency determined by the
Calculation Agent in its sole and absolute
discretion to be the fair market value of the
Note immediately prior to the early
redemption date, less any reasonable
expenses and costs to the Issuer and/or any
affiliate of the Issuer of unwinding any
underlying and/or related hedging and/or
funding arrangements |

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| (ii) | Other redemption provisions:
(<i>Condition 6(i)</i>) | Not applicable |
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GENERAL PROVISIONS APPLICABLE TO THE NOTES

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| 27. | Form of Notes:
(<i>Condition 1(a)</i>) | |
| | (i) Form of Notes: | Bearer |
| | (ii) Bearer Notes exchangeable for Registered Notes: | No |
| 28. | New Global Note: | No |
| 29. | 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 and/or Registered Notes:
(<i>Condition 1(a)</i>) | Temporary Global Note exchangeable for a permanent Global Note which is exchangeable for Definitive Notes only in limited circumstances specified in the Permanent Global Note |
| | (iii) Permanent Global Note exchangeable at the option of the bearer for Definitive Notes and/or Registered Notes: | No |
| | (iv) Coupons to be attached to Definitive Notes: | Yes |
| | (v) Talons for future Coupons to be attached to Definitive Notes: | No |
| | (vi) (a) Definitive Notes to be security printed: | Yes |
| | (b) if the answer to (a) is yes, whether steel engraved plates will be used: | Yes |
| | (vii) Definitive Notes to be in ICMA or successor's format: | Yes |
| | (viii) Issuer or Noteholder to pay costs of security printing: | Issuer |
| 30. | Exchange Date for exchange of Temporary Global Note: | Not earlier than 40 days following the Issue Date |
| 31. | Payments:
(<i>Condition 8</i>) | |
| | (i) Method of payment: | Condition 8 applies |
| | (ii) Relevant Financial Centre Day: | London and TARGET |
| 32. | Party Paid Notes:
(<i>Condition 1</i>) | No |

If yes, specify number, amounts and dates for, and method of, payment of instalments of subscription monies and any further additional provisions (including forfeiture dates in respect of late payments of partly paid instalments)

33. Redenomination:
(*Condition 9*)
- (i) Redenomination: Not applicable
 - (ii) Exchange: Not applicable
34. Other final terms: Not applicable

PROVISIONS APPLICABLE TO INDEX-LINKED NOTES, CASH EQUITY NOTES AND EQUITY-LINKED NOTES

35. Security Delivery (Equity-Linked Notes only): Not applicable
36. Provisions for Cash Equity Notes and Equity-Linked Notes
- (i) Securities: The ordinary shares of each Underlying Company referred to in the table below

	Underlying Company	Bloomberg Ticker	Exchange	Related Exchange
1	TOYOTA MOTOR	7203 JT	The Tokyo Stock Exchange	The Osaka Securities Stock Exchange
2	HONDA MOTOR CO LTD	7267 JT	The Tokyo Stock Exchange	The Osaka Securities Stock Exchange
3	MITSUBISHI TOKYO FINANCIAL GROUP INC	8306 JT	The Tokyo Stock Exchange	The Osaka Securities Stock Exchange
4	NIPPON TELEGRAPH & TELEPHONE CORP	9432 JT	The Tokyo Stock Exchange	The Osaka Securities Stock Exchange
5	TOKYO ELECTRIC POWER CO INC	9501 JT	The Tokyo Stock Exchange	The Osaka Securities Stock Exchange
6	ENI SPA	ENI IM	Milan Stock Exchange	IDEM IsoALFA
7	E.ON AG	EOAN GY	XETRA Trading Systems	EUREX
8	TOTAL SA	FP FP	Euronext Paris, SA	Euronext.liffe, Paris
9	FRANCE TELECOM	FTE FP	Euronext Paris, SA	Euronext.liffe, Paris
10	SUEZGDF	GSZ FP	Euronext Paris, SA	Euronext.liffe, Paris
11	JOHNSON & JOHNSON	JNJ UN	The New York Stock Exchange	Chicago Board Options Exchange
12	MICROSOFT CORP	MSFT UQ	The Nasdaq Stock Market, Inc	The Nasdaq Stock Market, Inc
13	Nokia OYJ	NOK1V FH	Helsinki Stock Exchange	EUREX
14	PROCTER & GAMBLE	PG UN	The New York Stock Exchange	Chicago Board Options Exchange
15	SANOFI-AVENTIS	SAN FP	Euronext Paris, SA	Euronext.liffe, Paris
16	BANCO SANTANDER CENTRAL HISPANO SA	SAN SM	SIBE Madrid	Mercado Espanol de Futuros Financieros
17	SIEMENS AG	SIE GY	XETRA Trading Systems	EUREX
18	AT&T CORP	T UN	The New York Stock Exchange	Chicago Board Options Exchange
19	TELEFONICA SA	TEF SM	SIBE Madrid	Mercado Futuros Financieros
20	EXXON MOBIL CORP	XOM UN	The New York Stock Exchange	Chicago Board Options Exchange

For the avoidance of doubt, each of the Securities above are equally weighted.

