

Final Terms

STANDARD CHARTERED PLC
and
STANDARD CHARTERED BANK

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

€500,000,000 0.900 per cent. Fixed Rate Reset Sustainability Notes due 2027 Issued by

Standard Chartered PLC

Sole Sustainability Structuring Adviser

Standard Chartered Bank

Joint Lead Managers

**ABN AMRO, Crédit Agricole Corporate and Investment Bank, Deutsche Bank, ING
and Standard Chartered Bank**

The date of the Final Terms is 28 June 2019.

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 and 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

PROHIBITION OF SALES TO EEA RETAIL INVESTORS – The Notes are not intended to be offered, sold or otherwise made available to and should not be offered, sold or otherwise made available to any retail investor in the European Economic Area (“**EEA**”). For these purposes, a retail investor means a person who is one (or more) of: (i) a retail client as defined in point (11) of Article 4(1) of Directive 2014/65/EU (as amended or superseded, “**MiFID II**”); (ii) a customer within the meaning of Directive 2002/92/EC (as amended, “**IMD**”), where that customer would not qualify as a professional client as defined in point (10) of Article 4(1) of MiFID II; or (iii) not a qualified investor as defined in Directive 2003/71/EC (as amended or superseded, the “**Prospectus Directive**”). Consequently no key information document required by Regulation (EU) No 1286/2014 (the “**PRIIPs Regulation**”) for offering or selling the Notes or otherwise making them available to retail investors in the EEA has been prepared and therefore offering or selling the Notes or otherwise making them available to any retail investor in the EEA may be unlawful under the PRIIPs Regulation.

MiFID II PRODUCT GOVERNANCE / PROFESSIONAL INVESTORS AND ELIGIBLE COUNTERPARTIES ONLY TARGET MARKET – Solely for the purposes of each manufacturer’s product approval process, the target market assessment in respect of the Notes has led to the conclusion that: (i) the target market for the Notes is eligible counterparties and professional clients only, each as defined in MiFID II; and (ii) all channels for distribution of the Notes to eligible counterparties and professional clients are appropriate. Any person subsequently offering, selling or recommending the Notes (a “**distributor**”) should take into consideration the manufacturers’ target market assessment; however, a distributor subject to MiFID II is responsible for undertaking its own target market assessment in respect of the Notes (by either adopting or refining the manufacturers’ target market assessment) and determining appropriate distribution channels.

NOTIFICATION UNDER SECTION 309B OF THE SECURITIES AND FUTURES ACT, CHAPTER 289 OF SINGAPORE – The Notes are prescribed capital markets products (as defined in the Securities and Futures (Capital Markets Products) Regulations 2018) and Excluded Investment Products (as defined in MAS Notice SFA 04-N12: Notice on the Sale of Investment Products and MAS Notice FAA-N16: Notice on Recommendations on Investment Products).

Terms used herein shall be deemed to be defined as such for the purposes of the Conditions set forth in the Prospectus dated 18 June 2019 which constitutes (with the exception of certain sections) a base prospectus (the “**Base Prospectus**”) for the purposes of 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 1 Basinghall Avenue, London EC2V 5DD and copies may be obtained from 1 Basinghall Avenue, London EC2V 5DD.

1	Issuer:	Standard Chartered PLC
2	(i) Series Number:	171
	(ii) Tranche Number:	1
	(iii) Date on which the Notes will be consolidated and form a single Series:	Not Applicable
3	Currency or Currencies:	Euro (“€”)
4	Aggregate Nominal Amount:	€500,000,000
	(i) Series:	€500,000,000
	(ii) Tranche:	€500,000,000

5	Issue Price:	99.737 per cent. of the Aggregate Nominal Amount
6	Denominations:	€100,000 and integral multiples of €1,000 in excess thereof up to and including €199,000
7	Calculation Amount:	€1,000
8	(i) Issue Date:	2 July 2019
	(ii) Interest Commencement Date:	Issue Date
9	Maturity Date:	2 July 2027
10	Interest Basis:	Reset Notes
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:	Issuer Call Loss Absorption Disqualification Event Call
14	(i) Status of the Notes:	Senior
	(ii) Date Board approval for issuance of Notes obtained:	Not Applicable
	(iii) Events of Default:	Non-Restrictive Events of Default

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

15	Fixed Rate Note Provisions	Not Applicable
16	Floating Rate Note Provisions	Not Applicable
17	Reset Note Provisions	Applicable
	(i) Initial Rate of Interest:	0.900 per cent. per annum
	(ii) First Margin:	+1.000 per cent. per annum
	(iii) Subsequent Margin:	Not Applicable
	(iv) Interest Payment Dates:	2 July in each year, commencing on 2 July 2020 to (and including) the Maturity Date
	(v) First Interest Payment Date:	2 July 2020
	(vi) Fixed Coupon Amount up to (but excluding) the First Reset Date:	€9.00 per Calculation Amount
	(vii) Broken Amount(s):	Not Applicable
	(viii) First Reset Date:	2 July 2026
	(ix) Second Reset Date:	Not Applicable
	(x) Subsequent Reset Date(s):	Not Applicable
	(xi) Reset Rate:	Mid-Swap Rate

