

Final Terms

**STANDARD CHARTERED PLC,
STANDARD CHARTERED BANK**

and

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

**U.S.\$57,500,000,000
Debt Issuance Programme**

SGD700,000,000 Callable Fixed-to-Fixed Rate
Subordinated Notes due 2026

Issued by

Standard Chartered PLC

**Sole Lead Manager and Bookrunner
Standard Chartered Bank**

The date of the Final Terms is 21 January 2014

The Notes have not been and will not be registered under the U.S. Securities Act of 1933 (the “**Securities Act**”) or with any securities regulatory authority of any State or other jurisdiction of the United States. The Notes are issued in bearer form that are subject to U.S. tax law requirements. Subject to certain exceptions, the Notes may not be offered or sold or delivered within the United States or to, or for the account or benefit of, U.S. persons (as defined in Regulation S (“**Regulation S**”) under the Securities Act.

The Notes have not been approved or disapproved by the U.S. Securities and Exchange Commission, or any securities regulatory authority of any State or other jurisdiction of the United States, nor have any of the foregoing authorities passed upon or endorsed the merits of the offering of Notes or the accuracy or adequacy of this document. Any representation to the contrary is a criminal offence in the United States.

PART A – CONTRACTUAL TERMS

The terms and conditions of the Notes shall consist of the terms and conditions set out in the Prospectus dated 10 October 2013 published by the Issuer in connection with its U.S.\$57,500,000,000 Debt Issuance Programme (the “**Base Conditions**” and the “**Base Prospectus**” respectively) as amended or supplemented by the Final Terms set out below. References in the Base Conditions to Final Terms shall be deemed to refer to Final Terms substantially in the form set out below. Terms used herein shall be deemed to be defined as such for the purposes of the Base Conditions. This document constitutes the Final Terms of the Notes described herein and must be read in conjunction with the Base Prospectus as supplemented by the supplementary prospectus dated 14 January 2014 (the “**Supplementary 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, as supplemented. The Base Prospectus and Supplementary Prospectus are available for viewing at the registered office of the Issuer at 1 Basinghall Avenue, EC2V 5DD.

1	Issuer:	Standard Chartered PLC
2	(i) Series Number:	116
	(ii) Tranche Number:	1
	(iii) Date on which the Notes will be consolidated and form a single Series:	Not Applicable
3	Currency or Currencies:	Singapore dollar (“ SGD ”)
4	Aggregate Nominal Amount:	SGD700,000,000
	(i) Series:	SGD700,000,000
	(ii) Tranche:	SGD700,000,000
5	Issue Price:	100 per cent. of the Aggregate Nominal Amount
6	Denominations:	SGD250,000
7	Calculation Amount:	SGD250,000
8	(i) Issue Date:	23 January 2014
	(ii) Interest Commencement Date:	Issue Date
9	Maturity Date:	23 January 2026
10	Interest Basis:	Fixed Rate (single reset)
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	See paragraph 15 below
13	Put/Call Options:	Issuer Call
14	(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

15	Fixed Rate Note Provisions	Applicable
	(i) Rate(s) of Interest:	<p>(a) In respect of the period from (and including) the Interest Commencement Date to (but excluding) the Reset Date (the “Initial Interest Period”), 4.40 per cent. per annum payable semi-annually (being (i) 2.305 per cent. per annum (being the annual swap rate prevailing on 16 January 2014 for Singapore dollar swap transactions maturing on the last day of the Initial Interest Period) plus (ii) the Margin); and</p> <p>(b) in respect of the period from (and including) the Reset Date to (but excluding) the Maturity Date (the “Reset Period”), the aggregate of the Margin and the Singapore Dollar Swap Offer Rate (rounded if necessary to the fifth decimal place, with 0.000005 being rounded upwards), as determined by the Calculation Agent on the Reset Determination Date and payable semi-annually.</p>
	(ii) Interest Payment Date(s):	23 January and 23 July in each year, commencing on 23 July 2014, up to and including 23 January 2026
	(iii) Fixed Coupon Amount(s):	<p>SGD5,500 per Calculation Amount for the Initial Interest Period.</p> <p>As calculated in accordance with the provisions of this paragraph 15 and the Conditions in respect of the Reset Period.</p>
	(iv) Broken Amount(s):	Not Applicable
	(v) Day Count Fraction (Condition 4(j)):	Actual/365 (Fixed)
	(vi) Other terms relating to the method of calculating interest:	<p>The Interest Rate for the Reset Period shall be determined by the Calculation Agent on the Reset Determination Date.</p> <p>In these Final Terms:</p>

“Calculation Agent” means The Bank of New York Mellon;

“Margin” means 2.095 per cent. per annum;

“Reference Banks” means the principal Singapore office of three major banks in the Singapore interbank market as selected by the Calculation Agent;

“Reset Date” means 23 January 2021;

“Reset Determination Date” means the second Business Day immediately preceding the Reset Date;

“Singapore Dollar Swap Offer Rate” means the rate in per cent. per annum determined and notified by the Calculation Agent to the Issuer:

(i) equal to the arithmetic mean (rounded if necessary to the fifth decimal place, with 0.000005 being rounded upwards) of the rates (excluding the highest and the lowest rates) which appear on Page TPIS on the monitor of the Bloomberg Agency under the caption “Tullett Prebon – Rates – Interest Rate Swaps – Asia Pac – SGD” and the column headed “Ask” (or if the Calculation Agent determines that such page has ceased to be the commonly accepted page for determining the Singapore Dollar Swap Offer Rate, such other replacement page as may be specified by the Calculation Agent after taking into account the industry practice at that relevant time and the recommendations by a recognised industry body or relevant authority) at the close of business on each of the five consecutive Business Days prior to and ending on the Reset Determination Date;

