

Final Terms

STANDARD CHARTERED BANK (HONG KONG) LIMITED

Internal Debt Issuance Programme

U.S.\$800,000,000 Floating Rate Undated Additional Tier 1 Capital Securities

Issued by

Standard Chartered Bank (Hong Kong) Limited

The date of the Final Terms is 28 May 2025.

The Securities 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. Subject to certain exceptions, the Securities 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 Securities may be offered and sold (i) in the United States or to U.S. persons in reliance on Rule 144A under the Securities Act (“**Rule 144A**”) only to qualified institutional buyers (“**QIBs**”) as defined in Rule 144A and (ii) outside the United States to non-U.S. persons in reliance on Regulation S under the Securities Act.

The Securities 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 Securities or the accuracy or adequacy of this document. Any representation to the contrary is a criminal offence in the United States.

THE SECURITIES ARE OFFERED TO PROFESSIONAL INVESTORS ONLY. INVESTORS SHOULD NOT PURCHASE THE SECURITIES IN THE PRIMARY OR SECONDARY MARKETS UNLESS THEY ARE PROFESSIONAL INVESTORS. INVESTING IN THE SECURITIES INVOLVES RISKS. INVESTORS SHOULD HAVE SUFFICIENT KNOWLEDGE AND EXPERTISE TO EVALUATE EFFECT OR THE LIKELIHOOD OF THE OCCURRENCE OF A NON-VIABILITY EVENT OR A LOSS ABSORPTION EVENT FOR THE SECURITIES, WHICH FEATURE LOSS ABSORPTION.

CONTRACTUAL TERMS

Terms used herein shall be deemed to be defined as such for the purposes of the Terms and Conditions of the Securities (the “**Conditions**”) contained in Schedule 1 Part D to the Deed Poll dated 3 July 2024 and executed by the Issuer in favour of, *inter alios*, the Securityholders.

1	Issuer:	Standard Chartered Bank (Hong Kong) Limited
2	(i) Series Number:	020
	(ii) Tranche Number:	001
	(iii) Date on which the Securities will be consolidated and form a single Series:	Not Applicable
3	Currency or Currencies:	United States dollar (“ U.S.\$ ”)
4	Aggregate Nominal Amount	
	(i) Series:	U.S.\$800,000,000
	(ii) Tranche:	U.S.\$800,000,000
5	Issue Price:	100 per cent. of the Aggregate Nominal Amount
6	Denominations:	U.S.\$250,000 and integral multiples of U.S.\$1,000 in excess thereof
7	Calculation Amount:	U.S.\$1,000
8	(i) Issue Date:	28 May 2025
	(ii) Distribution Commencement Date:	Issue Date
9	Distribution Basis:	SOFR Benchmark + Margin Floating Rate
10	Dividend Stopper (Condition 5(c)):	Applicable
11	Change of Distribution (other than Reset):	Not Applicable
12	Call Options:	Issuer Call Regulatory Capital Event Call Loss Absorption Disqualification Event Call
13	Status of the Securities:	Subordinated (Condition 3(a))
	(i) Additional senior ranking obligations for the purpose of Condition 3(a)(i):	Not Applicable
	(ii) Parity Obligations:	As per Condition 3

14	Date of Board approval for issuance of Securities obtained:	30 May 2019 and 20 February 2024
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PROVISIONS RELATING TO DISTRIBUTION (IF ANY) PAYABLE

15	Fixed Rate Security Provisions	Not Applicable
16	Floating Rate Security Provisions	Applicable
	(i) Distribution Period(s):	The period beginning on (and including) the Issue Date and ending on (but excluding) the First Distribution Payment Date and each successive period beginning on (and including) a Distribution Payment Date and ending on (but excluding) the next succeeding Distribution Payment Date
	(ii) Distribution Payment Dates:	28 February, 28 May, 28 August and 28 November in each year, commencing on the First Distribution Payment Date
	(iii) First Distribution Payment Date:	28 August 2025
	(iv) Business Day Convention:	Modified Following Business Day Convention
	(v) Relevant Financial Centre(s) (Condition 4(i)):	New York
	(vi) Manner in which the Rate(s) of Distribution is/are to be determined:	As per Condition 4(c) and as set out in the remainder of paragraph 16 below
	(vii) Distribution Period Date(s):	As per Condition 4(i)
	(viii) Party responsible for calculating the Rate(s) of Distribution and Distribution Amount(s) (if not the Issuer):	Not Applicable
	(ix) Page (Condition 4(i)):	
	– Relevant Time:	3:00 p.m. (New York time)
	– Distribution Determination Date:	The date which is two U.S. Government Securities Business Days prior to each Distribution Payment Date
	– Primary Source for Floating Rate:	SOFR Benchmark
	– Reference Banks (if Primary Source is “Reference Banks”):	Not Applicable
	– Relevant Financial Centre:	New York
	– Benchmark:	SOFR
	– Effective Date:	Not Applicable

