



Standard Chartered PLC

(Incorporated as a public limited company in England and Wales with registered number 966425)

Standard Chartered Bank

(Incorporated with limited liability in England by Royal Charter with reference number ZC18)

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

This supplement (the “**Supplement**”, which definition shall include all information incorporated by reference herein) to the base prospectus dated 18 June 2019 (the “**Base Prospectus**”, which definition includes the base prospectus and all information incorporated by reference therein), as supplemented by the supplementary prospectus dated 1 August 2019, constitutes a supplementary prospectus for the purposes of Section 87G of the Financial Services and Markets Act 2000 (“**FSMA**”) and is prepared in connection with the U.S.\$77,500,000,000 Debt Issuance Programme (the “**Programme**”) established by Standard Chartered PLC (“**SCPLC**”) and Standard Chartered Bank (“**SCB**”) (each of SCPLC and SCB in such capacity an “**Issuer**” and together the “**Issuers**”). Terms defined in the Base Prospectus have the same meaning when used in this Supplement.

This Supplement is supplemental to, updates, must be read in conjunction with, and forms part of, the Base Prospectus and any other supplements to the Base Prospectus issued by the Issuers.

The purpose of this Supplement is to:

1. incorporate by reference the interim management statement for the third quarter of 2019 announced by SCPLC on 30 October 2019 (the “**Interim Management Statement**”);
2. incorporate by reference the document entitled “Standard Chartered PLC Pillar 3 Disclosures 30 September 2019” released by SCPLC on 30 October 2019 (the “**Pillar 3 Disclosures**”); and
3. update the no significant change statement of SCPLC and its subsidiaries in the Base Prospectus.

This Supplement has been approved by the United Kingdom Financial Conduct Authority (“**FCA**”), which is the United Kingdom competent authority for the purposes of Directive 2003/71/EC as amended or superseded (the “**Prospectus Directive**”) and relevant implementing measures in the United Kingdom, as a supplement to the Base Prospectus. The Base Prospectus constitutes a base prospectus prepared in compliance with the Prospectus Directive and relevant implementing measures in the United Kingdom for the purpose of giving information with regard to the issue of Notes under the Programme.

The Issuers accept responsibility for the information contained in this Supplement. To the best of the knowledge of the Issuers (which have taken all reasonable care to ensure that such is the case), the information contained in this Supplement is in accordance with the facts and does not omit anything likely to affect the import of such information.

New Documents Incorporated by Reference

The Interim Management Statement and the Pillar 3 Disclosures, each of which has been previously published and which has been filed with the FCA, are hereby incorporated into, and form part of, this Supplement.

General Information

The no significant change statement of SCPLC and its subsidiaries at page 153 of the Base Prospectus is, by virtue of this Supplement, updated as set out below:

There has been no significant change in the financial or trading position of SCPLC and its subsidiaries since 30 September 2019, the date to which SCPLC and its subsidiaries' last published interim financial information (as set out in the Interim Management Statement) was prepared.

General

Copies of the documents incorporated by reference in this Supplement may be obtained (without charge) from the website of the Regulatory News Service operated by the London Stock Exchange at: <https://www.londonstockexchange.com/exchange/news/market-news/market-news-home.html> and are available, during usual business hours on any weekday (Saturdays, Sundays and public holidays excepted), for inspection at the registered office of the Issuers and at the office of the Issuing and Paying Agent, as set out in the Base Prospectus.

If the documents which are incorporated by reference into this Supplement themselves incorporate any information or other documents therein, either expressly or implicitly, such information or other documents will not form part of this Supplement for the purposes of the Prospectus Directive except where such information or other documents are specifically incorporated by reference or attached to this Supplement. The websites which are referred to in the documents which are incorporated by reference into this Supplement do not form part of this Supplement for the purposes of the Prospectus Directive.

To the extent that there is any inconsistency between: (a) any statement in this Supplement or any statement incorporated by reference into this Supplement; and (b) any other statement in, or incorporated by reference into, the Base Prospectus or the supplementary prospectus dated 1 August 2019, the statements in (a) above will prevail.

Save as disclosed in this Supplement or the supplementary prospectus dated 1 August 2019 there has been no other significant new factor, material mistake or inaccuracy relating to information included in the Base Prospectus since the publication of the Base Prospectus.