(xii) Relevant Screen Page:	EUR-EURIBOR-Reuters as displayed on Reuters Screen ICESWAP2 page
(xiii) Mid-Swap Rate:	Single Mid-Swap Rate
(xiv) Mid-Swap Maturity:	Twelve months
(xv) Day Count Fraction (Condition 4(j)):	Actual/Actual – ICMA
(xvi) Relevant Time:	Not Applicable
(xvii) Interest Determination Dates:	Not Applicable
(xviii) Business Day Convention:	Modified Following Business Day Convention
(xix) Relevant Currency:	Not Applicable
(xx) Relevant Financial Centre(s) (Condition 4(j)):	Not Applicable
(xxi) Benchmark Discontinuation:	Applicable
18 Zero Coupon Note Provisions	Not Applicable

PROVISIONS RELATING TO REDEMPTION


19 Issuer Call	Applicable
(i) Optional Redemption Date(s):	2 July 2026
(ii) Call Option Redemption Amount(s) and method, if any, of calculation of such amount(s):	€1,000 per Calculation Amount
(iii) If redeemable in part:	
(a) Minimum Call Option Redemption Amount:	Not Applicable
(b) Maximum Call Option Redemption Amount:	Not Applicable
(iv) Notice period:	As per Condition 5(d)
20 Regulatory Capital Call	Not Applicable
21 Loss Absorption Disqualification Event Call	Applicable
(i) Redeemable on days other than Interest Payment Dates (Condition 5(f)):	Yes
22 Put Option	Not Applicable
23 Final Redemption Amount of each Note	€1,000 per Calculation Amount
24 Early Redemption Amount	
(i) Early Redemption Amount(s) per Calculation Amount payable on redemption for taxation reasons, due to Loss Absorption Disqualification Event or on event of default:	€1,000 per Calculation Amount

- (ii) Redeemable 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)): Yes

GENERAL PROVISIONS APPLICABLE TO THE NOTES

- 25 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
- 26 New Global Note:** Yes
- 27 Business Day Jurisdiction(s) (Condition 6(h)) or other special provisions relating to Payment Dates:** London
- 28 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: | Official List of the FCA 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 from 2 July 2019. |
| (iii) Estimated total expenses of admission to trading: | £5,250 |

2 RATINGS

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

S&P: BBB+

Moody's: A2

Fitch: A |
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3 INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE OFFER

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 YIELD

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| Indication of yield: | See "General Information" on page 153 of the Base Prospectus.

Calculated as 0.9390 per cent. on the Issue Date in respect of the period from (and including) the Issue Date to (but excluding) the Optional Redemption 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. |
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5 REASONS FOR THE OFFER

The Notes are specified as being "Sustainability Bonds" and the net proceeds from the issuance of the Notes will be used as described in "*Use of Proceeds – Eligible Projects – Sustainability Bonds*" in the Base Prospectus

6 OPERATIONAL INFORMATION

- (i) ISIN: XS2021467753
- (ii) Common Code: 202146775
- (iii) Any clearing system(s) other than Euroclear Bank SA/NV, Clearstream Banking SA, the CMU Service, DTC and the relevant identification number(s): Not Applicable
- (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
- (vii) Legal Entity Identifier: U4LOSYZ7YG4W3S5F2G91
- (viii) Intended to be held in a manner which would allow Eurosystem eligibility: *Yes. Note that the designation "yes" simply means that the Notes are intended upon issue to be deposited with one of the ICSDs as common safekeeper and does not necessarily mean that the Notes will be recognised as eligible collateral for Eurosystem monetary policy and intra day credit operations by the Eurosystem either upon issue or at any or all times during their life. Such recognition will depend upon the ECB being satisfied that Eurosystem eligibility criteria have been met.*

7 DISTRIBUTION

- (i) Method of distribution: Syndicated
- (ii) If syndicated:
- (A) Names of Joint Lead Managers: ABN AMRO Bank N.V., Crédit Agricole Corporate and Investment Bank, Deutsche Bank AG, London Branch, ING Bank N.V. and Standard Chartered Bank
- (B) Stabilising Manager(s) (if any): Deutsche Bank AG, London Branch
- (iii) If non-syndicated, name of Dealer: Not Applicable
- (iv) US Selling Restrictions: Reg. S Compliance Category 2; TEFRA D