–	Specified Duration:	Not Applicable
–	SOFR Rate Cut-Off Date:	Not Applicable
–	Lookback Days:	Not Applicable
–	SOFR Benchmark:	SOFR Compound
–	SOFR Compound:	SOFR Compound with SOFR Observation Period Shift
–	SOFR Observation Shift Days:	Two U.S. Government Securities Business Day(s)
–	Distribution Payment Delay:	Not Applicable
–	Distribution Accrual Period End Dates:	Not Applicable
–	SOFR Index Start:	Not Applicable
–	SOFR Index End:	Not Applicable
(x)	Linear Interpolation:	Not Applicable
(xi)	Margin(s):	+3.70 per cent. per annum
(xii)	Minimum Rate of Distribution:	Not Applicable
(xiii)	Maximum Rate of Distribution:	Not Applicable
(xiv)	Day Count Fraction (Condition 4(i)):	Actual/360
(xv)	Rate Multiplier:	Not Applicable
(xvi)	Benchmark Rate Replacement:	Benchmark Rate Replacement (SOFR)

17 Reset Securities Provisions Not Applicable

PROVISIONS RELATING TO REDEMPTION

18 Issuer Call Applicable

The Issuer shall not redeem any Security unless the prior written consent of the Monetary Authority thereto shall have been obtained, to the extent such consent is required under the Banking Ordinance (Cap. 155) of Hong Kong or the Banking (Capital) Rules (Cap. 155L) of Hong Kong or the Financial Institutions (Resolution) (Loss-absorbing Capacity Requirements – Banking Sector) Rules (Cap. 628B) of Hong Kong, or any successor legislation or regulations made thereunder, or any supervisory guidance issued by the Monetary Authority in relation thereto

	(i)	Optional Redemption Date(s):	28 May 2030 and each Distribution Payment Date thereafter
	(ii)	Call Option Redemption Amount(s) and method, if any, of calculation of such amount(s):	U.S.\$1,000 per Calculation Amount, subject to Condition 6(c)
	(iii)	If redeemable in part:	
		(a) Minimum Call Option Redemption Amount:	U.S.\$1,000 per Calculation Amount, subject to Condition 6(c)
		(b) Maximum Call Option Redemption Amount:	U.S.\$1,000 per Calculation Amount, subject to Condition 6(c)
	(iv)	Notice period:	Per Condition 7(c)
19		Regulatory Capital Event Call	Applicable
	(i)	Redeemable on days other than Distribution Payment Dates (Condition 7(d)):	Yes
20		Loss Absorption Disqualification Event Call	Applicable
	(i)	Redeemable on days other than Distribution Payment Dates (Condition 7(e)):	Yes
21		Early Redemption Amount	
	(i)	Early Redemption Amount(s) per Calculation Amount payable on redemption for taxation reasons, due to Regulatory Capital Event or due to Loss Absorption Disqualification Event or on winding-up:	U.S.\$1,000 per Calculation Amount, subject to Condition 6(c)
	(ii)	Redeemable on days other than Distribution Payment Dates (Conditions 7(b), 7(d), 7(e) and 11(a)):	Yes

GENERAL PROVISIONS APPLICABLE TO THE SECURITIES

22	Form of Securities:	Registered
23	Business Day Jurisdiction(s) (Condition 8(c)) or other special provisions relating to Payment Dates:	London and Hong Kong
24	Issuance to group company established or incorporated in a non-Hong Kong jurisdiction:	Yes (further details below)
	(i) Jurisdiction of group company:	United Kingdom
	(ii) Non-Hong Kong resolution authority of group company:	Bank of England

Signed on behalf of the Issuer:

By:  _____
Duly authorised