(ii) if on the Reset Determination Date, rates are not available on Page TPIS on the monitor of the Bloomberg Agency under the caption “Tullett Prebon – Rates – Interest Rate Swaps – Asia Pac – SGD” and the column headed “Ask” (or if the Calculation Agent determines that such page has ceased to be the commonly accepted page for determining the Singapore Dollar Swap Offer

Rate, such other replacement page as may be specified by the Calculation Agent after taking into account the industry practice at that relevant time and the recommendations by a recognised industry body or relevant authority) at the close of business on one or more of the said five consecutive Business Days, the Calculation Agent will determine the Singapore Dollar Swap Offer Rate which shall be the arithmetic mean (rounded if necessary to the fifth decimal place, with 0.000005 being rounded upwards) of the rates which are available in such five-consecutive-Business-Day period; and

(iii) if on the Reset Determination Date, no rate is available on Page TPIS on the monitor of the Bloomberg Agency under the caption "Tullett Prebon – Rates – Interest Rate Swaps – Asia Pac – SGD" and the column headed "Ask" (or if the Calculation Agent determines that such page has ceased to be the commonly accepted page for determining the Singapore Dollar Swap Offer Rate, such other replacement page as may be specified by the Calculation Agent after taking into account the industry practice at that relevant time and the recommendations by a recognised industry body or relevant authority) at the close of business in the relevant period, the Calculation Agent will request the Reference Banks to provide the Calculation Agent with quotation(s) of their 5-year Singapore Dollar Swap Offer Rate at the close of business on the Reset Determination Date. The Singapore Dollar Swap Offer Rate shall be the arithmetic mean (rounded if necessary to the fifth decimal place, with 0.000005 being rounded upwards) of such offered quotations, as determined by the Calculation Agent.

16 Floating Rate Note Provisions: Not Applicable

17 Zero Coupon Note Provisions: Not Applicable

PROVISIONS RELATING TO REDEMPTION

18 Call Option: Applicable

	(i)	Optional Redemption Date(s):	23 January 2021
	(ii)	Optional Redemption Amount(s) and method, if any, of calculation of such amount(s):	SGD250,000 per Calculation Amount
	(iii)	If redeemable in part:	Not Applicable
	(iv)	Notice period:	Not less than 15 nor more than 30 days prior to the Optional Redemption Date
19		Regulatory Capital Call:	Applicable
	(i)	Redemption Amount per Note:	SGD250,000 per Calculation Amount
20		Put Option:	Not Applicable
21		Final Redemption Amount of each Note:	SGD250,000 per Calculation Amount
22		Early Redemption Amount	
	(i)	Early Redemption Amount(s) per Calculation Amount payable on redemption for taxation reasons or on event of default or other early redemption:	SGD250,000 per Calculation Amount
	(ii)	Redemption for taxation reasons permitted on days other than Interest Payment Dates (Condition 5(c)):	Yes
	(iii)	Unmatured Coupons to become void upon early redemption (Bearer Notes only) (Condition 6(f)):	No

GENERAL PROVISIONS APPLICABLE TO THE NOTES

23	Form of Notes:	Bearer Notes
		Temporary Global Note exchangeable for a permanent Global Note which is exchangeable for Definitive Notes in the limited circumstances specified in the permanent Global Note
24	New Global Note:	No
25	Business Day Jurisdiction(s) (Condition 6(h)) or other special provisions relating to Payment Dates:	London, Singapore and New York
26	Talons for future Coupons to be attached to Definitive Notes (and dates on which such Talons mature):	No

Signed on behalf of the Issuer:

By _____
Duly authorised

PART B – OTHER INFORMATION

1 LISTING

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| (i) | Listing: | The Issuer has undertaken to the Managers to use its best efforts to procure the listing of the Notes on the Official List of the UK Listing Authority as soon as reasonably practicable after the Issue Date. |
| (ii) | Admission to trading: | The Issuer has undertaken to the Managers to use its best efforts to procure the admission of the Notes to trading on the regulated market of the London Stock Exchange as soon as reasonably practicable after the Issue Date. |
| (iii) | Estimated total expenses of admission to trading | £3,650 |

2 RATINGS

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| Ratings | The Notes to be issued are expected to be assigned the following ratings:

S&P: A-
Moody's: A3
Fitch: A+ |
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3 INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE

Save for any fees payable to the 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 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

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| Indication of yield: | Calculated as 4.40 per cent. per annum on the Issue Date.

As set out above, the yield is calculated as at the Issue Date on the basis of the Issue Price for the Initial Interest Period. It is not an indication of future yield. |
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5 OPERATIONAL INFORMATION

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| (i) | ISIN Code: | XS1020855588 |
| (ii) | Common Code: | 102085558 |
| (iii) | Any clearing system(s) other than Euroclear Bank S.A./N.V. and Clearstream Banking, société anonyme and the relevant | Not Applicable |

identification number(s):

- (iv) Delivery: Delivery against payment
- (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: Standard Chartered Bank
Industrial and Commercial Bank of China Limited, Singapore Branch
Maybank Kim Eng Securities Pte Ltd.
United Overseas Bank Limited
 - (B) Stabilising Manager(s) (if any): Standard Chartered Bank
- (iii) If non-syndicated, name of Dealer: Not Applicable
- (iv) US Selling Restrictions: Reg. S; Compliance Category TEFRA D