

PROHIBITION OF SALES TO EEA RETAIL INVESTORS – The Notes are not intended to be offered, sold or otherwise made available to and should not be offered, sold or otherwise made available to any retail investor in the European Economic Area (the “**EEA**”). For these purposes, a retail investor means a person who is one (or more) of: (i) a retail client as defined in point (11) of Article 4(1) of Directive 2014/65/EU (as amended, “**MiFID II**”); (ii) a customer within the meaning of Directive (EU) 2016/97, as amended or superseded (the “**IDD**”), where that customer would not qualify as a professional client as defined in point (10) of Article 4(1) of MiFID II; or (iii) not a qualified investor as defined in Article 2 of Regulation (EU) 2017/1129 (the “**EU Prospectus Regulation**”). Consequently, no key information document required by Regulation (EU) No 1286/2014 (the “**EU PRIIPs Regulation**”) for offering or selling the Notes or otherwise making them available to retail investors in the EEA has been prepared and therefore offering or selling the Notes or otherwise making them available to any retail investor in the EEA may be unlawful under the EU PRIIPs Regulation.

PROHIBITION OF SALES TO UK RETAIL INVESTORS – The Notes are not intended to be offered, sold or otherwise made available to and should not be offered, sold or otherwise made available to any retail investor in the United Kingdom (the “**UK**”). For these purposes, a retail investor means a person who is one (or more) of: (i) a retail client, as defined in point (8) of Article 2 of Regulation (EU) No 2017/565 as it forms part of domestic law by virtue of the European Union (Withdrawal) Act 2018 (as amended) (the “**EUWA**”); (ii) a customer within the meaning of the provisions of the Financial Services and Markets Act 2000 (the “**FSMA**”) and any rules or regulations made under the FSMA to implement the IDD, where that customer would not qualify as a professional client, as defined in point (8) of Article 2(1) of Regulation (EU) No 600/2014 as it forms part of domestic law by virtue of the EUWA; or (iii) not a qualified investor as defined in Article 2 of the EU Prospectus Regulation as it forms part of the domestic law of the UK by virtue of the EUWA (the “**UK Prospectus Regulation**”). Consequently no key information document required by the EU PRIIPs Regulation as it forms part of domestic law by virtue of the EUWA (the “**UK PRIIPs Regulation**”) for offering or selling the Notes or otherwise making them available to retail investors in the UK has been prepared and therefore offering or selling the Notes or otherwise making them available to any retail investor in the UK may be unlawful under the UK PRIIPs Regulation.

UK MiFIR PRODUCT GOVERNANCE / PROFESSIONAL INVESTORS AND ELIGIBLE COUNTERPARTIES ONLY TARGET MARKET – Solely for the purposes of the manufacturer's product approval process, the target market assessment in respect of the Notes has led to the conclusion that: (i) the target market for the Notes is only eligible counterparties, as defined in the FCA Handbook Conduct of Business Sourcebook (“**COBS**”), and professional clients, as defined in Regulation (EU) No 600/2014 as it forms part of domestic law by virtue of the EUWA (“**UK MiFIR**”); and (ii) all channels for distribution of the Notes to eligible counterparties and professional clients are appropriate. Any person subsequently offering, selling or recommending the Notes (a “**distributor**”) should take into consideration the manufacturer's target market assessment; however, a distributor subject to the FCA Handbook Product Intervention and Product Governance Sourcebook (the “**UK MiFIR Product Governance Rules**”) is responsible for undertaking its own target market assessment in respect of the Notes (by either adopting or refining the manufacturer's target market assessment) and determining appropriate distribution channels.

SINGAPORE SECURITIES AND FUTURES ACT PRODUCT CLASSIFICATION – Solely for the purposes of its obligations pursuant to Sections 309B(1)(a) and 309B(1)(c) of the Securities and Futures Act 2001 of Singapore, as modified or amended from time to time (the “**SFA**”), the Issuer has determined and hereby notifies all relevant persons (as defined in Section 309A 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).

Series: 3

Tranche: 1



Standard Chartered Bank, Australia Branch (ARBN 097 571 778)
("Issuer")

A\$ Debt Issuance Programme

Issue of

A\$400,000,000 Floating Rate Notes due 30 August 2027 ("Notes")

The date of this Pricing Supplement is 28 August 2024.

This Pricing Supplement (as referred to in the Information Memorandum dated 14 June 2024 ("**Information Memorandum**") in relation to the above Programme) relates to the Tranche of Notes referred to above. It is supplementary to, and should be read in conjunction with, the terms and conditions of the Notes contained in the Information Memorandum ("**Conditions**"), the Information Memorandum and the Second Note Deed Poll dated 14 June 2024 made by the Issuer.

Unless otherwise indicated, terms defined in the Conditions have the same meaning in this Pricing Supplement.

This Pricing Supplement does not constitute, and may not be used for the purposes of, an offer or solicitation by anyone in any jurisdiction in which such offer or solicitation is not authorised or to any person to whom it is unlawful to make such offer or solicitation, and no action is being taken to permit an offering of the Notes or the distribution of this Pricing Supplement in any jurisdiction where such action is required.

An investment in any Notes will not be covered by the depositor protection provisions in section 13A of the Australian Banking Act and will not be covered by the Australian Government's bank deposit guarantee (also commonly referred to as the Financial Claims Scheme).

