

150650/15

Please complete in typescript,
or in bold black capitals.

Annual Return

CHFP010

Company Number

14259

Company Name in full

HSBC Bank plc

Date of this return

The information in this return is made up
to

Day Month Year

0 8 0 5 2 0 0 2

Date of next return

If you wish to make your next return to a
date earlier than the anniversary of this
return please show the date here.

Companies House will then send a form at
the appropriate time.

Day Month Year

Registered Office

Show here the address at the date of
this return.

Poultry

Any change of
registered office **must**
be notified on form
287.

Post town

London

County / Region

UK Postcode

EC2P 2BX

Principal business activities

Show trade classification code number(s)
for the principal activity or activities.

6512

If the code number cannot be determined,
give a brief description of principal
activity.

clearing bank & holding company



A15
COMPANIES HOUSE

AY5QCBBY

0300
30/05/02

When you have completed and signed the form please send it to the
Registrar of Companies at:

Companies House, Crown Way, Cardiff, CF14 3UZ
for companies registered in England and Wales

DX 33050 Cardiff

or

Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB
for companies registered in Scotland

DX 235 Edinburgh

Register of members

If the register of members is not kept at the registered office, state here where it is kept.

10 Lower Thames Street

Post town London

County / Region

UK Postcode EC3R 6AE

Register of Debenture holders

If there is a register of debenture holders, or a duplicate of any such register or part of it, which is not kept at the registered office, state where it is kept.

COMPUTERSHARE SERVICES PLC, 7th Floor Jupiter House,

Triton Court

Post town 14 Finsbury Square

County / Region

London

UK Postcode EC2A 1BR

Company type

Public limited company

X

Private company limited by shares

Private company limited by guarantee without share capital

Private company limited by shares exempt under section 30

Private company limited by guarantee exempt under section 30

Private unlimited company with share capital

Private unlimited company without share capital

Please tick the appropriate box

Company Secretary

(Please photocopy this area to provide details of joint secretaries).

* Voluntary details.

If a partnership give the names and addresses of the partners or the name of the partnership and office address.

Name

* Style / Title

Forename(s)

Ian Bruce

Surname

MARSHALL

Address

Hungershall Lodge, Hungershall Park

Usual residential address must be given. In the case of a corporation, give the registered or principal office address.

Post town

Tunbridge Wells

County / Region

Kent

UK Postcode

TN4 8ND

Country

England

Directors*Please list directors in alphabetical order.***Details of new directors must be notified on form 288a**

Directors In the case of a director that is a corporate or a Scottish firm, the name is the corporate or firm name.

Name	* Style / Title	Mr	
	Day	Month	Year
Date of birth	1	4	0 9 1 9 4 2
Forename(s)	David William		
Surname	BAKER		
Address	The Willows, Glen Road		
Post town	Newton Harcourt		
County / Region	Leicestershire	UK Postcode	LE8 9FH
Country		Nationality	British
Business occupation	Banker		

* Voluntary details.

Name	* Style / Title	Sir	
	Day	Month	Year
Date of birth	2	4	0 7 1 9 4 1
Forename(s)	John Reginald Hartnell		
Surname	BOND		
Address	Munster House, 46 Roland Way		
Post town	London		
County / Region		UK Postcode	SW7 3RE
Country	England	Nationality	British
Business occupation	Group Chairman, HSBC Holdings plc		

Directors*Please list directors in alphabetical order.***Details of new directors must be notified on form 288a**

Directors In the case of a director that is a corporate or a Scottish firm, the name is the corporate or firm name.

Name

* Style / Title

Day		Month		Year	
0	8	1	2	1	9

Date of birth

Forename(s) William Robert Patrick

Surname DALTON

Address

7 Cambridge Place

Usual residential address must be given. In the case of a corporation, give the registered or principal office address.

Post town London

County / Region

UK Postcode W8 5PB

Country England

Nationality Canadian/Irish (dual)

Business occupation

Chief Executive - HSBC Bank plc

* Voluntary details.

Name

* Style / Title

Day		Month		Year	
2	8	0	9	1	9

Date of birth

Forename(s) Charles Francis Wiener

Surname DE CROISSET

Address

31 Rue de Bellechasse

Usual residential address must be given. In the case of a corporation, give the registered or principal office address.

