

Final Terms

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

Internal Debt Issuance Programme

U.S.\$600,000,000 7.875 per cent. Fixed Rate Reset Undated Additional Tier 1  
Capital Securities

Issued by

Standard Chartered Bank (Hong Kong) Limited

The date of the Final Terms is 3 July 2024.

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.

<b>1</b>	Issuer:	Standard Chartered Bank (Hong Kong) Limited
<b>2</b>	(i) Series Number:	017
	(ii) Tranche Number:	001
	(iii) Date on which the Securities will be consolidated and form a single Series:	Not Applicable
<b>3</b>	Currency or Currencies:	United States dollar (“ <b>U.S.\$</b> ”)
<b>4</b>	Aggregate Nominal Amount	
	(i) Series:	U.S.\$600,000,000
	(ii) Tranche:	U.S.\$600,000,000
<b>5</b>	Issue Price:	100 per cent. of the Aggregate Nominal Amount
<b>6</b>	Denominations:	U.S.\$250,000 and integral multiples of U.S.\$1,000 in excess thereof
<b>7</b>	Calculation Amount:	U.S.\$1,000
<b>8</b>	(i) Issue Date:	3 July 2024
	(ii) Distribution Commencement Date:	Issue Date
<b>9</b>	Distribution Basis:	7.875 per cent. Fixed Rate  Reset Securities
<b>10</b>	Dividend Stopper (Condition 5(c)):	Applicable
<b>11</b>	Change of Distribution (other than Reset):	Not Applicable
<b>12</b>	Call Options:	Issuer Call  Regulatory Capital Event Call  Loss Absorption Disqualification Event Call
<b>13</b>	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	<b>Fixed Rate Security Provisions</b>	Not Applicable
16	<b>Floating Rate Security Provisions</b>	Not Applicable
17	<b>Reset Security Provisions</b>	Applicable
(i)	Initial Rate of Distribution:	7.875 per cent. per annum
(ii)	First Margin:	3.570 per cent. per annum
(iii)	Subsequent Margin:	Not Applicable
(iv)	Distribution Payment Dates:	8 March and 8 September in each year commencing on the First Distribution Payment Date
(v)	First Distribution Payment Date:	8 September 2024
(vi)	Fixed Distribution Amount up to (but excluding) the First Reset Date:	U.S.\$39.375 per Calculation Amount, other than on the First Distribution Payment Date
(vii)	Broken Amount(s):	U.S. \$14.219 per Calculation Amount, short first distribution, payable on the First Distribution Payment Date in respect of the period from 3 July 2024 to 8 September 2024
(viii)	First Reset Date:	8 September 2030
(ix)	Second Reset Date:	8 September 2035
(x)	Subsequent Reset Date(s):	Each date falling five, or an integral multiple of five, years after the Second Reset Date
(xi)	Reset Rate:	Reference Bond

“**H.15**” means the statistical release designated as such, or any successor publication, published by the Board of Governors of the United States Federal Reserve System, and “most recent H. 15” means, in respect of any Reset Period, the H.15 published closest in time but prior to the close of business on the Reset Determination Date in respect of that Reset Period

“**New York Business Day**” means a day (other than a Saturday or a Sunday) on which commercial banks and foreign exchange markets settle payments generally in New York City

**“Reference Bond Rate”** means in respect of any Reset Period:

- (i) the rate per annum corresponding to the semi-annual equivalent yield to maturity, that represents the average for the five consecutive New York Business Days immediately prior to the applicable Reset Determination Date, appearing in the most recent H.15, and that establishes yields on actively traded U.S. Treasury securities adjusted to constant maturity, for five-year maturities from the applicable Reset Date, under the caption “Treasury Constant Maturities”; or
- (ii) if there is no such published actively traded U.S. Treasury security with a maturity of five years from the next Reset Date, the rate determined by interpolation between the most recent weekly average yield to maturity for two series of U.S. Treasury securities trading in the public securities market, (A) one maturing as close as possible to, but earlier than, the first Reset Date following the next succeeding Reset Determination Date, and (B) the other maturing as close as possible to, but later than, the first Reset Date following the next succeeding Reset Determination Date, in each case as published in the most recent H.15; or
- (iii) if the Reference Bond Rate cannot be determined pursuant to the methods described in paragraph (i) or (ii) above, the rate equal to the Reference Bond Rate for the last preceding Reset Period (or, in the case of the first Reset Period, the rate equal to 4.305 per cent. per annum),

in each case, as determined by the Issuer on the applicable Reset Determination Date.

- (xii) Relevant Screen Page: “H.15”
- (xiii) Mid-Swap Rate: Not Applicable
- (xiv) Mid-Swap Maturity: Not Applicable

(xv)	Day Count Fraction (Condition 4(i)):	30/360
(xvi)	Relevant Time:	11:00 a.m. (New York time)
(xvii)	Distribution Determination Dates:	Each Reset Determination Date
(xviii)	Business Day Convention:	Not Applicable
(xix)	Relevant Currency:	U.S.\$
(xx)	Relevant Financial Centre(s) (Condition 4(i)):	New York City
(xxi)	Benchmark Rate Replacement:	Not Applicable

## PROVISIONS RELATING TO REDEMPTION

<b>18</b>	<b>Issuer Call</b>	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):	On any day from (and including) 8 March 2030 to (and including) the First Reset Date or on any Reset 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)
<b>19</b>	<b>Regulatory Capital Event Call</b>	Applicable
(i)	Redeemable on days other than Distribution Payment Dates (Condition 7(d)):	Yes

<b>20</b>	<b>Loss Absorption Disqualification Event Call</b>	Applicable
	(i) Redeemable on days other than Distribution Payment Dates (Condition 7(e)):	Yes
<b>21</b>	<b>Early Redemption Amount</b>	
	(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**

<b>22</b>	Form of Securities:	Registered
<b>23</b>	Business Day Jurisdiction(s) (Condition 8(c)) or other special provisions relating to Payment Dates:	London and Hong Kong
<b>24</b>	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*