

Summary Terms and Conditions
Standard Chartered PLC
USD 1,500,000,000 6.301% Fixed Rate Reset Notes due 2029
Issued under its U.S.\$77,500,000,000 Debt Issuance Programme (the “Notes”)

Issuer	Standard Chartered PLC (the “ Issuer ”)
Ranking	Senior unsecured notes, Unsubordinated
Issue Format	Rule 144A/Reg S, Registered Global Notes. Issued off Debt Issuance Programme
Issuer Ratings	A3 (Moody’s) / BBB+ (S&P) / A (Fitch)
Expected Issue Ratings¹	A3 (Moody’s) / BBB+ (S&P) / A (Fitch)
Currency	U.S. Dollar (“USD”)
Principal Amount	USD 1,500,000,000
Pricing Date	4 January 2023
Issue Date	9 January 2023 (T+3)
Maturity Date	9 January 2029
Optional Redemption Date	9 January 2028
Coupon	6.301%, fixed rate, payable semi-annually in arrear on 9 January and 9 July in each year, commencing on 9 July 2023. The interest rate will reset on the Optional Redemption Date to be the sum of the relevant Reference Bond Rate plus the Margin
Margin	245 bps
Day Count Fraction	30/360
Business Day Convention	Following, unadjusted
Business Days	London and New York
Re-offer Yield	6.301%
Re-offer Price	100.000%
Benchmark	T 3.875 12/31/27
Benchmark Price	100-03+
Benchmark Yield	3.851%
Re-offer Spread vs Benchmark	245 bps
Managers’ Commission	0.300%
All-in Price	99.700%
Net Proceeds	USD 1,495,500,000
Redemption	Subject to any purchase and cancellation or early redemption, the Notes will be redeemed on the Maturity Date at 100% of their principal amount (together with accrued interest)
Redemption at the Option of the Issuer	The Issuer may redeem the Notes in whole, but not in part, on the Optional Redemption Date upon giving the required notice and with the permission of, or waiver from, the United Kingdom Prudential Regulation Authority (the “PRA”), if required, at a redemption amount equal to 100% of the principal amount of the Notes (together with any interest accrued to such redemption date), as further described in the Prospectus
Loss Absorption Disqualification Event Redemption	The Issuer may also redeem the Notes in whole, but not in part, at any time upon giving the required notice and with the permission of, or waiver from, the PRA, if required, at a redemption amount equal to 100% of the principal amount of the Notes (together with any interest accrued to the date fixed for redemption), if a Loss Absorption Disqualification Event has occurred and is continuing, as further described in the Prospectus
Tax Call	As per the provisions for Senior Notes in the Programme; the Final Terms relating to the Notes will specify that the Issuer may redeem the Notes pursuant to Condition 5(c) on dates other than Interest Payment Dates
Withholding Tax	As per the provisions for Senior Notes in the Programme
Events of Default	Restrictive Events of Default apply. See Condition 9(b) “Events of Default – Events of Default in Respect of Dated Subordinated Notes and Restrictive Events of Default in respect of Senior Notes” in the Prospectus

Waiver of set-off	No Noteholder may exercise any right of set-off in respect of the Notes and each Noteholder shall be deemed to have waived all such rights of such set-off
Denominations	USD 200,000 and integral multiples of USD 1,000 in excess thereof
CUSIP / ISIN / Common Code	144A: CUSIP – 853254CS7; ISIN – US853254CS76; Common Code – 257424154 Reg S: CUSIP – G84228FQ6; ISIN – USG84228FQ64; Common Code – 257424197
Documentation	Issuer’s USD 77,500,000,000 Debt Issuance Programme (the “Programme”) (base prospectus dated 15 June 2022 supplemented on 29 July 2022 and 26 October 2022 (as so supplemented, the “Prospectus”). Capitalised terms used herein but not defined are as defined in the Prospectus
Agreement with respect to the exercise of UK Bail-In Power	Applicable
Governing Law	English Law
Listing	London Stock Exchange, main market
Clearing	The Depository Trust Company
Calculation Agent	The Bank of New York Mellon, London Branch
Use of Proceeds	General Corporate Purposes
Joint Lead Managers	Barclays Capital Inc., Deutsche Bank Securities Inc., J.P. Morgan Securities LLC, Morgan Stanley & Co. LLC and Standard Chartered Bank
Co-Managers	Agricultural Bank of China Limited Hong Kong Branch, BMO Capital Markets Corp., CIBC World Markets Corp., Commerzbank Aktiengesellschaft, First Abu Dhabi Bank PJSC, Industrial and Commercial Bank of China (Asia) Limited, QNB Capital LLC, Scotia Capital (USA) Inc., The Standard Bank of South Africa Limited and United Overseas Bank Limited
Billing & Delivery	J.P. Morgan Securities LLC

¹A securities rating is not a recommendation to buy, sell or hold securities and may be subject to revision or withdrawal at any time. Standard & Poor’s Hong Kong Limited (“**S&P**”) is not established in the United Kingdom and has not applied for registration under Regulation (EC) No 1060/2009, as amended, as it forms part of the domestic law of the United Kingdom (“**UK**”) by virtue of the European Union (Withdrawal) Act 2018 as may be amended from time to time including, without limitation, by the European Union (Withdrawal Agreement) Act 2020 (“**EUWA**”) (the “**CRA Regulation**”). Moody’s Investors Service Pty. Limited (“**Moody’s**”) is not established in the United Kingdom and has not applied for registration under the CRA Regulation. Moody’s are affiliated to Moody’s Investors Service Limited which is established in the United Kingdom and is registered under the CRA Regulation. Fitch Ratings Ltd. is established in the United Kingdom and is registered under the CRA Regulation.

