

**Final Terms**

**STANDARD CHARTERED PLC,  
STANDARD CHARTERED BANK**

and

**STANDARD CHARTERED BANK  
(HONG KONG) LIMITED**

**U.S.\$77,500,000,000  
Debt Issuance Programme**

U.S.\$1,250,000,000 4.300 per cent. Dated Subordinated Notes due 2027

Issued by

**Standard Chartered PLC**

**Joint Lead Managers**

**BNP PARIBAS  
Credit Suisse  
J.P. Morgan  
Standard Chartered Bank**

The date of the Final Terms is 16 August 2016.

## PART A – CONTRACTUAL TERMS

Terms used herein shall be deemed to be defined as such for the purposes of the Conditions (as amended by the supplementary prospectus dated 5 August 2016) set forth in the Prospectus dated 9 October 2015 which, together with the supplementary prospectuses dated 9 November 2015, 4 December 2015, 8 January 2016, 9 March 2016, 4 April 2016, 27 April 2016 and 5 August 2016 constitutes (with the exception of certain sections) a base prospectus (the “**Base Prospectus**”) for the purposes of the Prospectus Directive (Directive 2003/71/EC, including amendments thereto) (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 the Base Prospectus. 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 Base Prospectus. The Base Prospectus is available for viewing at the registered office of the Issuer at 1 Basinghall Avenue, London EC2V 5DD.

1	Issuer:	Standard Chartered PLC
2	(i) Series Number:	154
	(ii) Tranche Number:	1
	(iii) Date on which the Notes will be consolidated and form a single Series:	Not Applicable
3	Currency or Currencies:	United States Dollars (“ <b>U.S.\$</b> ”)
4	Aggregate Nominal Amount:	
	(i) Series:	U.S.\$1,250,000,000
	(ii) Tranche:	U.S.\$1,250,000,000
5	Issue Price:	99.416 per cent. of the Aggregate Nominal Amount
6	Denominations:	U.S.\$200,000 and integral multiples of U.S.\$1,000 in excess thereof
7	Calculation Amount:	U.S.\$1,000
8	(i) Issue Date:	19 August 2016
	(ii) Interest Commencement Date:	Issue Date
9	Maturity Date:	19 February 2027
10	Interest Basis:	4.300 per cent. Fixed Rate
11	Redemption/Payment Basis:	Subject to any purchase and cancellation or early redemption, the Notes will be redeemed on the Maturity Date at 100 per cent. of their nominal amount
12	Change of Interest:	Not Applicable
13	Put/Call Options:	Regulatory Capital Call

<b>14</b>	(i)	Status of the Notes:	Dated Subordinated
	(ii)	Date Board approval for issuance of Notes obtained:	Not Applicable

#### PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

<b>15</b>	<b>Fixed Rate Note Provisions</b>		Applicable
	(i)	Rate of Interest:	4.300 per cent. per annum payable semi-annually in arrear on each Interest Payment Date
	(ii)	Interest Payment Date(s):	19 February and 19 August in each year commencing on 19 February 2017, up to and including the Maturity Date
	(iii)	Fixed Coupon Amount:	U.S.\$21.50 per Calculation Amount
	(iv)	Broken Amount(s):	Not Applicable
	(v)	Day Count Fraction (Condition 4(j)):	30/360
	(vi)	Determination Dates:	Not Applicable
	(vii)	Relevant Currency:	Not Applicable
<b>16</b>	<b>Floating Rate Note Provisions</b>		Not Applicable
<b>17</b>	<b>Reset Note Provisions</b>		Not Applicable
<b>18</b>	<b>Zero Coupon Note Provisions</b>		Not Applicable