The particulars to be specified in relation to the Tranche of Notes referred to above are as follows:

1	Issuer	:	Standard Chartered Bank, Australia Branch (ARBN 097 571 778)
2	(i) Series Number	:	3
	(ii) Tranche Number	:	1
3	Type of Notes	:	Floating Rate Notes
4	(i) Status of Notes	:	Senior
	(ii) Events of Default	:	Non-Restrictive Events of Default

5	UK Bail-in Power	:	As set out more fully in Condition 19 ("Recognition of UK Bail-in Power"), by subscribing or otherwise acquiring the Notes, the Noteholders shall be bound by the exercise of any UK Bail-in Power by the Resolution Authority. See also the information in relation to the UK Bail-in Power which is set out in the section entitled "UK Bail-in Power" on pages 15 to 18 of the Information Memorandum.
6	Method of Distribution	:	Private Issue
7	Lead Manager	:	Standard Chartered Bank
8	Dealer	:	Standard Chartered Bank
9	Registrar	:	BTA Institutional Services Australia Limited (ABN 48 002 916 396)
10	Issuing and Paying Agent	:	BTA Institutional Services Australia Limited (ABN 48 002 916 396)
11	Calculation Agent	:	BTA Institutional Services Australia Limited (ABN 48 002 916 396)
12	If fungible with an existing Series	:	Not Applicable
13	Principal Amount of Tranche	:	A\$400,000,000
14	Principal Amount of Series	:	A\$400,000,000
15	Issue Date	:	30 August 2024
16	Issue Price	:	100.00 per cent of the Principal Amount of Tranche
17	Currency	:	A\$
18	Denomination	:	A\$10,000 provided that the aggregate consideration payable for the issue and transfer of Notes in Australia will be at least A\$500,000 and at least A\$250,000 in respect of issues or transfers outside of Australia.
19	Maturity Date	:	30 August 2027
20	Record Date	:	As per the Conditions
21	Condition 6 (Fixed Rate Notes) applies	:	No

22	Condition 7 (Floating Rate Notes) applies	:	Yes
	Interest Commencement Date	:	Issue Date
	Interest Rate	:	3-month BBSW Rate plus the Margin specified below, payable quarterly in arrear
	Interest Period / Interest Payment Dates	:	28 February, 30 May, 30 August and 30 November in each year, commencing on 30 November 2024, in each case subject to adjustment in accordance with the Business Day Convention specified below
	Business Day Convention	:	Modified Following Business Day Convention
	Margin	:	+ 0.85 per cent. per annum
	Day Count Fraction	:	Actual/365 (Fixed)
	Fallback Interest Rate	:	As per the Conditions
	Interest Rate Determination	:	Benchmark Rate Determination (BBSW Rate)
	BBSW Rate	:	As per Condition 7.6
	Maximum and Minimum Interest Rate	:	Not Applicable
	Rounding	:	As per Condition 8.6
	Relevant Financial Centres	:	Sydney and London
	Linear Interpolation	:	Not Applicable
	Other terms relating to the method of calculating interest for Floating Rate Notes	:	Not Applicable
23	Default Rate	:	Not Applicable
24	Condition 9.3 (Regulatory Capital Event call) applies	:	Not Applicable
25	Condition 9.4 (Loss Absorption Disqualification) applies		Not Applicable
26	Condition 9.5 (Noteholder put) applies	:	No
27	Condition 9.6 (Issuer call) applies	:	No
28	Condition 9.7 (Clean-up Call)	:	Not Applicable
29	Early Redemption Amount payable on an Event of Default	:	The outstanding principal amount as at the date of redemption
30	Additional Conditions	:	Not Applicable

31	Clearing System	:	Austraclear System
			Interests in the Notes may also be traded through Euroclear and Clearstream, Luxembourg as set out on page 70 of the Information Memorandum.
32	ISIN	:	AU3FN0090874
33	Common Code	:	289335323
34	Selling Restrictions	:	As set out in the section entitled "Selling Restrictions" in the Information Memorandum
35	Australian interest withholding tax	:	It is the Issuer's intention that this issue of Notes will be issued in a manner which will seek to satisfy the Public Offer Test in section 128F of the Income Tax Assessment Act 1936 of Australia.
36	Listing	:	Not Applicable
37	Credit ratings	:	<p>The Notes are expected to be assigned the following credit ratings:</p> <p>A+ by Fitch Ratings Limited</p> <p>A1 by Moody's Investors Service Ltd</p> <p>A+ by S&P Global Ratings</p> <p><i>A credit rating is not a recommendation to buy, sell or hold Notes and may be subject to revision, suspension or withdrawal at any time by the assigning rating agency.</i></p> <p><i>Credit ratings are for distribution only to a person (a) who is not a "retail client" within the meaning of section 761G of the Corporations Act and is also a sophisticated investor, professional investor or other investor in respect of whom disclosure is not required under Parts 6D.2 or 7.9 of the Corporations Act, and (b) who is otherwise permitted to receive credit ratings in accordance with applicable law in any jurisdiction in which the person may be located. Anyone who is not such a person is not entitled to receive this Pricing Supplement and anyone who receives this Pricing Supplement must not distribute it to any person who is not entitled to receive it.</i></p>

The Issuer accepts responsibility for the information contained in this Pricing Supplement.

CONFIRMED

For and on behalf of

Standard Chartered Bank, Australia Branch

By:

A handwritten signature in black ink, appearing to be 'ML', is written above a dotted line.

Date: 28 August 2024