UK MiFIR professionals / ECPs-only / No EEA or UK PRIIPs KID – Manufacturer target market (for the purposes of UK MiFIR product governance) is eligible counterparties and professional clients only and all distribution channels to eligible counterparties and professional clients are appropriate. No EEA or UK PRIIPs key information document (KID) has been prepared as the Notes will not be offered, sold or otherwise made available to retail investors in the EEA (for the purposes of Regulation (EU) No 1286/2014 (as amended, the “**EU PRIIPs Regulation**”) or in the UK (for the EU PRIIPs Regulation as it forms part of the domestic law of the UK by virtue of the EUWA).

The Notes have not been and will not be registered under the U.S. Securities Act of 1933 (the “**Securities Act**”). The Notes may not be offered or sold within the United States or to or for the account or benefit of U.S. persons (as defined in Regulation S under the Securities Act (“**Regulation S**”)), except to qualified institutional buyers (as defined in Rule 144A under the Securities Act (“**Rule 144A**”)) in reliance on the exemption from registration provided by Rule 144A or to certain persons in transactions outside the United States in reliance on Regulation S. Prospective purchasers are hereby notified that sellers of the Notes may be relying on the exemption from the provisions of Section 5 of the Securities Act provided by Rule 144A.

Under Rule 15c6-1 of the Securities Exchange Act of 1934, as amended, trades in the secondary market generally are required to settle in two business days, unless the parties to any such trade expressly agree otherwise. Accordingly, purchasers who wish to trade the Notes on the date hereof will be required, because the Notes initially will settle in T+3, to specify an alternate settlement cycle at the time of any such trade to prevent a failed settlement. If you wish to trade the Notes on the date hereof, you should consult your own advisors.

This Term Sheet is not being distributed to, and must not be passed on to, the general public in the United Kingdom. The communication of this Term Sheet as a financial promotion is only being made to those persons falling within Article 12, Article 19(5) or Article 49 of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005 or to other persons to whom this Term Sheet may otherwise be distributed without contravention of section 21 of the Financial Services and Markets Act 2000, or any person to whom it may otherwise lawfully be made (together, “**relevant persons**”). This communication is being directed only at relevant persons (including persons having professional experience in matters relating to investments) and any investment or investment activity to which this communication relates will be engaged in only with such persons. No other person should rely on it.

The distribution of this Term Sheet and the offering of the Notes in certain jurisdictions may be restricted by law and therefore persons into whose possession this Term Sheet comes should inform themselves about and observe any such restrictions. Any failure to comply with these restrictions could result in a violation of the laws of such jurisdiction. In particular, this Term Sheet is not for distribution in or into Australia or Japan.

This Term Sheet is not an advertisement and is not a prospectus for the purposes of Regulation (EU) 2017/1129 as it forms part of the domestic law of the UK by virtue of the EUWA (the “**UK Prospectus Regulation**”). The Prospectus (as supplemented) is available at <https://www.sc.com/en/investors/credit-ratings-fixed-income/capital-securities-in-issue/#debtissuance> and the Final Terms relating to the Notes when published, will be available at <https://www.londonstockexchange.com/exchange/news/market-news/market-news-home.html>. Investors should not subscribe for any Notes except on the basis of information contained in the Prospectus (as supplemented).

Notification under Section 309B of the Securities and Futures Act 2001 of Singapore, as modified or amended from time to time (the “**SFA**”) and the Securities and Futures (Capital Markets Products) Regulations 2018 of Singapore (the “**CMP Regulations 2018**”) – In connection with Section 309(B) of the SFA and the CMP Regulations 2018, the Issuer has determined, and hereby notifies all persons (including all relevant persons as defined in Section 309A(1) of the SFA), that the Notes are prescribed capital markets products (as defined in the CMP 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).

This Term Sheet shall be governed by English law. No person shall have any right to enforce any term of this Term Sheet under the Contracts (Rights of Third Parties) Act 1999 as amended and/or supplemented from time to time.

This Term Sheet has been sent to you in an electronic form. You are reminded that documents transmitted via this medium may be altered or changed during the process of electronic transmission and consequently none of the Joint Lead Managers or any person who controls any of them, nor any director, officer, employee nor agent of any of them or affiliate of any such person accepts any liability or responsibility whatsoever in respect of any difference between the pricing information distributed to you in electronic format and the hard copy version available to you on request from any of the Joint Lead Managers.

This Term Sheet is qualified in its entirety by reference to the Issuer's Preliminary U.S. Supplement or Preliminary Canadian Offering Memorandum, as the case may be, each dated 4 January 2023. You may obtain a copy of the preliminary U.S. Supplement or the preliminary Canadian Offering Memorandum and the Final U.S. Supplement or the Final Canadian Offering Memorandum (when available) for this transaction by contacting your sales representative at Barclays Capital Inc., Deutsche Bank AG, New York Branch, J.P. Morgan Securities LLC, Morgan Stanley & Co. LLC, or Standard Chartered Bank.