

FINAL TERMS

Final Terms dated 13 June 2009

As amended and restated

Series No.: NWP 7575

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 the Dow Jones Euro STOXX 50® Index due 17 August 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, 9 April 2009, 7 May 2009 and 29 May 2009 which together constitute a base prospectus ("**Prospectus**") for the purposes of the Prospectus Directive (Directive 2003/71/EC) (the "**Prospectus Directive**"). To the extent that application is made for the Notes to be admitted to trading on the Regulated Market after the date on which the Prospectus expires, such application will be made on the basis of the new prospectus which replaces the Prospectus. 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.

- | | | | |
|----|-------|--|--|
| 1. | (i) | Issuer | HSBC Bank plc |
| | (ii) | Arranger(s): | HSBC Bank plc |
| 2. | (i) | Series number: | NWP 7575 |
| | (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:	17 August 2009
	(ii) Interest Commencement Date:	17 August 2009
8.	Maturity Date: (<i>Condition 6(a)</i>)	17 August 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 17 August 2015, Variable Coupon Amount (see paragraph 17 below); and (ii) In respect of the period from and including 17 August 2015 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 17 August 2015. 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: (Condition 3)	Not applicable
16.	Floating Rate Note provisions: (Condition 4)	In respect of the period from and including 17 August 2015 to but excluding the date on which the Notes are redeemed, applicable
(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) 17 August 2015 and shall end on (and exclude) the Interest Payment Date falling in November 2015.
(ii)	Specified Interest Payment Dates:	17 February, 17 May, 17 August and 17 November in each year from and including 17 November 2015 to and including 17 August 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:	17 November 2015
(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) In respect of the period from and including the Interest Commencement Date to but excluding 17 August 2015, applicable

(i) Interest Payment Dates: 17 August 2015 (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 Return Rate.

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

$$\text{Return Rate} = \text{Max} \left[0\%; \text{Min} \left(\frac{1}{6} \sum_{i=1}^6 \frac{\text{Index}_i - \text{Index}_{\text{initial}}}{\text{Index}_{\text{initial}}}; 95\% \right) \right]$$

Where:

"i" means each Valuation Date_i (as defined in paragraph 40 below) from 1 to 6.

"Index_i" means, in respect of the Index, the level of the Index on the relevant Exchange at the Valuation Time on the Valuation Date_i (as defined in paragraph 40 below), as determined by the Calculation Agent.

"Index_{initial}" means, in respect of the Index, the Initial Index Level (as defined in paragraph 38(v) below).

See further under paragraph 38 below.

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

21.	Issuer's optional redemption (Call): (<i>Condition 6(c)</i>)	Applicable
	(i) Redemption amount (Call):	Par
	(ii) Series redeemable in part:	No
	(iii) Call option date(s)/Call option period:	Each of 17 August 2015 and 17 August 2016 (each an " Optional Redemption Date ")
22.	Noteholder's optional redemption (Put): (<i>Condition 6(d)</i>)	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) Condition 6(d) shall be amended so that the notice period to be given by a Noteholder to exercise their Put Option shall change from being "not less than 15 but not more than 30 days' notice", to 5 Business Days' notice prior to each Optional Redemption Date.
23.	Final redemption amount of each Note: (<i>Condition 6(a)</i>)	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: (<i>Condition 6(a)</i>)	Not applicable
26.	Early redemption amount:	Yes
	(i) Early redemption amount (upon redemption for taxation reasons, force majeure or following an Event of Default): (<i>Conditions 6(b), 6(h) or 10</i>)	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
	(ii) Other redemption provisions: (<i>Condition 6(i)</i>)	Not applicable

GENERAL PROVISIONS APPLICABLE TO THE NOTES

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>) 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)	No
33.	Redenomination: (<i>Condition 9</i>)	
	(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 Not applicable

37. Additional provisions for Equity-Linked Notes: Not applicable

38. Provisions for Index-Linked Notes: Applicable

(i) Index (ices): The Dow Jones Euro STOXX 50[®] Index (Bloomberg Code: SX5E) which is a Multiple Exchange Index

(ii) Index sponsor: STOXX Limited

(iii) Exchange(s): As defined in Condition 21(a)

(iv) Related Exchange(s): Eurex

(v) Initial Index Level: As defined in condition 21(a)

(vi) Strike Date: 17 August 2009

(vii) Cash Settlement Payment Date: Maturity Date

(viii) Adjustment to Indices: Condition 21(f) applies

(ix) Additional Disruption Event: Not applicable

39. For Equity-Linked and Credit-Linked Notes: US Federal Income Tax Considerations

40. Valuation Date(s): Each date specified as such in the table below, each a "**Valuation Date_i**". If, pursuant to Condition 21, any of such dates is not a Scheduled Trading Day or is a Disrupted Day in relation to the Index, such date shall nevertheless be deemed to be the relevant Valuation Date_i and the Calculation Agent shall determine its good faith estimate of the level for that Index as of the Valuation Time on that day.

i	Valuation Date_i
1	17 August 2010*
2	17 August 2011*
3	17 August 2012*
4	19 August 2013*
5	18 August 2014*

6
14 August 2015*
(the "**Final
Valuation Date**")

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: HSBC Financial Products (France) SNC
103, venue des Champs-Élysées
75419 Paris Cedex 08
(the "**Dealer**")
HSBC France,
103 avenue des Champs-Élysées
75008 Paris (the "**Distributor**")
(and together with the Dealer, the "**Selling Group**").
The Dealer has agreed to pay the Distributor a fee of up to 1.00 per cent. of the aggregate principal amount of the Notes 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.
46. Total commission and concession: Up to 1.00 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 16 June 2009 until 31 July 2009 (or extended until such later date as the Issuer may decide, at its discretion) ("**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:
- | | |
|----------|-----|
| 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 Index and of past and future performance and volatility of the Index 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:	XS0434100755
11.	Common Code:	043410075
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-Elysées
75008 Paris

ANNEX

Index Disclaimers

STATEMENTS REGARDING THE DOW JONES EURO STOXX® 50 INDEX

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

STOXX Limited ("STOXX") and Dow Jones & Company, Inc. ("Dow Jones") have no relationship to the Issuer other than the licensing of the Dow Jones Euro STOXX® 50 Index and the related trademarks for use in connection with the Notes.

STOXX and Dow Jones 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 Dow Jones Euro STOXX® 50 Index or have any obligation to do so.

STOXX and Dow Jones will not have any liability in connection with the Notes. Specifically,

- **STOXX and Dow Jones 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 Dow Jones Euro STOXX® 50 Index, and the data included in the Dow Jones Euro STOXX® 50 Index;**
 - **The accuracy or completeness of the Dow Jones Euro STOXX® 50 Index and its data;**
 - **The merchantability and the fitness for a particular purpose or use of the Dow Jones Euro STOXX® 50 Index and its data;**
- **STOXX and Dow Jones will have no liability for any errors, omissions or interruptions in the Dow Jones Euro STOXX® 50 Index or its data;**
- **Under no circumstances will STOXX or Dow Jones be liable for any lost profits or indirect, punitive, special or consequential damages or losses, even if STOXX or Dow Jones 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.

