



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)

Standard Chartered Bank (Hong Kong) Limited

(Incorporated with limited liability in Hong Kong: Number 875305)

U.S.\$70,000,000,000 Debt Issuance Programme

This supplement (the "**Supplement**", which definition shall include all information incorporated by reference herein) to the base prospectus dated 10 October 2014 (the "**Base Prospectus**", which definition includes the base prospectus and all information incorporated by reference therein, as supplemented by the supplementary prospectuses dated 30 October 2014, 15 December 2014, 20 March 2015 and 28 April 2015) 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.\$70,000,000,000 Debt Issuance Programme (the "**Programme**") established by Standard Chartered PLC ("**SCPLC**"), Standard Chartered Bank ("**SCB**") and Standard Chartered Bank (Hong Kong) Limited ("**SCBHK**") (each of SCPLC, SCB and SCBHK 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 update the disclosure in the Base Prospectus relating to the credit ratings of SCPLC and SCB provided by Moody's Investors Service Hong Kong Limited ("**Moody's Hong Kong**") as further described below.

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 (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.

This Supplement includes particulars given in compliance with the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited for the purpose of giving information with regard to the Issuers. The Issuers accept full responsibility for the accuracy of the information contained in this Supplement and confirm, having made all reasonable enquiries, that to the best of their knowledge and belief there are no other facts the omission of which would make any statement herein misleading.

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this Supplement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this Supplement.

Credit ratings provided by Moody's Hong Kong

On 12 May 2015, Moody's Hong Kong released an announcement stating that:

- (A) SCPLC's long term senior debt rating has been upgraded from "A2" to "Aa3"; and
- (B) SCB's long term senior debt rating has been upgraded from "A1" to "Aa2".

Moody's Hong Kong is not established in the European Union and has not applied for registration under Regulation (EC) No. 1060/2009, as amended (the "**CRA Regulation**"). Moody's Hong Kong is affiliated to Moody's Investors Service Ltd which is established in the European Union and is registered under the CRA Regulation.

Notes issued under the Programme may be rated or unrated. When an issue of Notes is rated, its rating will not necessarily be the same as the rating applicable to the Programme. The rating of certain Series of Notes to be issued under the Programme may be specified in the applicable Final Terms. A rating is not a recommendation to buy, sell or hold securities and may be subject to suspension, reduction or withdrawal at any time by the assigning rating agency.

General

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

Save as disclosed in this Supplement and the supplementary prospectuses dated 30 October 2014, 15 December 2014, 20 March 2015 and 28 April 2015, 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.