#### PROVISIONS RELATING TO REDEMPTION

<b>19</b>	<b>Call Option</b>		Not Applicable
<b>20</b>	<b>Regulatory Capital Call</b>		Applicable
	(i)	Redemption Amount per Note:	U.S.\$1,000 per Calculation Amount
<b>21</b>	<b>Put Option</b>		Not Applicable
<b>22</b>	<b>Final Redemption Amount of each Note</b>		U.S.\$1,000 per Calculation Amount
<b>23</b>	<b>Early Redemption Amount</b>		
	(i)	Early Redemption Amount(s) per Calculation Amount payable on redemption for taxation reasons or on event of default or other early redemption:	U.S.\$1,000 per Calculation Amount
	(ii)	Redemption for taxation reasons permitted on days other than Interest Payment Dates (Condition 5(c)):	Yes

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|-------|--|----------------|
| (iii) | Unmatured Coupons to become void upon early redemption (Bearer Notes only) (Condition 6(f)): | Not Applicable |
|-------|--|----------------|

#### **GENERAL PROVISIONS APPLICABLE TO THE NOTES**

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|---|--|
| <b>24 Form of Notes:</b>  | Registered Notes<br>Global Certificates exchangeable for Definitive Certificates in the limited circumstances specified in the Global Certificates |
| <b>25 New Global Note:</b>  | No   |
| <b>26 Business Day Jurisdiction(s) (Condition 6(h)) or other special provisions relating to Payment Dates:</b>  | London and New York  |
| <b>27 Talons for future Coupons to be attached to Definitive Notes (and dates on which such Talons mature):</b> | No   |



## PART B – OTHER INFORMATION

### 1. LISTING

- (i) Listing: Official List of the UK Listing Authority and trading on the London Stock Exchange
- (ii) Admission to trading: Application has been made by the Issuer (or on its behalf) for the Notes to be admitted to trading on the London Stock Exchange's regulated market with effect on or around the Issue Date.
- (iii) Estimated total expenses of admission to trading: £3,650

### 2. RATINGS

- Ratings The Notes to be issued are expected to be assigned the following ratings:
- S&P: BBB-  
Moody's: A3  
Fitch: A

### 3. INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE

Save for any fees payable to the Joint Lead Managers, so far as the Issuer is aware, no person involved in the offer of the Notes has an interest material to the offer.

The Joint Lead Managers and their affiliates have engaged, and may in the future engage, in investment banking and/or commercial banking transactions with, and may perform other services for, the Issuer and its affiliates in the ordinary course of business.

### 4. Fixed Rate Notes only – YIELD

- Indication of yield: See "General Information" on page 148 of the Base Prospectus.  
Calculated as 4.370 on the Issue Date.  
As set out above, the yield is calculated at the Issue Date on the basis of the Issue Price. It is not an indication of future yield.

### 5. OPERATIONAL INFORMATION

- (i) Unrestricted Notes
- (a) ISIN: XS1480699641
- (b) Common Code: 148069964
- (ii) Restricted Notes
- (a) ISIN: US853254BF64

- (b) CUSIP Number: 853254BF6
- (iii) Any clearing system(s) other than Euroclear Bank S.A./N.V., Clearstream Banking, société anonyme and DTC and the relevant identification number(s): Not Applicable
- (iv) Delivery: Delivery free of payment in respect of the Restricted Notes and delivery against payment in respect of the Unrestricted Notes
- (v) Names and addresses of initial Paying Agent(s): The Bank of New York Mellon, One Canada Square, London E14 5AL, United Kingdom
- (vi) Names and addresses of additional Paying Agent(s) (if any): Not Applicable

## 6 DISTRIBUTION

- (i) Method of distribution: Syndicated
- (ii) If syndicated:
- (A) Names of Managers: **Joint Lead Managers**  
 BNP Paribas  
 Credit Suisse Securities (USA) LLC  
 J.P. Morgan Securities LLC  
 Standard Chartered Bank
- (B) Stabilising Manager(s) (if any): J.P. Morgan Securities LLC
- (iii) If non-syndicated, name of Dealer: Not Applicable
- (iv) US Selling Restrictions: Reg. S Compliance Category 2; TEFRA not applicable  
 Rule 144A: Qualified Institutional Buyers only