- (ii) Underlying Company(ies): As set out in (i) above.
- (iii) Exchange(s): As set out in (i) above.
- (iv) Related Exchange(s): As set out in (i) above.

	(v) Initial Price:	As defined in Condition 21(a).
	(vi) Strike Date:	15 June 2009
	(vii) Cash Settlement Payment Date:	The Variable Coupon Payment Date
	(viii) Securities Transfer Amount: (for Equity-Linked Notes only)	Not applicable
	(ix) Settlement Date: (for Equity-Linked Notes only)	Not applicable
	(x) Settlement Disruption Event: (for Equity-Linked Notes only)	Condition 21(b)(iii) does not apply
	- Disruption Period (if other than as specified in Condition 21(b)(iii)):	
	(xi) Delivery Disruption Event: (for Equity-Linked Notes only)	Condition 21(b)(iv) does not apply
	(xii) Potential Adjustment Event:	Condition 21(g)(i) applies
	- Extraordinary Dividend (if other than as specified in the definition in Condition 21(a))	Not applicable
	- additional Potential Adjustment Event (for purposes of paragraph (viii) of the definition thereof)	Not applicable
	(xiii) Extraordinary Event:	Condition 21(g)(ii) applies
	(xiv) Conversion: (for Notes relating to Government Bonds and debt securities only)	Not applicable
	(xv) Correction of prices:	Condition 21(g)(iv) applies
	(xvi) Additional Disruption Event	The following Additional Disruption Events apply: Change in Law, Hedging Disruption, Increased Cost of Hedging
37.	Additional provisions for Equity-Linked Notes:	Not applicable
38.	Provisions for Index-Linked Notes:	Not applicable
39.	For Equity-Linked and Credit-Linked Notes:	US Federal Income Tax Considerations
40.	Valuation Date(s):	10 June 2014. If, pursuant to Condition 21(e), such date is not a Scheduled Trading Day or is a Disrupted Day in relation to any Security _i , such date shall nevertheless be deemed to be the Valuation Date in relation to such Security _i and S _{final} ⁱ shall be the price determined by the Calculation Agent in its sole discretion.

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| 41. | Valuation Time: | The definition in Condition 21(a) applies |
| 42. | Averaging Dates: | Not applicable |
| 43. | Other terms or special conditions relating to Index-Linked Notes, Cash Equity Notes or Equity-Linked Notes: | Not applicable |

DISTRIBUTION

- | | | |
|-----|---|--|
| 44. | (i) If syndicated, names, addresses and underwriting commitments of Relevant Dealer(s)/Lead Manager(s): | Not applicable |
| | (ii) If syndicated, names, addresses and underwriting commitments of other Dealers/Managers (if any): | Not applicable |
| | (iii) Date of Subscription Agreement: | Not applicable |
| | (iv) Stabilising Manager (if any): | Not applicable |
| 45. | If non-syndicated, name and address of Relevant Dealer: | <p>HSBC Financial Products (France) SNC
103, avenue des Champs-Élysées
75419 Paris Cedex 08
(the "Dealer")</p> <p>HSBC France,
103 avenue des Champs-Élysées
75008 Paris (the "Distributor")</p> <p>(and together with the Dealer, the "Selling Group").</p> <p>The Dealer has agreed to pay the Distributor a fee of up to 1.20 per cent. of the aggregate principal amount of the Notes annually.</p> <p>The amount of the fee will be determined at the end of the Offer Period and the Issuer will notify Noteholders of this amount.</p> |
| 46. | Total commission and concession: | Up to 1.20 per cent. of the Aggregate Principal Amount annually. The amount of the fee will be determined at the end of the Offer Period and the Issuer will notify Noteholders of this amount. |
| 47. | Selling restrictions: | TEFRA D Rules |
| | United States of America: | Notes may not be offered or sold within the United States of America or to or for the account or the benefit of a US person (as defined in Regulation S) |
| | Non-exempt Offer: | It is expected that all of the Notes will be purchased by HSBC Assurances Vie (France) for the purpose of backing certain |

insurance contracts to be offered to investors. An offer of the Notes may be made by the Selling Group other than pursuant to Article 3(2) of the Prospectus Directive in France ("**Public Offer Jurisdiction**") during the period from 15 April 2009 until 30 May 2009 ("**Offer Period**"). See further paragraphs 25 - 36 of Part B below.