Post town Paris

County / Region

UK Postcode 75007

Country France

Nationality French

Business occupation

Banker

Directors*Please list directors in alphabetical order.***Details of new directors must be notified on form 288a**

Directors In the case of a director that is a corporate or a Scottish firm, the name is the corporate or firm name.

Name	* Style / Title			
	Day	Month	Year	
Date of birth	3	1	0	8
	1	9	4	9
Forename(s)	Roger			
Surname	EMERSON			
Address	Tudor Glade, 12 Ashley Rise			
Post town	Walton on Thames			
County / Region	Surrey		UK Postcode	KT12 1ND
Country	England		Nationality	British
Business occupation	Non-executive Director			

* Voluntary details.

Name	* Style / Title			
	Day	Month	Year	
Date of birth	1	5	0	8
	1	9	5	2
Forename(s)	Charles-Henri			
Surname	FILIPPI			
Address	10 Palace Gardens Terrace, Kensington			
Post town	London			
County / Region			UK Postcode	W8 4RP
Country			Nationality	French
Business occupation	Bank Executive			

Directors*Please list directors in alphabetical order.***Details of new directors must be notified on form 288a**

Directors In the case of a director that is a corporate or a Scottish firm, the name is the corporate or firm name.

Name	* Style / Title			
	Day	Month	Year	
Date of birth	0	7	1	1
			1	9
			4	8
Forename(s)	Stephen Keith			
Surname	GREEN			
Address	44 Scarsdale Villas, Kensington			
Usual residential address				
Post town	London			
County / Region			UK Postcode	W8 6PP
Country	England		Nationality	British
Business occupation	Banker			

* Voluntary details.

Name	* Style / Title			
	Day	Month	Year	
Date of birth	0	1	0	1
			1	9
			4	4
Forename(s)	Christopher Michael Stuart			
Surname	JONES			
Address	Orchard House, Wrotesley Road West, Tettenhall			
Usual residential address				
Post town	Wolverhampton			
County / Region			UK Postcode	WV6 8UR
Country	England		Nationality	British
Business occupation	Managing Director			

Directors*Please list directors in alphabetical order.***Details of new directors must be notified on form 288a**

Directors In the case of a director that is a corporate or a Scottish firm, the name is the corporate or firm name.

Name	* Style / Title			
	Day	Month	Year	
Date of birth	2	2	1	2
	2	1	9	5
	6			
Forename(s)	Alison Clare			
Surname	REED			
Address	6 Sandringham Court, Westleigh Avenue			
Post town	Putney			
County / Region	London		UK Postcode	SW15 6RE
Country			Nationality	British
Business occupation	Non-executive Director			

* Voluntary details.

Name	* Style / Title			
	Day	Month	Year	
Date of birth	1	6	0	4
	1	9	4	0
Forename(s)	Harry Anthony			
Surname	ROSE			
Address	The Old School House, Old School Lane			
Post town	Lighthorne			
County / Region	Warwick		UK Postcode	CV35 OAX
Country	United Kingdom		Nationality	British
Business occupation	Non-executive Director			

Directors*Please list directors in alphabetical order.***Details of new directors must be notified on form 288a**

Directors In the case of a director that is a corporate or a Scottish firm, the name is the corporate or firm name.

Name	* Style / Title			
	Day	Month	Year	
Date of birth	0	2	0	4
			1	9
			5	1
Forename(s)	Jasminder			
Surname	SINGH			
Address	Tetworth Hall, Cheapside Road			
Post town	Ascot ✓			
County / Region	Berkshire		UK Postcode	SL5 7DU
Country	United Kingdom		Nationality	British
Business occupation	Company Director			

* Voluntary details.

Name	* Style / Title			
	Day	Month	Year	
Date of birth	2	5	0	3
			1	9
			4	3
Forename(s)	Keith Roderick			
Surname	WHITSON			
Address	36 Roland Way ✓			
Post town	London			
County / Region			UK Postcode	SW7 3RE
Country	England		Nationality	British
Business occupation	Group Chief Executive, HSBC Holding			

Directors In the case of a director that is a corporate or a Scottish firm, the name is the corporate or firm name.

Usual residential address must be given. In the case of a corporation, give the registered or principal office address.

**Issued share capital
Schedule to form 363a**

CHFP010 **Company Number** | 14259

Company Name in full | HSBC Bank plc

Currency | Pounds Sterling

Issued share capital

Enter details of all the shares in issue
at the date of this return.

	Class <i>(e.g. Ordinary/Preference)</i>	Number of shares issued	Aggregate Nominal Value <i>(i.e. Number of shares issued multiplied by nominal value per share, or total amount of stock)</i>
ORDINARY		796,903,210	£796,903,210.00
PREFERENCE		0	£0.00
PREFERRED ORDINARY		1	£1.00
Totals		796,903,211	796,903,211.00



14259

HSBC Bank plc

US Dollar

List of past and present shareholders Schedule to form 363a

CHFP010

Company Number | 14259

Company Name in full | HSBC Bank plc

- > Changes to shareholders particulars or details of the amount of stock or shares transferred must be completed each year
- > You must provide a "full list" of all the company shareholders on:
 - The company's first annual return following the incorporation;
 - Every third annual return after a full list has been provided
- > List the company shareholders in alphabetical order or provide an index
- > List joint shareholders consecutively

Shareholders' details	Class and number of shares or amount of stock held	Class and number of shares or amount of stock transferred <i>(if appropriate)</i>	Date of registration of transfer
Name HBL Nominees Limited Address 10 Lower Thames Street, London, England UK postcode EC3R 6AE	£1.00 ORDINARY Shares Held 1		
Name HSBC Holdings plc Address 10 Lower Thames Street, London, England UK postcode EC3R 6AE	£1.00 ORDINARY Shares Held 796,903,208		
Name HSBC Group Nominees UK Limited Address 10 Lower Thames Street, London, England UK postcode EC3R 6AE	£1.00 ORDINARY Shares Held 1		

List of past and present shareholders Schedule to form 363a

CHFP010

Company Number | 14259

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Shareholders' details	Class and number of shares or amount of stock held	Class and number of shares or amount of stock transferred	Date of registration of transfer
Name HSBC Holdings plc Address 10 Lower Thames Street, London, England UK postcode EC3R 6AE	£1.00 PREFERRED ORDINARY Shares Held 1	Shares or amount of stock transferred (if appropriate)	
Name Address UK postcode			
Name Address UK postcode			

List of past and present shareholders Schedule to form 363a

CHFP010

Company Number 14259

Company Name in full HSBC Bank plc

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Shareholders' details	Class and number of shares or amount of stock held	Class and number of shares or amount of stock transferred	Shares or amount of stock transferred (if appropriate) Date of registration of transfer
Name JPM 1996 Alpha LLC Address 9 West 57th Street, New York, New York 10019, United States UK postcode <u> </u>	US\$0.01 NON-CUMULATIVE SECOND US DOLLAR PREFERENCE Shares Held 0	4,000,000	07/03/2002
Name Address UK postcode <u> </u>			
Name Address UK postcode <u> </u>			

List of past and present shareholders Schedule to form 363a

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Shareholders' details	Class and number of shares or amount of stock held	Class and number of shares or amount of stock transferred	Shares or amount of stock transferred (if appropriate) Date of registration of transfer
Name BEARER Address UK postcode	US\$0.01 NON-CUMULATIVE US DOLLAR PREFERENCE Shares Held 0	30,000,000 36,000,000	25/07/2001 29/10/2001
Name Address UK postcode			
Name Address UK postcode			

List of past and present shareholders Schedule to form 363a

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Shareholders' details	Class and number of shares or amount of stock held	Class and number of shares or amount of stock transferred	Date of registration of transfer
Name HSBC Holdings plc Address 10 Lower Thames Street, London, England UK postcode EC3R 6AE	US\$0.01 SERIES 2 THIRD DOLLAR PREFERENCE Shares Held 20,000,000	Shares or amount of stock transferred <i>(if appropriate)</i>	
Name Address UK postcode			
Name Address UK postcode			

List of past and present shareholders Schedule to form 363a

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Shareholders' details	Class and number of shares or amount of stock held	Class and number of shares or amount of stock transferred	Date of registration of transfer
Name HSBC Holdings plc Address 10 Lower Thames Street, London, England UK postcode EC3R 6AE	US\$0.01 THIRD DOLLAR PREFERENCE Shares Held 15,000,000	Shares or amount of stock transferred (if appropriate)	
Name Address UK postcode			
Name Address UK postcode			