Other:

Not applicable

48.

Stabilisation:

Not applicable.

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.

RESPONSIBILITY

The Issuer accepts responsibility for the information contained in these Final Terms.

CONFIRMED

HSBC BANK PLC


Paul Friend.

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 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 Regulated Market on 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 long term senior debt of HSBC Bank plc has been rated:
- | | |
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| S&P: | AA |
| Moody's: | Aa2 |

The Notes will not be specifically rated.

3. NOTIFICATION

The UK Listing Authority has provided the competent authority in France with a certificate of approval attesting that the Prospectus has been drawn up in accordance with the Prospectus Directive.

4. INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE OFFER

Save as described above in Part A - Distribution, so far as the Issuer is aware, no person involved in the offer of the Notes has an interest material to the offer.

5. REASONS FOR THE OFFER ESTIMATED NET PROCEEDS AND TOTAL EXPENSES

No information provided.

6. YIELD Not applicable

7. HISTORIC INTEREST RATES

Details of historic EURIBOR rates can be obtained from Reuters

8. PERFORMANCE OF INDEX/FORMULA/OTHER VARIABLE, EXPLANATION OF EFFECT ON VALUE OF INVESTMENT AND ASSOCIATED RISKS AND OTHER INFORMATION CONCERNING THE UNDERLYING

Details about the Securities and of past and future performance and volatility of the Securities can be obtained from Bloomberg.

The Issuer does not intend to provide post-issuance information.

9. **PERFORMANCE OF EXCHANGE RATE(S)**

Not applicable

OPERATIONAL INFORMATION

10.	ISIN Code:	XS0423392538
11.	Common Code:	042339253
12.	CUSIP:	Not applicable
13.	New Global Note 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.	Agent Bank/Calculation Agent:	HSBC Bank plc
	— is Calculation Agent to make calculations?	Yes
	— if not, identify calculation agent:	Not applicable
20.	Notices: (<i>Condition 13</i>)	Condition 13 applies
21.	City in which specified office of Registrar to be maintained: (<i>Condition 14</i>)	Not applicable
22.	Other relevant Terms and Conditions:	Condition 21 (<i>Provisions relating to Equity-Linked Notes, Cash Equity Notes and Index-Linked Notes</i>)
23.	Other Final Terms:	Not applicable
24.	ERISA Considerations:	Not applicable

TERMS AND CONDITIONS OF THE OFFER

25.	Offer Price:	Issue Price
26.	Conditions to which the offer is subject:	Not applicable
27.	Description of the application process:	Not applicable
28.	Description of possibility to reduce subscriptions and manner for refunding excess amount paid by applicants:	Not applicable
29.	Details of the minimum and/or maximum amount of application:	Not applicable
30.	Details of the method and time limits for paying up and delivering the Notes:	Not applicable
31.	Manner in and date on which results of the offer are to be made public:	<p>The final size will be known at the end of the Offer Period.</p> <p>A copy of these Final Terms will be filed with the Financial Services Authority in the UK (the "FSA"). A notice pursuant to UK Prospectus Rule 2.3.2(2) of the final Aggregate Principal Amount of the Notes will be (i) sent to the document viewing facility to be filed with the FSA and (ii) published on or about the Issue Date in accordance with the method of publication set out in Prospectus Rule 3.2.4(2).</p>
32.	Procedure for exercise of any right of pre-emption, negotiability of subscription rights and treatment of subscription rights not exercised:	Not applicable
33.	Categories of potential investors to which the Notes are offered and whether tranche(s) have been reserved for certain countries:	It is expected that all of the Notes are to be offered to HSBC Assurances Vie (France) for the purpose of backing certain insurance policies to be offered by it to investors
34.	Process for notification to applicants of the amount allotted and the indication whether dealing may begin before notification is made:	Not applicable
35.	Amount of any expenses and taxes specifically charged to the subscriber or purchaser:	Not applicable

36. Name(s) and address(es), to the extent known to the Issuer, of the placers in the various countries where the offer takes place:

HSBC Assurances Vie (France)
15 rue Vernet
75008 Paris

HSBC France
103, avenue des Champs-Élysées
75008 Paris